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Television Broadcasts Limited

(Incorporated in Hong Kong with limited liability)

Stock Code: 00511

CONNECTED TRANSACTIONS

Sharp-Roxy, through its advertising agent Mindshare, an independent third party and not connected with the Company, purchased advertising airtime and sponsorship packages from the Company on the Company's television channels in Hong Kong, subject to the terms and conditions of the Rate Cards published by the Company, for the period from 1 December 2008 to 30 November 2009.

Sharp-Roxy is a connected person of the Company. Accordingly, the Transactions constitute connected transactions of the Company under the Listing Rule 14A.13(1) which are subject to the reporting and announcement requirements set out in Listing Rules 14A.45 to 14A.47.

THE TRANSACTIONS

Sharp-Roxy (Hong Kong) Limited ("Sharp-Roxy"), through its agent namely Mindshare Hong Kong Limited ("Mindshare") (it and its ultimate beneficial owners are third parties independent of and not connected with Television Broadcasts Limited ("Company") and its directors, chief executive and substantial shareholders of the Company and its subsidiaries and their respective associates), purchased advertising airtime and sponsorship packages from the Company on the Company's free and pay television channels Hong Kong for the promotion of Sharp's products during the last 12-month period prior to the latest transaction on or about 28 October 2009 with details as follows:-

<u>Date of Purchase</u>	<u>Month of Broadcast of Advertisement / Sponsorship</u>	<u>Approximate Net Receipt HK\$</u>
In or about December 2008	December 2008	1,275,000
In or about January 2009	January 2009	977,500
In or about February 2009	February 2009	25,500
In or about March 2009	March 2009	170,000
In or about May 2009	May 2009	377,590
In or about October 2009	October and November 2009	3,219,390
		6,044,980

The aggregate value of the advertising airtime and sponsorship packages sold to Sharp-Roxy and received by the Company under the above transactions (“Transactions”) amounted to a net amount of approximately HK\$6,044,980, after deduction of agency commission at the rate of 15% retained by the agents, volume rebates as set out in the rate cards (“Rate Cards”) published by the Company from time to time, and discounts which are within the normal range of discounts for regular airtime advertisers.

The aggregate value of the Transactions has exceeded the de minimis threshold and the Transactions are therefore subject to the reporting and announcement requirements under the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (“Listing Rules”).

The consideration of the Transactions is based on the quantity of advertising airtime and sponsorship purchased by Sharp-Roxy and is charged according to the pricing structure in the Rate Cards. The Company issues invoices on a monthly basis in respect of transactions made during the preceding month. Payments are due by Mindshare to the Company within 40 days after the dates of the invoices.

The Transactions were entered into subject to the terms and conditions as set out in the Rate Cards which contain the pricing structure for the sale of advertising airtime and sponsorship and the general terms and conditions of sale.

All balances due have been paid by Mindshare.

REASONS FOR THE TRANSACTIONS

The Company sells advertising airtime and sponsorship in its ordinary course of business on its five terrestrial free television channels, namely Jade, Pearl, HD Jade, J2 and iNews, and eight pay television channels carried by an associate of the Company, TVB Pay Vision Limited. Income from the sale of advertising airtime and sponsorship forms the major part of the Company's turnover. By selling advertising airtime and sponsorship to Sharp-Roxy, the Company is able to generate more income from its operation and business.

The directors of the Company, including the independent non-executive directors, consider that the Transactions were entered into in the ordinary and usual course of business of the Company, on normal commercial terms which are fair and reasonable, and in the interests of the shareholders.

PRINCIPAL ACTIVITIES OF THE COMPANY, SHARP-ROXY AND AGENT

The Company is principally engaged in television broadcasting, programme productions and other broadcasting related activities. Sharp-Roxy is in the business of distribution and sale of electrical products in Hong Kong. Mindshare operates an advertising agency business in Hong Kong.

DETAILS OF THE CONNECTED RELATIONSHIP

Sharp-Roxy is a private company which is an associate of a former director of the Company, Dr. Li Dak Sum who retired on 20 May 2009. Dr. Li Dak Sum and/or his family interests taken together are directly or indirectly in control of 30% or more of the voting power, or in control of the composition of a majority of the board of Sharp-Roxy. Sharp-Roxy is accordingly a connected person (as defined in Listing Rules) of the Company, and the Transactions constitute connected transactions under Rule 14A.13(1) of the Listing Rules.

IMPLICATIONS UNDER THE LISTING RULES

The aggregate value of the Transactions is less than 2.5% of each of the applicable percentage ratios (as defined in Chapter 14 of the Listing Rules). Therefore, the Transactions are only subject to the reporting and announcement requirements set out in Rules 14A.45 to 14A.47 of the Listing Rules and are exempt from the independent shareholders' approval requirements under Rule 14A.32 of the

Listing Rules. Details of the Transactions will be included in the next published annual report of the Company.

By Order of the Board
Adrian MAK Yau Kee
Company Secretary

Hong Kong, 12 November 2009

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

Executive Directors:

Sir Run Run SHAW, *G.B.M.* (Executive Chairman)

Dr. Norman LEUNG Nai Pang, *G.B.S., LL.D., J.P.* (Executive Deputy Chairman)

Mona FONG (Deputy Chairperson and Managing Director, Alternate Director to Sir Run Run SHAW)

Non-executive Directors:

Christina LEE LOOK Ngan Kwan

Dr. CHOW Yei Ching, *G.B.S.*

Kevin LO Chung Ping

Independent Non-executive Directors:

Edward CHENG Wai Sun, *S.B.S., J.P.*

Chien LEE

Gordon SIU Kwing Chue, *G.B.S., J.P.*

Vivien CHEN Wai Wai

Alternate Director:

Anthony LEE Hsien Pin (Alternate Director to Christina LEE LOOK Ngan Kwan)