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SEEC MEDIA GROUP LIMITED

(Incorporated in the Cayman Islands and continued in Bermuda with limited liability)
(Stock Code: 205)

OPEN OFFER ON THE BASIS OF FIVE (5) OFFER SHARES FOR EVERY ONE (1) NEW SHARE HELD ON THE RECORD DATE COMMENCEMENT OF DEALINGS IN THE SHARES ON AN EX-ENTITLEMENT BASIS

Reference is made to the announcements of SEEC Media Group Limited (the “**Company**”) dated 19 August 2015 and 9 September 2015; the circular of the Company dated 4 November 2015 (the “**Circular**”), in relation to, among others, the Open Offer and the Increase in Authorised Share Capital; and the announcement of poll results of the SGM dated 20 November 2015. Unless provided otherwise, capitalised terms used in this announcement shall have the same meanings as those defined in the Circular.

Pursuant to the expected timetable of the Open Offer as set out in the Circular, the last day of dealings in the Shares on a cum-entitlement basis is Monday, 23 November 2015. The closing price per Share as quoted on the Stock Exchange on Monday, 23 November 2015 was HK\$0.224.

Dealings in the Shares on an ex-entitlement basis shall commence on Tuesday, 24 November 2015.

Shareholders and potential investors should note that the Open Offer is conditional upon the Underwriting Agreement and the Supplemental Underwriting Agreement having become unconditional and the Underwriter not having terminated the Underwriting Agreement and the Supplemental Underwriting Agreement in accordance with the terms thereof. Accordingly, the Open Offer may or may not proceed. Shareholders and potential investors should exercise extreme caution when dealings in the Shares, and if they are in any doubt about their position, they should consult their professional advisers.

Shareholders should note that dealings in the Shares will take place while the conditions to which the Underwriting Agreement and the Supplemental Underwriting Agreement are subject to remain unfulfilled. Any Shareholder or other person dealings in the Shares up to the date on which all conditions to which the Open Offer is subject are fulfilled (which is expected to be at 4:00 p.m. on Monday, 21 December 2015), will accordingly bear the risk that the Open Offer cannot become unconditional and may not proceed. Any Shareholder or other person contemplating to sell or purchase any Shares, who is in any doubt about his/her/its position, is recommended to consult his/her/its own professional adviser.

By order of the Board
SEEC Media Group Limited
Li Leong
Executive Director

Hong Kong, 23 November 2015

As at the date of this announcement, the executive Directors are Mr. Wang Boming (Chairman), Mr. Zhang Zhifang, Mr. Dai Xiaojing, Mr. Suen Man Simon, Mr. Zhou Hongtao and Mr. Li Leong; and the independent non-executive Directors are Mr. Ding Yu Cheng, Mr. Law Chi Hung and Ms. Wensy Ip.