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CHINA OUTDOOR MEDIA GROUP LIMITED

中國戶外媒體集團有限公司

(Incorporated in Hong Kong with limited liability)

(Stock Code: 254)

VOLUNTARY ANNOUNCEMENT CHANGE IN SUBSTANTIAL SHAREHOLDER

The Company was notified by Fully Wealthy, a substantial shareholder of the Company, that on 18 September 2013, Fully Wealthy transferred a total of 2,940,932,163 Shares beneficially held by Fully Wealthy. To the best knowledge of the Company, Mr. Yang was an Independent Third Party before the Transfer.

Immediately after the Transfer, Mr. Yang beneficially owned 2,940,932,163 Shares. The 2,940,932,163 Shares represent approximately 27.12% of the entire issued share capital of the Company as at the date of this announcement.

Reference is made the announcement (the “**Announcement**”) of China Outdoor Media Group Limited (the “**Company**”) dated 9 July 2013. Unless otherwise stated, capitalised terms used herein shall bear the same meanings as defined in the Announcement. This announcement is made by the Company on a voluntary basis.

The Company was notified by Fully Wealthy, a substantial shareholder of the Company, that on 18 September 2013, Fully Wealthy transferred a total of 2,940,932,163 Shares (the “**Transfer**”) beneficially held by Fully Wealthy to Mr. Yang Fan (“**Mr. Yang**”). To the best knowledge of the Company, Mr. Yang was an independent third party (the “**Independent Third Party**”) not connected with the Directors, chief executives and substantial shareholders of the Company or their respective associates under the Rules Governing the Listing of Securities on The Stock Exchange Hong Kong Limited before the Transfer.

Immediately after the Transfer, Mr. Yang beneficially owned 2,940,932,163 Shares. The 2,940,932,163 Shares represent approximately 27.12% of the entire issued share capital of the Company as at the date of this announcement.

Mr. Yang has applied to act as an executive Director according to the usual procedure of the Company and has an intention to nominate an Independent Third Party to be an independent non-executive Director and a member of the nomination committee of the Company.

By order of the Board
China Outdoor Media Group Limited
Tang Lap Chin, Richard
Director

Hong Kong, 22 September 2013

As at the date of this announcement, the executive Directors are Mr. Tsui Wing Cheong, Sammy, Ms. Hu Wei, Mr. Lau Chi Yuen, Joseph, Mr. Tang Lap Chin, Richard and Mr. Lu Liang; the non-executive Director is Dr. Gao Hong Xing and the independent non-executive Directors are Ms. Tay Sheve Li, Mr. Cheng Sheung Hing, Mr. Cheng Kwong Choi, Alexander and Mr. Li Ning Qiao.