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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)

EXTENSION OF THE LONG STOP DATE

References are made to the announcement (the “**Announcement**”) of China Data Broadcasting Holdings Limited (the “**Company**”), dated 23 April, 2012, in relation to, among other matters, the Acquisition and the announcement of the Company dated 31 August, 2012 in relation to the delay in despatch of the Circular (the “**Delay Announcement**”).

Capitalised terms used herein shall have the same meanings as those defined in the Announcement unless the context otherwise requires.

Under the Acquisition Agreement, Completion is conditional upon the satisfaction or waiver (as the case may be) of various conditions precedent, as disclosed in the Announcement, on or before the Long Stop Date (i.e. 28 September, 2012). Failing such fulfilment (or waiver, as the case may be), the Acquisition Agreement in relation to the Acquisition shall lapse and neither party shall have any claim against each other, save for any antecedent breaches of the Acquisition Agreement.

As at the date of this announcement, none of the conditions precedent for Completion have been fulfilled (or waived, as the case may be). As additional time is required for the fulfilment (or waiver, as the case may be) of the conditions precedent for completion, including finalising the information in the Circular for the satisfaction of the conditions precedent for Completion, on 27 September, 2012, the Company and Fit Generation signed a letter for the extension of the Long Stop Date, pursuant to which the parties mutually agreed to extend the Long Stop Date from 28 September, 2012 to 31 December, 2012, or at such later date as may be mutually agreed between the Company and Fit Generation in writing.

* For identification purposes only

The Board considers that the extension of the Long Stop Date to 31 December, 2012 would be in the interests of the Company and the Shareholders as a whole.

Save as disclosed above, the Board confirms that all other terms of the Acquisition Agreement shall remain unchanged. As disclosed in the Delay Announcement, the latest time for the dispatch of the Circular is 31 October, 2012.

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, 28 September, 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>.