

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.



中國三三傳媒集團有限公司
CHINA 33 MEDIA GROUP LIMITED

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8087)

PROFIT WARNING

This announcement is made by the Company pursuant to Rule 17.10 of the GEM Listing Rules.

The Board wishes to inform the shareholders of the Company and potential investors that the Group is expected to record a loss for the first three months ended 31 March 2012 as compared with a profit made for the corresponding period in 2011 based on the financial information of the Company currently available.

Shareholders of the Company and potential investors are advised to exercise caution when dealing in the securities of the Company.

This announcement is made by China 33 Media Group Limited (the “**Company**” and, together with its subsidiaries, the “**Group**”) pursuant to Rule 17.10 of the Rules Governing the Listing of Securities on the Growth Enterprise Market of The Stock Exchange of Hong Kong Limited (the “**GEM Listing Rules**”).

The board (the “**Board**”) of directors (the “**Directors**”) of the Company wishes to inform the shareholders of the Company and potential investors that based on the preliminary assessment by the Board of the financial information of the Company currently available, which has neither been reviewed by the audit committee of the Company nor audited by the auditors of the Company, the Group is expected to record a loss for the first three months ended 31 March 2012 as compared with a profit made for the corresponding period in 2011.

The Board believes that the loss was mainly attributable to the decrease of profit margin as a result of the agency fee, maintenance fees and media service fees paid for the advertisement project on headrests cover sheets, folding tables and poster frames on high-speed railway trains, increase in headcounts and increment of staff costs, increase in printing costs for the printed media business, as well as agency fees payable to the Group’s publishing partners. In addition, the decrease in demand for advertising as a result of the Wenzhou’s high-speed train collision incident on 23 July 2011 and less advertising orders from property developers and other related companies due to the imposition of control measures on the real estate sector by the PRC government also caused the revenue for the period to drop significantly as compared with the corresponding period in 2011.

Detailed information regarding the Group's first quarterly results for the three months ended 31 March 2012 will be set out in the first quarterly results announcement in compliance with the GEM Listing Rules.

Shareholders of the Company and potential investors are advised to exercise caution when dealing in the securities of the Company.

By Order of the Board
China 33 Media Group Limited
Lin Pintong
Chairman and Executive Director

Hong Kong, 8 May 2012

As at the date of this announcement, the executive Directors are Mr. Lin Pintong (Chairman), Mr. Ruan Deqing and Mr. Han Wenqian; the non-executive Directors are Mr. Wang Jianqing and Mr. Wang Fuqing; and the independent non-executive Directors are Mr. Gao Xingbo, Mr. Feng Bing, Mr. Chen Shaofeng and Ms. Xing Zhibin.

This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the Rules Governing the Listing of Securities on the Growth Enterprise Market of The Stock Exchange of Hong Kong Limited for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that to the best of their knowledge and belief the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this announcement misleading.

This announcement will remain on the "Latest Company Announcements" page of the GEM website at www.hkgem.com for at least 7 days from the date of its posting and the Company's website at www.china33media.com.