

【COVER SHEET】

【Document】	Extraordinary Report
【Filing with】	Director of the Kanto Local Finance Bureau
【Date of Filing】	April 7, 2009
【Company】	Xinhua Finance Limited (新華財經有限公司)
【Title and Name of the Representative】	Jae Lie, Chief Executive Officer
【Location of the Registered Office】	Cricket Square, Hutchins Drive, P. O. Box 2681GT, Grand Cayman, KY1-1111, Cayman Islands
【Name of the Attorney】	Attorney-in-law Kensuke Ambe
【Address of the Attorney】	Mori Hamada & Matsumoto Marunouchi-Kitaguchi Building, 1-6-5, Chiyoda-ku, Tokyo
【Telephone Number】	03-6212-8323
【Name of Contacts】	Attorney-in-law, Kensuke Ambe; Katsuyuki Tainaka
【Contact to】	Mori Hamada & Matsumoto Marunouchi-Kitaguchi Building, 1-6-5, Chiyoda-ku, Tokyo
【Telephone Number】	03-6266-8596
【Place for Public Inspection】	The Tokyo Stock Exchange, Inc. 2-1, Nihombashi Kabuto-cho, Chuo-ku, Tokyo

1. 【Reason of Filing】

We hereby file this report in accordance with Article 24-5, Paragraph 4 of the Financial Instruments and Exchange Law of Japan and Article 19, Paragraph 2, Sub-Paragraph 3 of Ordinance Concerning Disclosure of Corporate Information etc., with respect to the transfer of a Specified Subsidiary Company.

2. 【Nature of Report】

(1) Transfer of a Specified Subsidiary Company

Description of the Specified Subsidiary Company to be transferred and the direct and indirect ownership number and percentage of rights to vote of the Specified Subsidiary Company before / after Transfer

A Xinhua Finance Media Limited

- (1) Company Name: Xinhua Finance Media Limited (“XFMedia”) (The Company changed its name to Xinhua Sports & Entertainment Limited on 15 February 2009)
- (2) Location of the Registered Office: Cricket Square, Hutchins Drive, P.O. Box 2681, Grand Cayman KY1-1111, Cayman Islands
- (3) Name of the Representative: Fredy Bush
- (4) Amount of capital or investment: USD140,117 (JPY127,548,505)
- (5) Business: Investment Holding
- (6) Ownership number of rights to vote of the Specified Subsidiary Company before Transfer: 500,546,180
- (7) Percentage ownership of rights to vote of the Specified Subsidiary Company before Transfer: 82%
- (8) Ownership number of rights to vote of the Specified Subsidiary Company after Transfer: 50,054,618
- (9) Percentage ownership of rights to vote of the Specified Subsidiary Company after Transfer: 32%

B Beijing Century Media Culture Co., Ltd.

- (1) Company Name: Beijing Century Media Culture Co., Ltd.
- (2) Location of the Registered Office: Chaoyang District, Beijing, PRC
- (3) Name of the Representative: Wang Yong Hong
- (4) Amount of capital or investment: RMB29,000,000 (YPY385,700,000)
- (5) Business: Provision of consulting and coordination services for media programs and distribution of content to various media in China
- (6) Percentage ownership of rights to vote of the Specified Subsidiary Company before Transfer: 82%
- (7) Percentage ownership of rights to vote of the Specified Subsidiary Company after Transfer: 32%

- C Beijing Century Workshop Communications Co., Ltd.
- (1) Company Name: Beijing Century Workshop Communications Co., Ltd.
 - (2) Location of the Registered Office: Haidian District, Beijing, PRC
 - (3) Name of the Representative: Yu Gang
 - (4) Amount of capital or investment: RMB3,000,000 (JPY39,900,000)
 - (5) Business: organizing cultural events; picture designing; designing and composing of advertisement; producing of animation
 - (6) Percentage ownership of rights to vote of the Specified Subsidiary Company before Transfer: 80%
 - (7) Percentage ownership of rights to vote of the Specified Subsidiary Company after Transfer: 31%
- D Beijing Golden Ways Animation Production Co., Ltd.
- (1) Company Name: Beijing Golden Ways Animation Production Co., Ltd.
 - (2) Location of the Registered Office: Chaoyang District, Beijing, PRC
 - (3) Name of the Representative: Yu Gang
 - (4) Amount of capital or investment: RMB3,000,000 (JPY39,900,000)
 - (5) Business: Animation; design and production
 - (6) Percentage ownership of rights to vote of the Specified Subsidiary Company before Transfer: 82%
 - (7) Percentage ownership of rights to vote of the Specified Subsidiary Company after Transfer: 31%
- E Changzhou Golden Ways Digital Technology Co., Ltd.
- (1) Company Name: Changzhou Golden Ways Digital Technology Co., Ltd.
 - (2) Location of the Registered Office: Xinbei District, Changzhou, PRC
 - (3) Name of the Representative: Ding Bing
 - (4) Amount of capital or investment: RMB10,000,000 (JPY133,000,000)
 - (5) Business: TV & movie and animation technology development; Animation image design; digital products technology development; computer system integration, exhibition service, software service and technology development; sales of software; toys; clothes; etc., TV & Movie and animation production and release, etc.
 - (6) Percentage ownership of rights to vote of the Specified Subsidiary Company before Transfer: 82%
 - (7) Percentage ownership of rights to vote of the Specified Subsidiary Company after Transfer: 32%
- F Shanghai Renhe Movie and Television Intermediary Co., Ltd.
- (1) Company Name: Shanghai Renhe Movie and Television Intermediary Co., Ltd.
 - (2) Location of the Registered Office: Putuo District, Shanghai, PRC
 - (3) Name of the Representative: Xue Dong Hua
 - (4) Amount of capital or investment: RMB3,000,000 (JPY39,900,000)
 - (5) Business: Cultural events planning; exhibition service; logo designing; technology consultancy and service; business information consultancy

- (6) Percentage ownership of rights to vote of the Specified Subsidiary Company before Transfer: 82%
 - (7) Percentage ownership of rights to vote of the Specified Subsidiary Company after Transfer: 32%
- G Beijing Perspective Orient Movie and Intermediary Co., Ltd.
- (1) Company Name: Beijing Perspective Orient Movie and Intermediary Co., Ltd.
 - (2) Location of the Registered Office: Haidian District, Beijing, PRC
 - (3) Name of the Representative: Liu Bai Sha
 - (4) Amount of capital or investment: RMB117,000,000 (JPY1,556,100,000)
 - (5) Business: Distribution of movie and TV program production
 - (6) Percentage ownership of rights to vote of the Specified Subsidiary Company before Transfer: 82%
 - (7) Percentage ownership of rights to vote of the Specified Subsidiary Company after Transfer: 32%
- H Shanghai Hyperlink Market Research Co., Ltd.
- (1) Company Name: Shanghai Hyperlink Market Research Co., Ltd.
 - (2) Location of the Registered Office: Xuhui District, Shanghai, PRC
 - (3) Name of the Representative: Stephen Xie
 - (4) Amount of capital or investment: RMB4,500,000 (JPY59,850,000)
 - (5) Business: Provision of market research and information consulting
 - (6) Percentage ownership of rights to vote of the Specified Subsidiary Company before Transfer: 82%
 - (7) Percentage ownership of rights to vote of the Specified Subsidiary Company after Transfer: 32%
- I Beijing Taide Advertising Co., Ltd.
- (1) Company Name: Beijing Taide Advertising Co., Ltd.
 - (2) Location of the Registered Office: Haidian District, Beijing, PRC
 - (3) Name of the Representative: Wang Yong Hong
 - (4) Amount of capital or investment: RMB10,000,000 (JPY133,000,000)
 - (5) Business: Releasing advertisement and acting as an agency
 - (6) Percentage ownership of rights to vote of the Specified Subsidiary Company before Transfer: 82%
 - (7) Percentage ownership of rights to vote of the Specified Subsidiary Company after Transfer: 32%
- J Beijing Xin Tai Hua De Advertising Co., Ltd.
- (1) Company Name: Beijing Xin Tai Hua De Advertising Co., Ltd.
 - (2) Location of the Registered Office: Chaoyang District, Beijing, PRC
 - (3) Name of the Representative: Wang Yue
 - (4) Amount of capital or investment: RMB5,000,000 (JPY66,500,000)
 - (5) Business: Provision of advertising service
 - (6) Percentage ownership of rights to vote of the Specified Subsidiary Company before Transfer: 82%

- (7) Percentage ownership of rights to vote of the Specified Subsidiary Company after Transfer: 32%
- K** Shangtuo Zhiyang International Advertising (Beijing) Co. Ltd.
- (1) Company Name: Shangtuo Zhiyang International Advertising (Beijing) Co. Ltd.
 - (2) Location of the Registered Office: Fangshan District, Beijing, PRC
 - (3) Name of the Representative: Wang Xiao Yu
 - (4) Amount of capital or investment: RMB5,000,000 (JPY66,500,000)
 - (5) Business: Provision of advertising design; production; agency and promulgation
 - (6) Percentage ownership of rights to vote of the Specified Subsidiary Company before Transfer: 66%
 - (7) Percentage ownership of rights to vote of the Specified Subsidiary Company after Transfer: 25%
- L** New China Media (Shanghai) Co., Ltd.
- (1) Company Name: New China Media (Shanghai) Co., Ltd.
 - (2) Location of the Registered Office: Zabei District, Shanghai, PRC
 - (3) Name of the Representative: Graham Anton Earnshaw
 - (4) Amount of capital or investment: USD3,600,000 (JPY47,880,000)
 - (5) Business: Arts communication consultancy; investment consultancy; international trade and economics consultancy; technology consultancy; management consultancy; software development, etc.
 - (6) Percentage ownership of rights to vote of the Specified Subsidiary Company before Transfer: 82%
 - (7) Percentage ownership of rights to vote of the Specified Subsidiary Company after Transfer: 32%
- M** Active Advertising Agency (Guangzhou) Ltd.
- (1) Company Name: Active Advertising Agency (Guangzhou) Ltd.
 - (2) Location of the Registered Office: Tianhe District, Guangzhou, PRC
 - (3) Name of the Representative: Andrew Chang
 - (4) Amount of capital or investment: USD300,000 (JPY27,309,000)
 - (5) Business: Designing; composing; acting as an agent; releasing all kinds of advertisement and providing advertising information consulting services
 - (6) Percentage ownership of rights to vote of the Specified Subsidiary Company before Transfer: 82%
 - (7) Percentage ownership of rights to vote of the Specified Subsidiary Company after Transfer: 32%
- N** Beijing Shiji Guangnian Advertising Co., Ltd.
- (1) Company Name: Beijing Shiji Guangnian Advertising Co., Ltd.
 - (2) Location of the Registered Office: Fangshan District, Beijing, PRC
 - (3) Name of the Representative: Wang Yong Hong
 - (4) Amount of capital or investment: RMB10,000,000 (JPY133,000,000)

- (5) Business: Provision of domestic advertising design; production; agency and promulgation
 - (6) Percentage ownership of rights to vote of the Specified Subsidiary Company before Transfer: 82%
 - (7) Percentage ownership of rights to vote of the Specified Subsidiary Company after Transfer: 32%
- O Jia Lou Consulting (Shanghai) Co., Ltd.
- (1) Company Name: Jia Lou Consulting (Shanghai) Co., Ltd.
 - (2) Location of the Registered Office: Pudong District, Shanghai, PRC
 - (3) Name of the Representative: Graham Anton Earnshaw
 - (4) Amount of capital or investment: USD3,200,000 (JPY291,300,000)
 - (5) Business: Arts communication consultancy; investment consultancy; international trade and economics consultancy; technology consultancy; management consultancy; software development, etc.
 - (6) Percentage ownership of rights to vote of the Specified Subsidiary Company before Transfer: 82%
 - (7) Percentage ownership of rights to vote of the Specified Subsidiary Company after Transfer: 32%
- P Beijing Linghang Dongli Advertising Co., Ltd.
- (1) Company Name: Beijing Linghang Dongli Advertising Co., Ltd.
 - (2) Location of the Registered Office: Chaoyang District, Beijing, PRC
 - (3) Name of the Representative: Ma Rui
 - (4) Amount of capital or investment: RMB5,000,000 (JPY66,500,000)
 - (5) Business: Design; compose; act as an agent; release advertisement
 - (6) Percentage ownership of rights to vote of the Specified Subsidiary Company before Transfer: 82%
 - (7) Percentage ownership of rights to vote of the Specified Subsidiary Company after Transfer: 32%
- Q Beijing JinGuan XinCheng Advertising Co., Ltd.
- (1) Company Name: Beijing JinGuan XinCheng Advertising Co., Ltd.
 - (2) Location of the Registered Office: Fangshan District, Beijing, PRC
 - (3) Name of the Representative: Zhao Li
 - (4) Amount of capital or investment: RMB5,000,000 (JPY66,500,000)
 - (5) Business: Acting as an agent and releasing advertisement
 - (6) Percentage ownership of rights to vote of the Specified Subsidiary Company before Transfer: 82%
 - (7) Percentage ownership of rights to vote of the Specified Subsidiary Company after Transfer: 32%
- R Beijing EWEO Advertising Co., Ltd.
- (1) Company Name: Beijing EWEO Advertising Co., Ltd.
 - (2) Location of the Registered Office: Fangshan District, Beijing, PRC
 - (3) Name of the Representative: Alex Fan
 - (4) Amount of capital or investment: RMB6,000,000 (JPY79,800,000)

- (5) Business: Acting as an agent and releasing advertisement
- (6) Percentage ownership of rights to vote of the Specified Subsidiary Company before Transfer: 82%
- (7) Percentage ownership of rights to vote of the Specified Subsidiary Company after Transfer: 32%

S Xinhua Finance Media (Shanghai) Co., Ltd.

- (1) Company Name: Xinhua Finance Media (Shanghai) Co., Ltd.
- (2) Location of the Registered Office: Luwan District, Shanghai, PRC
- (3) Name of the Representative: Graham Anton Earnshaw
- (4) Amount of capital or investment: USD6,800,000 (JPY619,000,000)
- (5) Business: Investment holding
- (6) Percentage ownership of rights to vote of the Specified Subsidiary Company before Transfer: 82%
- (7) Percentage ownership of rights to vote of the Specified Subsidiary Company after Transfer: 32%

T Xinhua Finance Media (Beijing) Co., Ltd.

- (1) Company Name: Xinhua Finance Media (Beijing) Co., Ltd.
- (2) Location of the Registered Office: Haidian District, Beijing, PRC
- (3) Name of the Representative: Graham Anton Earnshaw
- (4) Amount of capital or investment: USD2,000,000 (JPY273,100,000)
- (5) Business: Investment holding
- (6) Percentage ownership of rights to vote of the Specified Subsidiary Company before Transfer: 82%
- (7) Percentage ownership of rights to vote of the Specified Subsidiary Company after Transfer: 32%

U Zhongxi Taihe Culture Consultancy (Shanghai) Co., Ltd.

- (1) Company Name: Zhongxi Taihe Culture Consultancy (Shanghai) Co., Ltd.
- (2) Location of the Registered Office: Zabei District, Shanghai, PRC
- (3) Name of the Representative: Graham Anton Earnshaw
- (4) Amount of capital or investment: USD3,250,000 (JPY295,800,000)
- (5) Business: Arts communication consultancy; investment consultancy; international trade and economics consultancy; technology consultancy; management consultancy; software development, etc.
- (6) Percentage ownership of rights to vote of the Specified Subsidiary Company before Transfer: 82%
- (7) Percentage ownership of rights to vote of the Specified Subsidiary Company after Transfer: 32%

V Beijing Pioneer Media Advertising Co., Ltd.

- (1) Company Name: Beijing Pioneer Media Advertising Co., Ltd.
- (2) Location of the Registered Office: Chaoyang District, Beijing, PRC
- (3) Name of the Representative: Ma Rui
- (4) Amount of capital or investment: RMB15,000,000 (JPY199,500,000)

- (5) Business: Provision of advertising design; production; agency and promulgation
- (6) Percentage ownership of rights to vote of the Specified Subsidiary Company before Transfer: 82%
- (7) Percentage ownership of rights to vote of the Specified Subsidiary Company after Transfer: 32%

W Beijing Mobile Interactive Co., Ltd.

- (1) Company Name: Beijing Mobile Interactive Co., Ltd.
- (2) Location of the Registered Office: Chaoyang District, Beijing, PRC
- (3) Name of the Representative: Frank Huang
- (4) Amount of capital or investment: RMB10,000,000 (JPY133,000,000)
- (5) Business: Mobile service provider in China with licenses to operate in wireless mobile value – added service platforms
- (6) Percentage ownership of rights to vote of the Specified Subsidiary Company before Transfer: 82%
- (7) Percentage ownership of rights to vote of the Specified Subsidiary Company after Transfer: 32%

(notes)

1. Amount of capital or investment is as of December 31, 2008.
2. For amounts of capital or investment, the conversion of USD and RMB into Japanese yen is calculated by the foreign currency exchange rate (middle rate at US \$1.00 = ¥91.03 from the Tokyo Foreign Exchange Market and RMB1 = ¥13.30 from PBOC as of December 30, 2008 respectively).
3. The numbers for percentage ownership of rights of vote are rounded to the whole numbers.
4. The percentage numbers the company holds in XFMedia are calculated based on XFMedia's total number of voting rights of 607,872,896 before the transfer and 157,381,334 after the transfer.
5. Subsidiaries of XFMedia except for XFMedia are all incorporated under PRC law, so they have no provision of actual number of voting rights.

(2) Reason and Date

① Reason for Transfer

On December 22, 2008, the board of the company resolved that it will convert the class B shares of XFMedia which the company holds in XFMedia, into class A shares. As a result, the percentage of voting rights the company holds in XFMedia will change from 82% to 32% and XFMedia will be the Company's equity method affiliate and not a subsidiary of the company. Similarly, the subsidiaries held indirectly by XFMedia will no longer be subsidiaries of the company.

② Date of Transfer

December 31, 2008