



ASIAN UNION NEW MEDIA

**華億新媒體集團**

**ASIAN UNION NEW MEDIA (GROUP) LIMITED**

*(Incorporated in the Cayman Islands with limited liability)*

**Stock Code: 419**

**ANNOUNCEMENT OF INTERIM RESULTS**

**HIGHLIGHTS**

- Excluding the one-off fair value loss on investment in preference shares and finance costs (mostly being non-cash notional interest accretion), profit attributable to shareholders would be approximately HK\$7,080,000 for the six months ended 30th June 2007.
- Strong cash position with total cash on hand amounted to approximately HK\$150,288,000 as at 30th June 2007.
- Rapid expansion of advertising customer base with world renowned brand names using Travel Channel as their advertising platform.

The board of directors of Asian Union New Media (Group) Limited (the “Company”) presents the unaudited consolidated interim results of the Company and its subsidiaries (the “Group”) for the six months ended 30th June 2007, together with the comparative figures for the corresponding period in 2006. The unaudited consolidated interim results have been reviewed by the audit committee of the Company.

**CONDENSED CONSOLIDATED INTERIM INCOME STATEMENT**

*For the six months ended 30th June 2007*

	Notes	Six months ended 30th June	
		2007 (Unaudited) HK\$'000	2006 (Unaudited) HK\$'000
Sales		111,312	197,940
Cost of sales		(101,723)	(95,532)
Gross profit		9,589	102,408
Other revenues	3	10,596	11,385
Marketing and selling expenses		(15,077)	(6,712)
Administrative expenses		(12,652)	(15,965)
Other operating expenses		—	(1,277)
Operating (loss)/profit	4	(7,544)	89,839
Finance costs	5	(25,161)	(26,053)
Fair value gain on financial assets at fair value through profit or loss		—	184,799
Fair value loss on investment in preference shares		(30,708)	—
Share of profit of jointly controlled entities (“JCE”)		3,814	8,747
Share of profit of a former associated company		—	5,990
(Loss)/Profit before taxation		(59,599)	263,322
Taxation	6	10,810	(13,890)
(Loss)/Profit for the period		<b>(48,789)</b>	<b>249,432</b>
Attributable to:			
Equity holders of the Company		(48,789)	250,755
Minority interests		—	(1,323)
		<b>(48,789)</b>	<b>249,432</b>
Earnings per share for (loss)/profit attributable to the equity holders of the Company		HK Cents	HK Cents
— Basic	7	<b>(0,364)</b>	2.41
— Diluted	7	<b>N/A</b>	N/A

**CONDENSED CONSOLIDATED INTERIM BALANCE SHEET**

At 30th June 2007

		<b>30th June 2007 (Unaudited) HK\$'000</b>	31st December 2006 (Audited) HK\$'000
	<i>Notes</i>		
<b>NON-CURRENT ASSETS</b>			
Property, plant and equipment	9	5,540	7,057
Intangible assets	9	1,347,270	1,414,069
Interest in jointly controlled entities and its subsidiaries		75,512	70,259
Available for sale financial asset		—	360
Deferred tax asset — non-current		12,589	12,171
		<u>1,440,911</u>	<u>1,503,916</u>
<b>CURRENT ASSETS</b>			
Trade receivables	10	114,154	85,034
Due from a jointly controlled entity and its subsidiaries		97,610	84,384
Financial asset at fair value through profit or loss		7,217	11,150
Investment in preference shares — current		—	97,895
Prepayments, deposits and other receivables		37,664	30,723
Deferred tax asset — current		10,853	—
Pledged bank deposit		33,000	17,000
Cash and bank balances		117,288	13,447
		<u>417,786</u>	<u>339,633</u>
<b>CURRENT LIABILITIES</b>			
Agency fee payable — current		255,765	181,836
Trade payables		—	283
Current income tax liabilities		25,406	24,769
Other payables and accrued liabilities		56,560	61,166
Loans		30,695	22,776
		<u>368,426</u>	<u>290,830</u>
<b>NET CURRENT ASSETS</b>		<u>49,360</u>	<u>48,803</u>
<b>TOTAL ASSETS LESS CURRENT LIABILITIES</b>		<u>1,490,271</u>	<u>1,552,719</u>
<b>NON-CURRENT LIABILITIES</b>			
Agency fee payable — non-current		625,981	691,544
Convertible notes		39,348	121,230
		<u>665,329</u>	<u>812,774</u>
<b>NET ASSETS</b>		<u>824,942</u>	<u>739,945</u>
<b>EQUITY</b>			
Capital and reserves attributable to the equity holders of the Company			
Issued capital		150,182	120,386
Reserves		674,760	619,559
		<u>824,942</u>	<u>739,945</u>
Minority interests		—	—
<b>TOTAL EQUITY</b>		<u>824,942</u>	<u>739,945</u>

## NOTES:

### 1. Basis of preparation and accounting policies

The condensed consolidated interim financial information for the six months ended 30th June 2007 has been prepared in accordance with the applicable disclosure requirements of Appendix 16 of the Rules Governing the Listing of Securities on the Stock Exchange of Hong Kong Limited and HKAS 34, "Interim financial reporting" issued by the Hong Kong Institute of Certified Public Accountants. The interim condensed financial information should be read in conjunction with the annual financial statements for the year ended 31st December 2006.

The accounting policies adopted are consistent with those of the annual financial statements for the year ended 31st December 2006, as described in the annual financial statements for the year ended 31st December 2006.

The following new standards, amendments to standards and interpretations are mandatory for financial year ending 31st December 2007.

- HK(IFRIC)-Int 7, "Applying the Restatement Approach under HKFRS 29", effective for annual periods beginning on or after 1st March 2006. The interpretation has no material effect on the Group's policy;
- HK(IFRIC)-Int 8, "Scope of HKFRS 2", effective for annual periods beginning on or after 1st May 2006. The interpretation has no material effect on the Group's policy;
- HK(IFRIC)-Int 9, "Reassessment of Embedded Derivatives", effective for annual periods beginning on or after 1st June 2006. The interpretation has no material effect on the Group's policy;
- HKFRS 7, "Financial instruments: Disclosures", effective for annual periods beginning on or after 1st January 2007, and HKAS 1, "Amendments to capital disclosures", effective for annual periods beginning on or after 1st January 2007. The Group assessed the impact of HKFRS 7 and the amendment to HKAS 1 and concluded that the main additional disclosures will be the sensitivity analysis to market risk and capital disclosures required by the amendment of HKAS 1; and
- HK(IFRIC)-Int 10, "Interim Financial Reporting and Impairment", effective for annual periods beginning on or after 1st November 2006. HK(IFRIC)-Int 10 prohibits the impairment losses recognized in an interim period on goodwill, investments in equity instruments and investments in financial assets carried at cost to be reversed at a subsequent balance sheet date. The interpretation has no material effect on the Group's financial statements.

### 2. Segment information

#### *Primary reporting format — Business segment*

At 30th June 2007, the Group is organized into two main business segments: (i) television advertising business; and (ii) film and TV dramas business. Other Group operations during the period mainly comprise the provision of IP Telephony and related services; and trading of investment securities. Neither of these constitutes a separately reportable segment for the period under review.

The segment results for the six months ended 30th June 2007 are as follows:

	<b>Television Advertising HK\$'000</b>	<b>Film and TV Dramas HK\$'000</b>	<b>Others HK\$'000</b>	<b>Total HK\$'000</b>
Revenues	<u>64,580</u>	<u>39,220</u>	<u>7,512</u>	<u>111,312</u>
Segment results	<u>(41,281)</u>	<u>26,468</u>	<u>2,057</u>	(12,756)
Interest income on loan from JCE				4,725
Exchange gain				4,511
Unallocated costs				<u>(4,024)</u>
Operating loss				<u>(7,544)</u>

The segment results for the six months ended 30th June 2006 are as follows:

	<b>Television Advertising HK\$'000</b>	<b>Film and TV Dramas HK\$'000</b>	<b>Others HK\$'000</b>	<b>Total HK\$'000</b>
Revenues	<u>133,731</u>	<u>60,174</u>	<u>4,035</u>	<u>197,940</u>
Segment results	<u>50,289</u>	<u>41,229</u>	<u>424</u>	91,942
Preference dividend income				3,683
Unrealized holding profit on short-term investment				3,145
Unallocated costs				<u>(8,931)</u>
Operating profit				<u>89,839</u>

Other segment terms included in the income statement and capital expenditures for the period are as follows:

	<b>Six months ended 30th June 2007</b>			
	<b>Television Advertising HK\$'000</b>	<b>Film and TV Dramas HK\$'000</b>	<b>Others HK\$'000</b>	<b>Total HK\$'000</b>
Capital expenditures				
— Allocated	140	8,222	15	8,377
— Unallocated				568
Depreciation				
— Allocated	331	151	13	495
— Unallocated				236
Amortization	<u>84,869</u>	<u>7,992</u>	<u>—</u>	<u>92,861</u>

	Six months ended 30th June 2006			
	Television Advertising	Film and TV Dramas	Others	Total
	<i>HK\$'000</i>	<i>HK\$'000</i>	<i>HK\$'000</i>	<i>HK\$'000</i>
Depreciation	213	143	156	512
Amortization	81,349	13,596	—	94,945
	<u>          </u>	<u>          </u>	<u>          </u>	<u>          </u>

There are no sales or other transactions between the business segments. Unallocated costs represent corporate expenses.

### 3. Other revenues

	Six months ended 30th June	
	2007	2006
	<i>HK\$'000</i>	<i>HK\$'000</i>
Preference dividend income	2,906	3,683
Unrealized gain on securities	2,073	3,145
Interest income	5,357	4,196
Miscellaneous	260	361
	<u>          </u>	<u>          </u>
	<u>10,596</u>	<u>11,385</u>

### 4. Operating (loss)/profit

Operating (loss)/profit is stated after charging the following:

	Six months ended 30th June	
	2007	2006
	<i>HK\$'000</i>	<i>HK\$'000</i>
Depreciation	731	512
Amortization	92,861	94,945
Staff costs:		
Wages and salaries	6,486	8,205
Contributions to defined contribution pension schemes	408	172
	<u>          </u>	<u>          </u>

## 5. Finance costs

	Six months ended 30th June	
	2007	2006
	HK\$'000	HK\$'000
Interest expenses on:		
— Bank loans	509	—
— Other loans	—	348
	<u>509</u>	<u>348</u>
Notional non-cash interest accretion:		
— Convertible note	3,260	1,970
— Pre-agreed periodic payments on exclusive advertising agency right	21,392	23,735
	<u>24,652</u>	<u>25,705</u>
	<u><u>25,161</u></u>	<u><u>26,053</u></u>

## 6. Taxation

Hong Kong profits tax has been provided at the rate of 17.5% (2006: 17.5%) on the estimated assessable profit of the period. Taxation on profits outside Hong Kong has been calculated on the estimated assessable profit for the period at the rates of taxation prevailing in the regions/countries in which the Group operates.

	Six months ended 30th June	
	2007	2006
	HK\$'000	HK\$'000
Current income tax		
— Hong Kong profits tax	—	—
— Overseas taxation	149	18,728
Deferred income tax	(10,959)	(4,838)
	<u>(10,810)</u>	<u>13,890</u>

## 7. Earnings per share

The calculation of basic earnings per share for the six months ended 30th June 2007 is based on the net loss attributable to shareholders of HK\$48,789,000 (2006: net profit of HK\$250,755,000) and the weighted average number of 13,389,413,913 (2006: 10,423,428,885) ordinary shares deemed to have been in issue during the period.

Diluted earnings per share is calculated by adjusting the weighted average number of ordinary shares outstanding to assume conversion of all dilutive potential ordinary shares. As at 30th June 2007, the Company has only one category of potential ordinary shares: convertible notes. The conversion of all potential ordinary shares arising from convertible notes as at 30th June 2007 would have an anti-dilutive effect on the earnings per share for the six-month ended 30th June 2007.

The conversion of all potential ordinary shares arising from outstanding share options granted by the Company would have an anti-dilutive effect on the earnings per share for the six months ended 30th June 2006.

## 8. Dividends

The directors do not recommend the payment of any dividend in respect of the six months ended 30th June 2007.

## 9. Capital expenditure

### (i) *Property, plant and equipment*

#### Six months ended 30th June 2007

	<i>HK\$'000</i>
Opening net book amount 1st January 2007	7,057
Additions	763
Disposal	(33)
Disposal of subsidiaries	(1,618)
Depreciation	(731)
Exchange difference	102
	<hr/>
Closing net book amount 30th June 2007	<u>5,540</u>

#### Six months ended 30th June 2006

	<i>HK\$'000</i>
Opening net book amount 1st January 2006	622
Additions	5,004
Acquisition of subsidiary	723
Depreciation	(512)
	<hr/>
Closing net book amount 30th June 2006	<u>5,837</u>

(ii) *Intangible assets*

<b>Six months ended 30th June 2007</b>	<b>Goodwill HK\$'000</b>	<b>Exclusive Advertising Agency Right HK\$'000</b>	<b>Programmes and film rights HK\$'000</b>	<b>Programmes and films production in progress HK\$'000</b>	<b>Total HK\$'000</b>
Opening net book amount					
1st January 2007	496,084	836,952	37,976	43,057	1,414,069
Addition	—	—	5,140	3,042	8,182
Amortization charge	—	(84,869)	(7,992)	—	(92,861)
Exchange difference	80	16,350	564	886	17,880
	<u>496,164</u>	<u>768,433</u>	<u>35,688</u>	<u>46,985</u>	<u>1,347,270</u>
Closing net book amount 30th June 2007	<u>496,164</u>	<u>768,433</u>	<u>35,688</u>	<u>46,985</u>	<u>1,347,270</u>
At 30th June 2007					
Cost	496,164	1,024,577	61,676	46,985	1,629,402
Accumulated amortization and impairment	—	(256,144)	(25,988)	—	(282,132)
	<u>496,164</u>	<u>768,433</u>	<u>35,688</u>	<u>46,985</u>	<u>1,347,270</u>
Net book amount	<u>496,164</u>	<u>768,433</u>	<u>35,688</u>	<u>46,985</u>	<u>1,347,270</u>
<b>Six months ended 30th June 2006</b>	<b>Goodwill HK\$'000</b>	<b>Exclusive Advertising Agency Right HK\$'000</b>	<b>Programmes and film rights HK\$'000</b>	<b>Programmes and films production in progress HK\$'000</b>	<b>Total HK\$'000</b>
Opening net book amount					
1st January 2006	189,798	—	45,297	12,862	247,957
Addition	3,846	976,180	9,519	15,951	1,005,496
Amortization charge	—	(81,349)	(13,596)	—	(94,945)
	<u>193,644</u>	<u>894,831</u>	<u>41,220</u>	<u>28,813</u>	<u>1,158,508</u>
Closing net book amount 30th June 2006	<u>193,644</u>	<u>894,831</u>	<u>41,220</u>	<u>28,813</u>	<u>1,158,508</u>
At 30th June 2006					
Cost	193,644	976,180	60,081	28,813	1,258,718
Accumulated amortization and impairment	—	(81,349)	(18,861)	—	(100,210)
	<u>193,644</u>	<u>894,831</u>	<u>41,220</u>	<u>28,813</u>	<u>1,158,508</u>
Net book amount	<u>193,644</u>	<u>894,831</u>	<u>41,220</u>	<u>28,813</u>	<u>1,158,508</u>



## 10. Trade receivables

At 30th June 2007, the ageing analysis of the trade receivables is as follows:

	<b>0-3 months HK\$'000</b>	<b>4-6 months HK\$'000</b>	<b>Over 6 months HK\$'000</b>	<b>Total HK\$'000</b>
<b>Balance at 30th June 2007</b>	<b><u>52,535</u></b>	<b><u>6,256</u></b>	<b><u>55,363</u></b>	<b><u>114,154</u></b>
Balance at 31st December 2006	<u>26,306</u>	<u>32,974</u>	<u>25,754</u>	<u>85,034</u>

The Group generally requires customers to pay in advance, but grants a credit period of 30 days to 90 days to certain customers.

Included in the trade receivables was an amount due from a related party of approximately HK\$17,794,000 (31st December 2006: HK\$20,076,000).

## MANAGEMENT DISCUSSION AND ANALYSIS

### Results

For the six months ended 30th June 2007, the Group's sales were HK\$111,312,000 (2006: HK\$197,940,000). Loss attributable to shareholders was HK\$48,789,000 (2006: profit of HK\$250,755,000). Excluding the one-off fair value loss on investment in preference share and finance costs (mostly being non-cash notional interest accretion), profit attributable to shareholders would be approximately HK\$7,080,000 for the six months ended 30th June 2007.

The factors impacting the performance of the Group during the review period included (1) the absence of the \$185 million one-off fair value gain on financial assets made in the same period last fiscal year in relation to the ordinary shares of DVN (Holdings) Limited ("DVN") (Stock code: 0500) held by the Group at that time; (2) a fair value loss of \$31 million incurred from the disposal of DVN preference shares; and (3) a decrease in advertising revenue from classified advertisements (please refer to the "Business review — i) China media business" section for details).

## **Business review**

### **(i) China media business**

During the period under review, the Group's media and advertising business in China remained as a substantial revenue source for the Group, reporting revenue amounted to HK\$103,800,000, representing 93% of the Group's total turnover.

The exclusive advertising agreement between the Group and Hai Nan Haishi Tourist Satellite TV Media Co., Ltd. ("Hainan TV") through its wholly owned subsidiary Beijing Hua Yi Qian Si Advertising Company Limited ("Qiansi") was signed in the first half of 2006. During the review period, advertising revenue from the Travel Channel (the "Channel") amounted to approximately HK\$65 million (2006: HK\$134 million), making up 58% of the Group's total turnover.

The decrease in advertising revenue comparing to the same period in prior year is mainly attributed to lesser direct marketing and classified advertisements. The State Administration of Radio, Film and Television has announced and implemented the restriction of certain kind of direct marketing and classified advertisements from being broadcast through all TV channels. As a result, certain customers who had placed classified advertisements through the Channel in prior year have to adjust their advertising strategies abruptly in early 2007. This led to a significant reduction in the proportion of direct marketing and classified advertisements during the period as the Channel has to re-adjust the program schedules and at the same time trying to pull in advertising from direct advertising customers. Although the Channel suffered from reduced revenues during the period, management consider this is rather short term and is in fact beneficial to the Group in the long run because classified advertisements have a low rating and is no longer matching the profile of the Channel. By placing less reliance on classified advertisements, the overall rating of the Channel will be boosted and the Channel can be much differentiated and targeted to high-end direct customers. In fact, advertising revenue from selling commercial air time and embedded advertisements to direct customers during the period increased by more than 40% comparing to the same period in prior year. Management is confident that this trend will continue and will soon override the impact of reduced revenue from classified advertisements. In addition, as a result of the state policy adjustment, the Group is currently in negotiation with Hainan TV for a downward adjustment of the exclusive agency fee payable to Hainan TV. However, no concrete agreement has been reached up to the date of this interim results announcement.

The Group also focused on building a quality and loyal customer base during the review period. Our customer base expanded quickly with the addition of reputable enterprises in different sectors including automobiles, consumer products, electronics, financial products, and travel and leisure products. World renowned brand names such as BMW, Honda, Peugeot, Lexus, Nokia, Sony Ericsson, Samsung, LG, Canon, HP, Intel, VISA, Red Bull, Neutrogena, L'oreal and National Geographic, just to name a few, are now using the Group's advertising platform. More importantly, many of them have signed long-term advertising contracts with the Group in forms of program title sponsorship, trailer/slogan sponsorship, all-round image promotion programs, etc. With these contracts lasting usually around a year, the Channel will bring in assured income to the Group and at the same time enjoy an improved profile.

The Group believes, by first improving the ratings of programs on the Travel Channel and then expanding the advertising customer base, it will be able to assure the long-term success of the Channel, and this tactic will give Travel Channel a competitive advantage over other satellite channels and in the long run strengthen the Channel as substantial revenue source of the Group.

As for the movie and TV drama business, it reported revenue of approximately HK\$39 million (2006: HK\$41 million), making up 35% of the Group's total turnover. During the period under review, the Group continued to distribute TV drama series and films in China and overseas. The Group shall continue to explore opportunities for investing in movies and TV programs that promise solid returns. Since mega projects require huge investments yet do not guarantee proportional returns, the Group will focus mainly on smaller scale investments.

With the Chinese economy and the advertising market prospering and the 2008 Beijing Olympics approaching, the Group, well-founded and guided by sound business strategies, will be able to effectively grasp opportunities in the market for its media and advertising business.

#### **(ii) Communication and home audio division**

Seeing the need to focus on the China Media Business, management decided to phase out the business of the Communication and Home Audio Division which did not align with the Group's core business. The disposal of the division was completed during the period under review. The results of the division during the period and the impact of the disposal are immaterial to the Group.

#### **(iii) Securities trading**

During the review period, the Group traded securities in the capital market and made profit of approximately HK\$2.9 million.

### **Prospects**

The Group is optimistic about its prospects in the coming year especially with the Olympics to be held in Beijing, the PRC in about a year. The Group believes that the global sports event will give the media and advertising market a huge boost. The Travel Channel, in particular, will be an ideal platform for upscale advertisers targeting quality customers.

To better position itself for capturing the huge market potential in China, subsequent to period end date, the Group has increased its share of future profits of Asian Union Film and Media ("AUFM", which major investment is the 49% equity interests in the operating company of Travel Channel) from 50% to 75%. Through its wholly-owned subsidiary, Beijing Hua Yi Hao Ge Media Culture Co., Ltd. ("HYHG"), the Group agreed with Poly Culture & Arts Co., Ltd. ("PCACL") on 3rd July 2007 to repay shareholders' loans on behalf of AUFM to PCACL, so as to acquire the additional 25% share of future profits of AUFM from PCACL. The transaction was completed by the date of this report.

Going ahead, advertising business will be the major focus of the Group's China Media Business. In the long run, the Group will seek to strengthen the premium image of Travel Channel for securing rating, making sure of its attractiveness as an advertising platform for advertisers of prominent brands to effectively appeal to those with higher spending power. Furthermore, the Group intends to enrich its programs with

interactive segments to encourage direct audience participation and stimulate viewer interest. The Group also has its eyes on appropriate acquisition targets that can be integrated with and strengthen its China Media Business.

### **Liquidity and financial resources**

As at 30th June 2007, the Group held cash deposits of approximately HK\$150,288,000, a 4-time increase compared to the balance as at 31st December 2006. The current ratio slightly decreased from 1.17 as at 31st December 2006 to 1.13 as at 30th June 2007. The gearing ratio, representing long term liabilities to net worth, decreased from 1.10 at 31st December 2006 to 0.81 at 30th June 2007.

The Group mainly operates in China and is exposed to foreign exchange risk arising from Renminbi currency exposures, primarily with respect to the Hong Kong dollars. All borrowings during the period were based on market interest rate. Other than an outstanding short-term borrowing of approximately HK\$30,695,000, the Group had no long-term bank loan and no bank overdrafts outstanding as at 30th June 2007. At 30th June 2007, the Group has pledged deposits of HK\$33,000,000 against its short-term bank borrowing.

### **Capital structure**

The Group has mainly relied on its internally generated cash flow and short-term borrowing to finance its operations. As at 30th June 2007, the Group had outstanding short-term borrowing of approximately HK\$30,695,000.

During the period under review, the Company has issued (i) 500,000,000 new ordinary shares at HK\$0.07 each upon a share placement; (ii) 2,202,234,673 new ordinary shares upon the conversion of a convertible notes; and (iii) 277,400,000 new ordinary shares at HK\$0.054 each upon the exercise of outstanding share options.

### **Significant subsequent event**

- 1) On 3rd July 2007, the Group has entered into an agreement with Poly Culture and Arts Co., Ltd. (“PCACL”) pursuant to which the Group has agreed to repay the shareholder’s loans of approximately RMB150 million on behalf of AUFM to PCACL. On the other hand, PCACL has agreed to transfer to the Group its right to share 25% of the future dividends and other distribution of AUFM out of the retained distributable profits of AUFM. After the repayment of the abovementioned shareholder’s loans by the Group, AUFM will continue to be a jointly controlled entity of the Group but the profit sharing ratio of the Group in AUFM will increase from 50% to 75%. For details of the transaction, please refer to the circular issued by the Company dated 27th July 2007. The Group has already fully repaid the abovementioned shareholder’s loans on behalf of AUFM as of the date of this interim results announcement.
- 2) In September 2007, the Company has issued 1,200,000,000 new ordinary shares through a placing to not less than six investors at a subscription price of HK\$0.16 each. After netting off related expenses, the Company has received net proceeds of approximately HK\$186 million. Approximately 1/3 of the net proceeds amounting to approximately HK\$62 million will be reserved as general working capital. It is the intention of the Company to use the remaining 2/3 of the net proceeds of approximately HK\$124 million for the development of core business of the Group, including potential acquisition and/or establishment of media-related business.

## **PURCHASE, REDEMPTION OR SALE OF LISTED SECURITIES OF THE COMPANY**

During the period, neither the Company nor any of its subsidiaries has purchased, sold or redeemed any of the Company's listed securities during the period.

## **COMPLIANCE WITH THE CODE ON CORPORATE GOVERNANCE PRACTICES**

Throughout the six months ended 30th June 2007, the Board has reviewed the Group's corporate governance practices and is satisfied that the Company has complied with the code provisions in the Code on Corporate Governance Practices ("the Code") set out in Appendix to the Listing Rules, except with the following deviation:

### **Code Provision A. 2. 1**

There is no separation of the role of chairman ("Chairman") and chief executive officer ("CEO") as set out in the code provision A. 2. 1. Mr. Dong Ping currently assumes the role of both the Chairman and the CEO of the Company. The Company is actively seeking a candidate whose ability and experience is suitable for the position of Chief Executive Officer. While the Company is still seeking for such candidate, Mr. Dong who is also the Chairman is utilizing his extensive experience and network in the media industry to oversee the daily operation and business development of the Group. The Group considers that such arrangement is for the best interests of the shareholders.

## **MODEL CODE FOR SECURITIES TRANSACTIONS**

The Company has adopted the Model Code set out in Appendix 10 of the Listing Rules. Upon enquiry by the Company, all Directors of the Company have confirmed that they have complied with the required standards set out in the Model Code throughout the six months ended 30th June 2007.

## **AUDIT COMMITTEE**

The Audit Committee comprises of three Independent Non-executive Directors, Mr. Kin Yuen, Dr. Wong Yau Kar David and Mr. Yin Dikun. Mr. Kin Yuen is the chairman of the Audit Committee. The Audit Committee has adopted terms of reference which are in line with the Code of Best Practice and the Corporate Governance Code. The Group's unaudited condensed interim financial information for the six months ended 30th June 2007 have been reviewed by the Audit Committee, who is of the opinion that such statements comply with the applicable accounting standard and legal requirements, and that adequate disclosures have been made.

## **PUBLICATION OF INTERIM REPORT**

The 2007 interim report of the Company containing all the information required by Appendix 16 of the Listing Rules will be dispatched to the shareholders of the Company and published on Hong Kong Exchanges and Clearing Limited's website ([www.hkex.com.hk](http://www.hkex.com.hk)) and the Company's website ([www.irasia.com/listco/hk/asianunion](http://www.irasia.com/listco/hk/asianunion)) in due course.

By Order of the Board  
**ASIAN UNION NEW MEDIA (GROUP) LIMITED**  
**Dong Ping**  
*Chairman*

Hong Kong, 21st September 2007

*As at the date of this announcement, the board of directors of the Company comprises Mr. Dong Ping (Chairman and executive Director), Mr. Ko Chun Shun, Johonson (executive Director), Mr. Tsoi Tong Hoo, Tony (non-executive Director), Mr. Yuen Kin, Dr. Wong Yau Kar, David and Mr. Yin Dikun (each of whom is an independent non-executive Director).*