

万 华 媒 体
ONEMEDIAGROUP

ONE MEDIA GROUP LIMITED

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 426)

**ANNOUNCEMENT OF
SUPPLEMENTAL AGREEMENTS TO
THE LICENSING AGREEMENTS**

On 20 September 2007, the Licensee and MPF entered into the Supplemental Agreements respectively to reduce the rates of the royalty fees under the Licensing Agreements such that the original rates of 8% and 4% of the Net Revenue shall be reduced to 7% and 3.5% respectively which shall take effect from 1 April 2007. All the other terms and conditions of the Licensing Agreements shall remain unchanged.

Reference is made to MPE's announcement and the Company's prospectus dated 6 April 2004 and 30 September 2005 respectively relating to the Licensing Agreements which constitute continuing connected transactions for the Company under the Listing Rules. Each Licensing Agreement has a term of twenty-one years and two months from 1 February 2004 to 31 March 2025 and subject to the terms and conditions stated therein, such term will automatically be extended upon expiry for periods of three years.

Pursuant to each Licensing Agreement, the Licensee shall pay a monthly royalty fee to MPF in cash equal to:

- 8% of the Net Revenue derived from the publication and distribution of the relevant HK Magazine; plus
- 8% of the Net Revenue derived from the Associated Magazines which have 50% or more of their contents being derived from the Past Contents and the New Contents; plus
- 4% of the Net Revenue derived from the Associated Magazines which have less than 50% of their contents being derived from the Past Contents and the New Contents.

The Company noted that other independent licensors have recently reduced their rates of royalty fees in view of changes in market conditions. After arm's length negotiations between the Company and MPF, on 20 September 2007, the Licensee and MPF entered into the Supplemental Agreements respectively to reduce the rates of the royalty fees under the Licensing Agreements such that the original rates of 8% and 4% of the Net Revenue shall be reduced to 7% and 3.5% respectively. Such reduction which is entirely to the benefit of the shareholders of the Company shall take effect from 1 April 2007. All the other terms and conditions of the Licensing Agreements shall remain unchanged.

DEFINITIONS

In this announcement, the following expressions have the meanings set out below unless the context requires otherwise:

“associate”	has the meaning ascribed thereto under the Listing Rules
“Associated Magazines”	print magazine(s) published by the Licensee or its associates or sub-licensees (i) using names which bear resemblance to the relevant HK Magazine or may cause any reasonable person to associate such magazine(s) with the relevant HK Magazine or MPE and its subsidiaries; and/or (ii) the contents of which are in whole or in part derived from the relevant Past Contents and New Contents pursuant to a sub-license granted by the Licensee
“CCW Licensing Agreement”	the licensing agreement dated 1 February 2004 (as amended by the supplemental agreements dated 29 March 2004, 6 April 2004, 9 July 2004 and 26 September 2005 respectively) relating to City Children's Weekly
“Company”	One Media Group Limited, a company incorporated in the Cayman Islands with limited liability, the shares of which are listed on the Stock Exchange, and a 62.83% indirect non-wholly owned subsidiary of MPE
“HK Magazine”	City Children's Weekly, Hi-TECH Weekly or Ming Pao Weekly, as the context may require

“Hong Kong”	the Hong Kong Special Administrative Region of the People’s Republic of China
“HTW Licensing Agreement”	the licensing agreement dated 1 February 2004 (as amended by the supplemental agreements dated 29 March 2004, 6 April 2004 and 26 September 2005 respectively) relating to Hi-TECH Weekly
“Licensee”	Ming Pao Magazines Limited, a company incorporated in Hong Kong with limited liability and an indirect wholly-owned subsidiary of the Company
“Licensing Agreement(s)”	the CCW Licensing Agreement and/or the HTW Licensing Agreement and/or the MPW Licensing Agreement, as the context may require
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange
“MPE”	Ming Pao Enterprise Corporation Limited, an exempted company incorporated in Bermuda with limited liability, the shares of which are listed on the Stock Exchange
“MPF”	Ming Pao Finance Limited, a company incorporated in the British Virgin Islands with limited liability and an indirect wholly-owned subsidiary of MPE
“MPW Licensing Agreement”	the licensing agreement dated 1 February 2004 (as amended by the supplemental agreements dated 29 March 2004, 6 April 2004 and 26 September 2005 respectively) relating to Ming Pao Weekly
“New Contents”	all editorial and other contents of all those issues of the relevant HK Magazine which were published from 1 February 2004

“Net Revenue”	the total of (a) the gross advertising revenue derived from the relevant HK Magazine or Associated Magazines (as the context may require) in all forms less (i) advertising agency commissions; (ii) any costs paid to media buyers and (iii) discounts; (b) the gross revenue derived from newsstand sales of such HK Magazine or Associated Magazines less newsstand agency commissions; (c) the gross revenue derived from sale of subscription copies of such HK Magazine or Associated Magazines in all forms less subscription agency commissions; and (d) any other revenue derived from the rights granted by the relevant Licensing Agreement
“Past Contents”	all editorial and other contents of all those issues of the relevant HK Magazine which were published prior to 1 February 2004
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“Supplemental Agreements”	(i) the 5th supplemental agreement dated 20 September 2007 entered into by MPF and the Licensee to amend and supplement the CCW Licensing Agreement, (ii) the 4th supplemental agreement dated 20 September 2007 entered into by MPF and the Licensee to amend and supplement the HTW Licensing Agreement and (iii) the 4th supplemental agreement dated 20 September 2007 entered into by MPF and the Licensee to amend and supplement the MPW Licensing Agreement

By Order of the Board
One Media Group Limited
TIONG Kiu King
Chairman

Hong Kong, 21 September 2007

As at the date of this announcement, the directors of the Company are as follows:

Mr. TIONG Kiu King, Mr. TIONG Kiew Chiong, Mr. Peter Bush BRACK, Mr. TUNG Siu Ho, Terence and Mr. Robert William Hong-San YUNG, being executive directors; and Mr. YU Hon To, David, Mr. SIT Kien Ping, Peter and Mr. TAN Hock Seng, Peter, being independent non-executive directors.