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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)

PROFIT WARNING

This announcement is made by the Company pursuant to Rule 13.09 of the Listing Rules and Inside Information Provisions (as defined under the Listing Rules) under Part XIVA of the SFO.

The Board wishes to inform the Shareholders and potential investors that based on the information currently available to the Board, the downturn tendency in the Group's revenue continues, and the Group is expected to record a further loss for the six months ending 30 June 2013 as compared to a consolidated profit of the Group for the six months ended 30 June 2012 which is mainly due to the following reasons: (1) the restructuring of the current business and deployment of new business of the Company are still under progress to the effect that it takes time for the transformation of the business of the Company to effect a recovery from the downturn of revenue; and (2) the disposition by the Group of some traditional wireless value-added business, which would be replaced in the future as we anticipated, leads to a further downturn in revenue.

Shareholders and potential investors are advised to exercise caution when dealing in the shares of the Company.

This announcement is made by A8 Digital Music Holdings Limited (the “**Company**”, and together with its subsidiaries, the “**Group**”) pursuant to Rule 13.09 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”) and Inside Information Provisions (as defined under the Listing Rules) under Part XIVA of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) (the “**SFO**”).

The board of directors of the Company (the “**Board**”) wishes to inform the shareholders of the Company (the “**Shareholders**”) and potential investors that based on the information currently available to the Board, the downturn tendency in the Group's revenue continues, and the Group is expected to record a further loss for the six months ending 30 June 2013 as compared to a consolidated profit of the Group for the six months ended 30 June 2012 which is mainly due to the following reasons: (1) the restructuring of the current business

and deployment of new business of the Company are still under progress to the effect that it takes time for the transformation of the business of the Company to effect a recovery from the downturn of revenue; and (2) the disposition by the Group of some traditional wireless value-added business, which would be replaced in the future as we anticipated, leads to a further downturn in revenue.

As the Group is still in the process of preparing the interim results for the six months ending 30 June 2013, the information contained in this announcement is only a preliminary assessment by the Company based on the latest consolidated management accounts of the Group which have not yet been audited or reviewed by the Company's auditor. Financial information and other details of the Group will be disclosed in the interim results of the Group for the six months ending 30 June 2013 which is expected to be published in August 2013.

Shareholders and potential investors should exercise caution when dealing in the shares of the Company.

On behalf of the Board
A8 Digital Music Holdings Limited
Chairman & Executive Director
Liu Xiaosong

Hong Kong, 26 June 2013

As at the date of this announcement, the Board comprises:

- (1) Executive directors namely Mr. Liu Xiaosong and Mr. Lu Bin; and*
- (2) Independent non-executive directors namely Mr. Chan Yiu Kwong, Ms. Wu Shihong and Mr. Song Ke.*