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ONEMEDIAGROUP

ONE MEDIA GROUP LIMITED

萬華媒體集團有限公司

(incorporated in the Cayman Islands with limited liability)

(Stock Code: 426)

Proxy Form for the Extraordinary General Meeting to be held on 16 September 2011 at 10:00 a.m.

I/We *(Note 1)* ____

of ____

being the registered holder(s) of *(Note 2)* ____________________ shares of HK$0.001 each in the capital of **ONE MEDIA GROUP LIMITED** (the "Company"), hereby appoint *(Note 3)* ____________________

of ____

or failing him ____

of ____

or failing him, the Chairman of the meeting, to act as my/our proxy to attend and vote for me/us at the extraordinary general meeting of the Company to be held at 15th Floor, Block A, Ming Pao Industrial Centre, 18 Ka Yip Street, Chai Wan, Hong Kong on 16 September 2011 at 10:00 a.m. and at any adjournment thereof as indicated below or, if no such indication is given, as my/our proxy thinks fit.

ORDINARY RESOLUTION	**FOR** *(Note 4)*	**AGAINST** *(Note 4)*
To consider and approve the Sale and Purchase Agreement (as defined in the Company's circular dated 26 August 2011) and the transactions contemplated thereunder.		

Dated: ____________________, 2011 Shareholder's Signature(s)*(Note 5)*: ____________________

Notes:

1. Full name(s) and address(es) to be inserted in **BLOCK CAPITALS**.
2. Please insert the number of shares of HK$0.001 each registered in your name(s). If no number is inserted, this proxy form will be deemed to relate to all the shares in the capital of the Company registered in your name(s).
3. Please insert the name and address of the proxy desired. **IF NO NAME IS INSERTED, THE CHAIRMAN OF THE MEETING WILL ACT AS YOUR PROXY**.
4. **IMPORTANT: IF YOU WISH TO VOTE FOR A RESOLUTION, PLEASE PLACE A "✓" IN THE RELEVANT BOX MARKED "FOR" BESIDE THE APPROPRIATE RESOLUTION. IF YOU WISH TO VOTE AGAINST A RESOLUTION, PLEASE PLACE A "✓" IN THE RELEVANT BOX MARKED "AGAINST" BESIDE THE APPROPRIATE RESOLUTION.** Failure to complete the boxes will entitle your proxy to cast his vote at his discretion. Your proxy will also be entitled to vote at his discretion on any resolution properly put to the meeting other than those referred to in the notice convening the meeting.
5. This proxy form must be signed by you or your attorney duly authorised in writing or, in the case of a corporation, this proxy form must be under its common seal or under the hand of an officer or attorney duly authorised.
6. If more than one of the joint holders are present at the meeting personally or by proxy, that one of the said persons whose name stands first on the register of members in respect of the relevant shares will alone be entitled to vote in respect of them.
7. To be valid, this proxy form together with any power of attorney or other authority (if any) under which it is signed, or notarially certified copy thereof, must be lodged with the head office of the Company at 16th Floor, Block A, Ming Pao Industrial Centre, 18 Ka Yip Street, Chai Wan, Hong Kong not less than 48 hours before the time appointed for holding the meeting or any adjournment thereof.
8. A member entitled to attend and vote at the meeting is entitled to appoint one or more proxies to attend and vote instead of him. A proxy needs not be a member of the Company, but must attend the meeting in person to represent you.
9. Any alterations made in this form should be initialled by the person who signs it.
10. Completion and deposit of the proxy form will not preclude you from attending and voting at the meeting if you so wish.