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CHINA DATA
BROADCASTING

China Data Broadcasting Holdings Limited

(中華數據廣播控股有限公司)*

(incorporated in Bermuda with limited liability)

(Stock Code: 8016)

DELAY IN DESPATCH OF CIRCULAR

Reference is made to the announcement of the Company dated 23 April 2012 (the “**Announcement**”) in relation to, among other things, the proposed Acquisition, reverse takeover involving a new listing application, continuing connected transaction and the Whitewash Waiver. Unless the context requires otherwise, capitalised terms used herein shall have the same meanings as those defined in the Announcement.

As set out in the Announcement, the Circular containing, among other things, details of the Acquisition and the Whitewash Waiver would be despatched by the Company on or before 14 May 2012.

The transaction contemplated in the Acquisition Agreement constitutes a reverse takeover for the Company under Rule 19.06(6)(b) of the GEM Listing Rules and are therefore subject to the approval of the Listing Committee of a new listing application to be made by the Company (the “**New Listing Application**”). The Circular will be dispatched to the shareholders of the Company as soon as practicable after the Company has obtained the approval in principle from the Listing Committee with respect to the New Listing Application.

In view of the process that is required in connection with the New Listing Application and additional time is required to finalise the information in the Circular, it is unlikely that the Circular will be dispatched within the time required under the Takeovers Code. Accordingly, an application has been made to the Executive for an extension of the deadline for the despatch of the Circular to 1 September 2012 and the Executive has indicated that it is minded to grant consent.

* For identification purposes only

It should be noted that the transactions contemplated in the Acquisition Agreement are subject to a number of conditions, which may or may not be fulfilled. In addition, the approval of the New Listing Application to be made by the Company and the Whitewash Waiver may or may not be granted. Shareholders of the Company and potential investors should exercise caution when they deal or contemplate dealing in the shares or other securities of the Company.

By order of the Board
China Data Broadcasting Holdings Limited
Yu Xiao
Chairman

Hong Kong, 14 May 2012

As at the date of this announcement, the executive Directors are Mr. David Ji Long Fen, Mr. Yu Xiao, Mr. Tang Yun, Mr. Xiang Chao Yang, Mr. Wu Xiangtao, Mr. Rong Dong and Ms. Shi Ping and the independent non-executive Directors are Mr. Jonathan Chan Ming Sun, Mr. Robert Ip Chun Chung and Mr. Sun Dongfeng.

This announcement, for which the directors collectively and individually accept full responsibility, includes particulars given in compliance with the listing rules of The Growth Enterprise Market (“GEM”) of the Stock Exchange for the purpose of giving information with regard to the Company.

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 enquiries, 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.

This announcement will appear on the GEM website at <http://www.hkgem.com> on the “Latest Company Announcements” page for 7 days from the day of its posting thereon and on the website of the Company at <http://www.cdb-holdings.com.hk>.