

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.

This announcement appears for information purposes only and does not constitute an invitation or offer to acquire, purchase or subscribe for securities of the Company.



(Incorporated in the Cayman Islands with limited liability)

(Stock code: 8368)

COMPLETION ANNOUNCEMENT

INTRODUCTION

References are made to the announcements of Creative China Holdings Limited (the “**Company**”) respectively dated 6 September 2021, 20 October 2021 and 28 December 2021 (the “**Announcements**”) in relation to, among other things, the Cooperation. Unless otherwise specified, capitalised terms used herein shall have the same meanings as defined in the Announcements.

COMPLETION OF COOPERATION AGREEMENT

The Board is pleased to announce that the Completion took place on 29 March 2022. Upon Completion, the Company allotted and issued an aggregate of 36,000,000 Consideration Shares to the Cooperation Partners’ nominee, namely Mr. Liang Longfei (梁龍飛) (being the founder of the Cooperation Partners and the Guarantor under the Cooperation Agreement, the “**Nominee**”) at the Issue Price of HK\$1.00. To the best of the Director’ knowledge, information and belief after having made all reasonable enquiries, the Nominee is an Independent Third Party. For further details of the Nominee, please refer to paragraph headed “The Cooperation Partners and the Guarantor” under the section headed “Information of the Parties” in the announcement of the Company dated 20 October 2021.

EFFECTS ON SHAREHOLDING STRUCTURE

The table below sets out the shareholding structure of the Company immediately before and upon Completion:

Name of shareholders	Immediately before Completion		Immediately upon Completion	
	<i>Number of Shares</i>	<i>Approximate percentage</i>	<i>Number of Shares</i>	<i>Approximate percentage</i>
Non-public shareholders:				
Youth Success Holdings Limited (“Youth Success”) <i>(Notes 1 and 3)</i>	81,378,000	24.15%	81,378,000	21.82%
Guang Rui Investments Limited (“Guang Rui”) <i>(Note 1)</i>	2,594,400	0.77%	2,594,400	0.70%
Goldbless International Limited (“Goldbless”) <i>(Notes 1 and 2)</i>	76,500,000	22.70%	76,500,000	20.51%
Alpha Master Global Limited (“Alpha Master”) <i>(Note 1)</i>	10,077,600	2.99%	10,077,600	2.70%
Qiao Tian Limited (“Qiao Tian”) <i>(Note 1)</i>	5,418,000	1.61%	5,418,000	1.45%
Nominee <i>(Note 3)</i>	—	—	36,000,000	9.65%
Sub-total	<u>175,968,000</u>	<u>52.22%</u>	<u>211,968,000</u>	<u>56.83%</u>
Public shareholders:				
Other public shareholders	<u>161,018,978</u>	<u>47.78%</u>	<u>161,018,978</u>	<u>43.17%</u>
Sub-total	<u>161,018,978</u>	<u>47.78%</u>	<u>161,018,978</u>	<u>43.17%</u>
Total	<u><u>336,986,978</u></u>	<u><u>100.00%</u></u>	<u><u>372,986,978</u></u>	<u><u>100.00%</u></u>

Notes:

1. As at the date of this announcement, Youth Success and Guang Rui owns 81,378,000 Shares and 2,594,400 Shares respectively, representing 21.82% and 0.70% of the issued share capital of the Company. The issued share capital of Youth Success is legally and beneficially owned as to 83.54% by Guang Rui. Under the SFO, Guang Rui is deemed to be interested in all the Shares registered in the name of Youth Success. The entire issued share capital of Guang Rui is legally and beneficially owned as to 60% by Mr. Yang and 40% by Ms. Mu. Ms. Mu is the spouse of Mr. Yang, therefore under the SFO she is deemed to be interested in all the Shares in which Mr. Yang is deemed to be interested, and vice versa. By virtue of the shareholders voting agreement entered into by Mr. Yang, Ms. Mu, Youth Success, Mr. Li Lin, Alpha Master, Ms. Yang Qi, Qiao Tian, Mr. Wang Yong and Goldbless, Youth Success is deemed to be interested in the Shares held by Alpha Master, Qiao Tian and Goldbless in aggregate by virtue of the SFO.
2. As at the date of the announcement, the entire issued share capital of Goldbless is owned by Mr. Wang Yong, the non-executive Director. Under the SFO, Mr. Wang Yong is deemed to be interested in all the Shares registered in the name of Goldbless.
3. By virtue of the shareholders voting agreement entered into by and among Mr. Yang, Ms. Mu, Youth Success and the Guarantor by Completion, Youth Success shall be entitled to exercise voting rights attached to all of the Shares held by the Nominee immediately upon Completion, and Youth Success is deemed to be interested in the Shares held by the Nominee by virtue of the SFO.

By Order of the Board
Creative China Holdings Limited
Philip Jian Yang
Chairman and Executive Director

Hong Kong, 29 March 2022

As at the date of this announcement, the Board comprises Mr. Philip Jian Yang and Ms. Yang Jianping as executive Directors; Mr. Yang Shiyuan, Mr. Ge Xuyu and Mr. Wang Yong as non-executive Directors; and Ms. Fu Yuehong, Mr. Yau Yan Yuen and Mr. Tan Song Kwang as independent non-executive Directors.

This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the GEM Listing Rules for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that to the best of their knowledge and belief the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this announcement misleading.

This announcement will remain on GEM website at www.hkgem.com on the “Latest Company Announcement” page for at least seven days from the date of its publication and will be published on the website of the Company at www.ntmediabj.com.