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**China Digital Licensing (Group) Limited**  
**中國數碼版權(集團)有限公司**

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

(Stock Code: 8175)

**DELAY IN DESPATCH OF CIRCULAR RELATING TO  
CONNECTED TRANSACTION  
ENTERING INTO SUPPLEMENTAL AGREEMENT  
FOR THE EXTENSION OF TIME FOR  
THE FULFILLMENT OF PROFIT GUARANTEE  
AND  
CHANGE OF TERMS OF THE FIRST TRANCHE CONVERTIBLE BOND  
BY WAY OF A SUPPLEMENTAL DEED**

Reference is made to the Company's announcement dated 1 April 2011 (the "**Announcement**") relating to the connected transaction in relation to entering into Supplemental Agreement for the extension of time for the fulfillment of Profit Guarantee and change of terms of the First Tranche Convertible Bond by way of a Supplemental Deed. Terms used herein shall have the same meaning as defined in the Announcement unless otherwise stated.

It was stated in the Announcement that a circular containing, among other things, further details of the Supplemental Agreement and the Supplemental Deed, the recommendation of the Independent Board Committee, the advice of the independent financial adviser to the Independent Board Committee and Independent Shareholders, and a notice of the EGM will be despatched to the shareholders of the Company on or before 27 April 2011. As additional time is required to meet the regulatory requirements, the despatch date of the circular will be postponed to a date on or before 5 May 2011.

By order of the Board of  
**China Digital Licensing (Group) Limited**  
**Hsu Tung Sheng**  
*Chairman*

Hong Kong, 27 April 2011

*As at the date of this announcement, the executive Directors are Mr. Hsu Tung Sheng, Mr. Hsu Tung Chi, Mr. Pang Hong Tao and Ms. Au Shui Ming, Anna. The independent non-executive Directors are Mr. Lee Kun Hung, Mr. Kwok Chi Sun, Vincent and Mr. Wong Tak Shing.*

*This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the GEM Listing Rules for the purpose of giving information with regard to the Group. 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 in this announcement misleading.*

*This announcement will remain on GEM website on the “Latest Company announcements” page for at least 7 days from the date of its posting and on the website of the Company at [www.chinadigitallic.com](http://www.chinadigitallic.com).*