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CNCG

CHINA NATIONAL CULTURE GROUP LIMITED

中國國家文化產業集團有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 745)

**EFFECTIVE DATE OF THE CAPITAL REDUCTION AND
THE SHARE SUB-DIVISION
AND
FREE EXCHANGE OF SHARE CERTIFICATES**

References are made to the announcements of China National Culture Group Limited (the “**Company**”) dated 4 March 2020 and 10 June 2020 (the “**Announcements**”), the circular of the Company (the “**Circular**”) dated 26 March 2020 and the poll results announcement of the extraordinary general meeting dated 19 May 2020 in relation to, among others, the Capital Reduction and the Share Sub-division. Unless otherwise stated, capitalised terms used in this announcement shall have the same meanings as defined in the Announcements and the Circular.

EFFECTIVE DATE OF THE CAPITAL REDUCTION AND THE SHARE SUB-DIVISION

The Board is pleased to announce that a copy of the order confirming the Capital Reduction and the Share Sub-division and the minute approved by the Court containing the particulars required under the Companies Law with respect to the Capital Reduction were filed and duly registered with the Registrar of Companies in the Cayman Islands on 27 July 2020 (Cayman Islands time). The Company further announces that all the other conditions precedent for the implementation of the Capital Reduction and the Share Sub-division have been fulfilled. The Capital Reduction and the Share Sub-division shall become effective before 9:00 a.m. on Tuesday, 28 July 2020 and the dealing in the New Shares shall commence at 9:00 a.m. on Tuesday, 28 July 2020.

FREE EXCHANGE OF SHARE CERTIFICATES

Shareholders may between 9:00 a.m. and 4:30 p.m. on any Business Day during the period from Tuesday, 28 July 2020 to Wednesday, 2 September 2020 (both days inclusive), submit share certificates for the Consolidated Shares (in purple color) to the Registrar at Level 54, Hopewell Centre, 183 Queen’s Road East, Hong Kong to exchange for new share certificates for the New Shares (in orange color) at the expense of the Company.

All existing certificates of the Consolidated Shares or (as the case may be) the Existing Shares will continue to be evidence of title to such Shares but all existing certificate of Existing Shares will cease to be valid for trading and settlement purpose.

By Order of the Board
China National Culture Group Limited
SUN Wei
Executive Director

Hong Kong, 28 July 2020

As at the date of this announcement, the Board comprises Ms. SUN Wei and Ms. MAN Qiaozhen as Executive Directors, and Mr. LIU Kwong Sang, Ms. WANG Miaojun and Ms. WANG Yujie as Independent Non-Executive Directors.