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**万 华 媒 体**  
**ONEMEDIAGROUP**  
**ONE MEDIA GROUP LIMITED**  
*(Incorporated in the Cayman Islands with limited liability)*  
**(Stock Code: 426)**

**MONTHLY PROGRESS UPDATE IN RELATION TO  
POSSIBLE MANDATORY UNCONDITIONAL CASH OFFER  
BY GUOTAI JUNAN SECURITIES (HONG KONG) LIMITED  
ON BEHALF OF  
QINGDAO WEST COAST HOLDINGS (INTERNATION) LIMITED  
FOR ALL THE ISSUED SHARES OF ONE MEDIA GROUP LIMITED  
(OTHER THAN THOSE ALREADY OWNED OR  
AGREED TO BE ACQUIRED BY  
QINGDAO WEST COAST HOLDINGS (INTERNATION) LIMITED AND/OR  
PARTIES ACTING IN CONCERT WITH ANY OF THEM) AND  
THE SPECIAL DEALS**

Reference is made to the joint announcements of One Media Group Limited (the “**Company**”) and Qingdao West Coast Holdings (Internation) Limited (the “**Offeror**”) dated 1 August 2016 and 1 March 2017 in relation to, among other things, the entering into of the Share Transfer Agreement in connection with the possible sale of 292,700,000 Shares, representing approximately 73.01% of the issued share capital of the Company, by Comwell to the Offeror, the possible Offer, the CP Agreements and the proposed declaration and payment of the Special Dividend (collectively, the “**Joint Announcements**”).

Unless otherwise stated, capitalised terms used herein shall have the same meanings as those defined in the Joint Announcements.

The Company wishes to update its Shareholders and potential investors that, as at the date of this announcement, none of the conditions precedent of the Share Transfer Agreement has been satisfied or waived by the Offeror.

In addition, the Company and its professionals are currently finalising information of a circular (the “**Circular**”) containing, among other things, (i) the details of the CP Agreements and the transactions contemplated thereunder (including the relevant annual caps); (ii) the details of the Special Dividend; (iii) the recommendations of the Independent Board Committee to the Independent Shareholders on the CP Agreements and the transactions contemplated thereunder (including the relevant annual caps) and the Special Dividend; (iv) a letter of advice from the Independent Financial Adviser to the Independent

Board Committee and the Independent Shareholders on the CP Agreements and the transactions contemplated thereunder (including the relevant annual caps) and the Special Dividend; and (v) the notice convening the EGM.

Further announcement(s) setting out the progress of the possible Offer will be made as and when necessary in accordance with the Listing Rules and the Takeovers Code and, if necessary, on a monthly basis until the despatch of the Composite Document.

## **OTHERS**

Reference is made to the joint announcement of the Company and the Offeror dated 28 March 2017 in relation to, among other things, further delay in despatch of the Composite Document.

On 3 April 2017, the Executive has granted its content to the application made by Company and the Offeror to further extend the deadline for the despatch of the Composite Document to a date falling within seven days after the Share Transfer Closing or 18 July 2017, whichever is earlier.

**SHAREHOLDERS AND POTENTIAL INVESTORS SHOULD NOTE THAT THE OFFER IS A POSSIBILITY ONLY. AS THE OFFER WILL ONLY BE MADE, AMONG OTHER THINGS, AFTER THE SHARE TRANSFER CLOSING, WHICH IS SUBJECT TO THE FULFILMENT AND/OR WAIVER (IF APPLICABLE) OF THE SHARE TRANSFER CONDITIONS BEFORE THE LONG STOP DATE, THE OFFER MAY OR MAY NOT PROCEED. SHAREHOLDERS AND POTENTIAL INVESTORS ARE THEREFORE ADVISED TO EXERCISE CAUTION WHEN DEALING IN THE SHARES OF THE COMPANY, AND IF THEY ARE IN DOUBT ABOUT THEIR POSITION, THEY SHOULD CONSULT THEIR PROFESSIONAL ADVISERS.**

By order of the Board  
**One Media Group Limited**  
**TIONG Kiew Chiong**  
*Director*

Hong Kong, 4 May 2017

*As at the date of this announcement, the board of the Company comprises Tan Sri Datuk Sir TIONG Hiew King, being non-executive director; Mr. TIONG Kiew Chiong and Mr. LAM Pak Cheong, being executive directors; and Mr. YU Hon To, David, Mr. Victor YANG and Mr. LAU Chi Wah, Alex, being independent non-executive directors.*

*All the directors of the Company jointly and severally accept full responsibility for the accuracy of the information contained in this announcement and confirm, having made all reasonable inquiries, that to the best of their knowledge, opinions expressed in this announcement have been arrived at after due and careful consideration and there are no other facts not contained in this announcement, the omission of which would make any statement in this announcement misleading.*