

**SINA CORPORATION**  
**Charter for the Audit Committee**  
**of the Board of Directors**

**Purpose and Powers**

The purpose of the Audit Committee established by this charter shall be to oversee the accounting and financial reporting processes, and the internal and external audits of Sina Corporation (the “Company”), to provide to the Board of Directors (the “Board”) the results of its examinations and recommendations derived therefrom, to outline to the Board improvements made, or to be made, in internal controls, to appoint, compensate and oversee the Company’s independent accountant, to supervise the finance function of the Company (which shall include, among other matters, the Company’s investment activities), to engage and compensate independent counsel and other advisors as it deems necessary to carry out its duties, to grant pre-approvals of audit services and non-audit services, and to provide the Board such additional information and materials as it may deem necessary to make the Board aware of significant financial matters which require Board attention.

The Audit Committee shall undertake those specific duties and responsibilities listed below, and such other duties as the Board from time to time may prescribe.

**Charter Review**

The Audit Committee shall review and reassess the adequacy of this charter at least once per year. This review is initially intended to be conducted at the first Audit Committee meeting following the Company’s Annual Meeting of Stockholders, but may be conducted at any time the Audit Committee desires to do so. Additionally, to the extent and in the manner that the Company is legally required to do by the rules of the Securities and Exchange Commission (the “SEC”), this charter (as then constituted) shall be publicly filed.

**Membership**

The Audit Committee shall consist of at least three members of the Board. Such members shall be elected and serve at the pleasure of the Board. The members of the Audit Committee shall not be employees of the Company. Each member of the Audit Committee shall meet the independence standards and have the financial expertise as required by each stock exchange on which the Company’s shares are listed for trading or otherwise publicly quoted, the Securities Exchange Act of 1934 and the rules promulgated thereunder (collectively, the “Exchange Act”), the Sarbanes-Oxley Act of 2002 and all other applicable rules and regulations.

**Meetings**

The Audit Committee shall meet separately with management at least quarterly to review the financial affairs of the Company. The Audit Committee shall meet with the independent accountant of the Company at least once quarterly, including upon the completion of the annual audit, outside the presence of management, and at such other times as it deems appropriate to review the independent accountant’s examination and management report. The Audit Committee shall summarize key decisions and developments and report to the Board regularly.

**Responsibilities**

To fulfill its responsibilities and duties, the Audit Committee shall:

*Independent accountant*

1. Appoint the independent accountant for ratification by the stockholders and approve the compensation of and oversee the independent accountant.
2. Confirm that the proposed audit engagement team for the independent accountant complies with the applicable auditor rotation rules.

3. Ensure the receipt of, and evaluate, the written statement from the Company's independent accountant regarding the independent accountant's independence in accordance with applicable requirements of the Public Company Accounting Oversight Board regarding the independent accountant's communications with the Audit Committee concerning independence.
4. Review with the Company's independent accountant any disclosed relationship or service that may impact the objectivity and independence of the accountant.
5. Pre-approve all audit services and permitted non-audit services to be provided by the independent accountant as required by the Exchange Act.
6. Review the plan for and the scope of the audit and related services at least annually.

#### *Financial Reporting*

7. Review and discuss with finance management the Company's earnings press releases as well as earnings guidance provided to analysts.
8. Review the annual reports of the Company with finance management and the independent accountant prior to filing of the reports with the SEC.
9. Review with finance management and the independent accountant at the completion of the annual audit:
  - a. The Company's annual financial statements and related footnotes;
  - b. The independent accountant's audit of the financial statements;
  - c. Any significant changes required in the independent accountant's audit plan;
  - d. Any serious difficulties or disputes with management encountered during the course of the audit;
  - e. Other matters related to the conduct of the audit which are to be communicated to the Committee under generally accepted auditing standards.

#### *Related Party and Relationship Disclosure*

10. Ensure the receipt of, and review, a report from the independent accountant required by Section 10A of the Exchange Act.
11. Oversee the Company's compliance with SEC requirements for disclosure of accountant's services and Audit Committee members and activities.
12. Review and approve all related party transactions other than compensation transactions.

#### *Critical Accounting Policies & Principles and Key Transactions*

13. Review with finance management and the independent accountant at least annually the Company's application of critical accounting policies and its consistency from period to period, and the compatibility of these accounting policies with generally accepted accounting principles, and (where appropriate) the Company's provisions for future occurrences which may have a material impact on the financial statements of the Company.
14. Oversee the Company's finance function, which may include the adoption from time to time of a policy with regard to the investment of the Company's assets.
15. Periodically discuss with the independent accountant, without Management being present, (i) their judgments about the quality, appropriateness, and acceptability of the Company's accounting principles and financial disclosure practices, as applied in its financial reporting, and (ii) the completeness and accuracy of the Company's financial statements.
16. Review and discuss with finance management all material off-balance sheet transactions, arrangements, obligations (including contingent obligations) and other relationships of the Company with unconsolidated entities or other persons, that may have a material current or future effect on financial condition, changes in financial condition, results of operations, liquidity, capital resources, capital reserves or significant components of revenues or expenses.

#### *Internal Control and Related Matters*

17. Oversee the adequacy of the Company's system of internal controls. Obtain from the independent accountant management letters or summaries on such internal controls. Review

- any related significant findings and recommendations of the independent accountant together with management's responses thereto.
18. Oversee the Company's Anti-Fraud and Whistleblower Program.
  19. Perform annual self assessment on Audit Committee effectiveness.

In addition to the above responsibilities, the Audit Committee shall undertake such other duties as the Board delegates to it or that are required by applicable laws, rules and regulations.

Finally, the Audit Committee shall ensure that the Company's independent accountant understand both (i) their ultimate accountability to the Board and the Audit Committee, as representatives of the Company's stockholders and (ii) the Board's and the Audit Committee's ultimate authority and responsibility to select, evaluate and, where appropriate, replace the Company's independent accountant (or to nominate the outside accountant to be proposed for stockholder approval in any proxy statement).

### **Report**

To the extent required, the Audit Committee shall also prepare and sign a Report of the Audit Committee for inclusion in the Company's proxy statement for its Annual Meeting of Stockholders.

### **Authority to Engage Advisors**

To the extent required, the Audit Committee shall have the authority to engage and terminate independent counsel and other advisers as the Audit Committee determines necessary to carry out its responsibilities.

### **Funding**

To the extent required, the Audit Committee shall have the power to cause the officers of the Company to provide such funding as the Audit Committee shall determine to be appropriate for payment of compensation to the Company's independent accountant and any legal counsel or other advisers engaged by the Audit Committee, and payment of ordinary administrative expenses of the Audit Committee that are necessary or appropriate in carrying out its duties.