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A8 Digital Music Holdings Limited

A8 電媒音樂控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 800)

DESPATCH OF CIRCULAR

RELATING TO

**(1) PROPOSED RIGHTS ISSUE ON THE BASIS OF
TWO RIGHTS SHARES FOR EVERY EXISTING SHARE
HELD ON THE RECORD DATE**

AND

(2) APPLICATION FOR THE WHITEWASH WAIVER

The Circular issued by the Company containing, among other things, (i) details of the proposed Rights Issue and the application of the Whitewash Waiver; (ii) the recommendation of the Independent Board Committee; (iii) the letter from the Independent Financial Adviser to the Independent Board Committee and Independent Shareholders; and (iv) a notice convening the EGM, together with a form of proxy for use at the EGM, was despatched to the Shareholders on 30 January 2013.

Reference is made to the announcement of the Company dated 6 January 2013 (“**First Announcement**”) and the announcements of the Company dated 10 January 2013 and 25 January 2013. Unless the content otherwise requires, terms used in this announcement shall have the same meanings as those defined in the First Announcement.

DESPATCH OF THE CIRCULAR

The Circular, containing, among other things, (i) details of the proposed Rights Issue and the application of the Whitewash Waiver; (ii) the recommendation of the Independent Board Committee; (iii) the letter from the Independent Financial Adviser to the Independent Board Committee and Independent Shareholders; and (iv) a notice convening the EGM, together with a form of proxy for use at the EGM, was despatched to the Shareholders on 30 January 2013.

Shareholders are encouraged to read the Circular carefully, and in particular (without limitation to) the recommendation of the Independent Board Committee to the Independent Shareholders and the letter of advice from the Independent Financial Adviser contained in the Circular, before voting on the relevant resolutions at the EGM to be held at 10:30 a.m. on Tuesday, 19 February 2013 at Units 3306-12, 33/F, Shui On Centre, 6-8 Harbour Road, Wanchai, Hong Kong.

WARNING OF THE RISKS OF DEALING IN THE SHARES AND NIL-PAID RIGHTS SHARES

Existing Shares will be dealt with on an ex-rights basis from Thursday, 21 February 2013. The Rights Shares will be dealt with in their nil-paid form from Monday, 4 March 2013 to Monday, 11 March 2013 (both dates inclusive). If prior to 4:00 p.m., Monday, 18 March 2013 (or such later time and/or date as the Underwriter may agree with the Company), the Underwriter terminates the Underwriting Agreement or the conditions of the Rights Issue cannot be fulfilled, the Rights Issue will not proceed.

Any dealings in the Shares from the date of the First Announcement up to the date on which all the conditions to which the Rights Issue is subject are fulfilled, and any dealings in the Rights Shares in their nil-paid form between Monday, 4 March 2013 to Monday, 11 March 2013, both days inclusive, are accordingly subject to the risk that the Rights Issue may not become unconditional or may not proceed. Any Shareholders or other persons contemplating any dealings in the Shares or the Rights Shares in their nil-paid form are recommended to consult their own professional advisers if they are in any doubt.

By order of the Board
A8 Digital Music Holdings Limited
Liu Xiaosong
Chairman and Executive Director

Hong Kong, 30 January 2013

As at the date of this announcement, the board of Directors comprises:

- (1) executive Directors namely Mr. Liu Xiaosong and Mr. Lu Bin; and*
- (2) independent non-executive Directors namely Mr. Chan Yiu Kwong, Mr. Zeng Liqing and Ms. Wu Shihong.*

The Directors jointly and severally accept full responsibility for the accuracy of the information contained in this announcement (other than information relating to the Ever Novel) and confirm, having made all reasonable inquiries, that to the best of their knowledge, opinions expressed in this announcement (other than those expressed by Ever Novel) 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 (other than those relating to Ever Novel) in this announcement misleading.

The directors of Ever Novel jointly and severally accept full responsibility for the accuracy of the information relating to Ever Novel contained in this announcement and confirm, having made all reasonable inquiries, that to the best of their knowledge, opinions expressed in this announcement by Ever Novel 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 relating to Ever Novel in this announcement misleading.