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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)

FURTHER EXTENSION OF THE LONG STOP DATE

References are 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, the announcements of the Company dated 14 May 2012, 16 May 2012, 31 August 2012 and 31 October 2012 in relation to the delay in despatch of the Circular (the “**Subsequent Announcements**”) and the announcement of the Company dated 28 September 2012 in relation to the extension of the Long Stop Dated (the “**Extension 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 disclosed in the Extension Announcement, the Long Stop Date was extended from 28 September 2012 to 31 December 2012.

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 6 December 2012, the Company and Fit Generation signed a letter for the further extension of the Long Stop Date, pursuant

* For identification purposes only

to which the parties mutually agreed to extend the Long Stop Date from 31 December 2012 to 28 February 2013, or at such later date as may further be mutually agreed between the Company and Fit Generation in writing.

The Board considers that the extension of the Long Stop Date to 28 February 2013 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 Subsequent Announcements, the latest time for the dispatch of the Circular is 31 December 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, 7 December 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, Mr. Sun Dongfeng and Mr. Cheng Yuk Kin.

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>.