

Searchmedia Holdings Ltd  
Form 6-K  
December 13, 2010

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**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

**FORM 6-K**

**REPORT OF FOREIGN PRIVATE ISSUER  
PURSUANT TO RULE 13a-16 OR 15d-16  
UNDER THE SECURITIES EXCHANGE ACT OF 1934**

December 9, 2010

Commission File Number: 001-33800

**SearchMedia Holdings Limited**

(Translation of registrant's name into English)

Cayman Islands

(Jurisdiction of incorporation or organization)

15A Zhao Feng Universe Building  
1800 Zhong Shan Xi Road  
Shanghai, China  
200235

(Address of principal executive office)

Indicate by check mark whether the registrant files or will file annual reports under cover of Form 20-F or Form 40-F: ☒ Form 20-F ☐ Form 40-F

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(1): ☐

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(7): ☐

Indicate by check mark whether the registrant by furnishing the information contained in this Form is also thereby furnishing the information to the Commission pursuant to Rule 12g3-2(b) under the Securities Exchange Act of 1934: ☐ Yes ☒ No

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If "Yes" is marked, indicate below the file number assigned to the registrant in connection with Rule 12g3-2(b): n/a

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On December 9, 2010, each of Earl Yen and Jianzhong Qu provided notice to the SearchMedia Holdings Limited Board of Directors (the "Board") that they were resigning as Board members effective immediately. Mr. Yen, the founder and managing director of CSV Capital Partners, and Mr. Qu, a principal of CSV Capital Partners, were appointed by the representatives of the former stockholders of SearchMedia International Limited, pursuant to a Voting Agreement between SearchMedia Holdings Limited and certain stockholders.







## **SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

SearchMedia Holdings Limited

Date: 12/13/2010

By: Paul Conway

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Name: Paul Conway

Title: Chief Executive Officer

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