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This joint announcement appears for information purposes only and does not constitute an invitation or offer to acquire, purchase or subscribe for securities of Jiu Zun Digital Interactive Entertainment Group Holdings Limited nor is it a solicitation of any acceptance, vote or approval in any jurisdiction.

Infinities Global Technology Limited Partnership

(Formed in the British Virgin Islands as a limited partnership)

Jiu Zun Digital Interactive Entertainment Group Holdings Limited 九尊數字互娛集團控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1961)

JOINT ANNOUNCEMENT

DESPATCH OF COMPOSITE DOCUMENT RELATING TO THE UNCONDITIONAL MANDATORY CASH OFFER BY ICBC INTERNATIONAL CAPITAL LIMITED FOR AND ON BEHALF OF INFINITIES GLOBAL TECHNOLOGY LIMITED PARTNERSHIP TO ACQUIRE ALL THE ISSUED SHARES OF JIU ZUN DIGITAL INTERACTIVE ENTERTAINMENT GROUP HOLDINGS LIMITED (OTHER THAN THOSE ALREADY OWNED OR AGREED TO BE ACQUIRED BY INFINITIES GLOBAL TECHNOLOGY LIMITED PARTNERSHIP, ITS ULTIMATE BENEFICIAL OWNERS AND PARTIES ACTING IN CONCERT WITH ANY OF THEM)

Financial adviser to the Offeror

ICBC 😆 工银国际

Financial Adviser to the Company



Independent Financial Adviser to the **Independent Board Committee**



Reference is made to (i) the joint announcements published by Jiu Zun Digital Interactive Entertainment Group Holdings Limited (the "Company") and Infinities Global Technology Limited Partnership (the "Offeror") dated 7 February 2022, 8 February 2022, 24 February 2022, 31 March 2022 and 14 April 2022 in relation to, among others, the Sale and Purchase Agreement and the Share Offer; and (ii) the composite document (the "Composite Document") jointly published by the Company and the Offeror dated 29 April 2022. Unless otherwise stated, capitalised terms used in this joint announcement shall have the same meanings as those defined in the Composite Document.

DESPATCH OF THE COMPOSITE DOCUMENT

The Composite Document, together with the accompanying **WHITE** Form of Acceptance and Transfer, containing, among others, (i) the terms and conditions of the Share Offer; (ii) the expected timetable of the Share Offer; (iii) a letter of recommendation from the Independent Board Committee to the Offer Shareholders in respect of the Share Offer; and (iv) a letter of advice from the Independent Financial Adviser to the Independent Board Committee in respect of the Share Offer, have been despatched to the Shareholders on 29 April 2022 in accordance with the Takeovers Code.

EXPECTED TIMETABLE OF THE SHARE OFFER

The timetable set out below, as reproduced from the Composite Document, is indicative only and may be subject to changes. Further announcement(s) will be made jointly by the Offeror and the Company in the event of any changes to the timetable as and when appropriate. Unless otherwise specified, all references to times and dates contained in this joint announcement refer to Hong Kong times and dates.

Time & Date

Despatch date of the Composite Document and the accompanying WHITE Form of Acceptance and Transfer
Opening date of the Share Offer Friday, 29 April 2022
Closing Date (Note 1) Friday, 20 May 2022
Latest time for acceptance of the Share Offer on the Closing Date (Note 2)
Announcement of the results of the Share Offer (or its extension or revision, if any), to be posted on the website of the Stock Exchange
Latest date for despatch of cheques for payment of the amounts due under the Share Offer in respect of valid acceptances received on the Closing Date (Note 3)

Notes:

Event

(1) The Share Offer, which is unconditional in all respects, will close for acceptances at 4:00 p.m. (Hong Kong time) on Friday, 20 May 2022 unless the Offeror revises or extends the Share Offer in accordance with the Takeovers Code. The Offeror has the right under the Takeovers Code to extend the Share Offer until such date as it may determine subject to compliance with the Takeovers Code (or as permitted by the Executive in accordance with the Takeovers Code). In the event that the Offeror decides to extend the Share Offer and the announcement does not specify the next closing date, at least 14 days' notice by way of an announcement will be given before the Share Offer is closed to those Offer Shareholders who have not accepted the Share Offer.

(2) If you wish to accept the Share Offer, you should ensure your duly completed and signed **WHITE** Form of Acceptance and Transfer and the relevant documents arrive at the Registrar (for the Share Offer) not later than the prescribed time. If you choose to deliver the documents by post, you should consider the timing requirements for postage.

Beneficial owners of the Offer Shares who hold their Offer Shares in CCASS directly as an investor participant or indirectly via a broker or custodian participant should note the timing requirements for causing instructions to be made to CCASS in accordance with the General Rules of CCASS and CCASS Operational Procedures.

All acceptances, instructions, authorisations and undertakings given by the Offer Shareholders in the WHITE Form of Acceptance and Transfer shall be irrevocable except as permitted under the Takeovers Code.

(3) Remittances in respect of the cash consideration (after deducting the seller's ad valorem stamp duty) payable for the Offer Shares tendered under the Share Offer will be despatched to the Offer Shareholders accepting the Share Offer by ordinary post at their own risk as soon as possible, but in any event within seven (7) Business Days (as defined under the Takeovers Code) following the date of receipt by the Registrar of all relevant documents (receipt of which renders such acceptance complete and valid) in accordance with the Takeovers Code. Acceptances of the Share Offer shall be irrevocable and not capable of being withdrawn.

Save as mentioned above, if the latest time for acceptance of the Share Offer and the despatch of cheques for payment do not take effect on the date and time as stated above, the other dates mentioned above may be affected. The Offeror and the Company will notify the Shareholders by way of announcement(s) on any change to the expected timetable as soon as practicable.

WARNING: Upon receipt of the Composite Document and the accompanying WHITE Form of Acceptance and Transfer, Shareholders are encouraged to read it carefully, including the advice from the Independent Financial Adviser to the Independent Board Committee and the recommendation from the Independent Board Committee to the Offer Shareholders in respect of the Share Offer, before deciding whether or not to accept the Share Offer. If the Shareholders and potential investors of the Company are in any doubt about their position, they should consult their professional advisers. The Offeror and the Company remind their respective associates of the dealing restrictions under the Takeovers Code and to disclose their permitted dealings, if any, in any securities of the Company.

By order of the general partner of

By order of the Board

Jiu Zun Digital Interactive

Infinities Global Technology Limited Partnership Entertainment Group Holdings Limited Mr. Wang Le 九尊數字互娛集團控股有限公司

Director of Infinities Worldwide Limited, the general partner Mr. Lu Jian
Chairman and Executive Director

Hong Kong, 29 April 2022

As at the date of this joint announcement, the Board comprises two executive Directors, namely Mr. Lu Jian and Mr. Liang Junhua, two non-executive Directors namely Ms. Su Shaoping and Mr. Tsui Wing Tak and two independent non-executive Directors namely Mr. Zhao Junfeng and Mr. Zhuang Wensheng.

The Directors jointly and severally accept full responsibility for the accuracy of the information contained in this joint announcement (other than any information relating to the Offeror and parties acting in concert with it) and confirm, having made all reasonable enquiries, that to the best of their knowledge, opinions expressed in this joint announcement (other than those expressed by the general partner of the Offeror) have been arrived at after due and careful consideration and there are no other facts not contained in this joint announcement, the omission of which would make any statement in this joint announcement misleading.

As at the date of this joint announcement, the general partner of the Offeror is Infinities Worldwide Limited and the director of Infinities Worldwide Limited is Mr. Wang Le. The only limited partner of the Offeror is Ms. Liu Xiaoke. The directors of Infinities Cayman are Mr. Wang Le, Ms. An Fenghua, Mr. Liu Gang, Mr. Chen Joseph, Ms. Xing Chunhua, Mr. Wu Bin, Ms. Wang Yuyun, Mr. Luo Tian and Mr. Wei Wei. The ultimate controllers of the Offeror are Mr. Wang Le and Ms. An Fenghua. Mr. Wang Le, Ms. An Fenghua, Ms. Liu Xiaoke, Mr. Liu Gang, Mr. Chen Joseph, Ms. Xing Chunhua, Mr. Wu Bin, Ms. Wang Yuyun, Mr. Luo Tian and Mr. Wei Wei jointly and severally accept full responsibility for the accuracy of the information contained in this joint announcement (other than information relating to the Group or the Vendors) and confirm, having made all reasonable inquiries, that to the best of their knowledge, opinions expressed in this joint announcement (other than those expressed by the Company or the Directors) have been arrived at after due and careful consideration and there are no other facts not contained in this joint announcement, the omission of which would make any statement in this joint announcement misleading.

In the case of inconsistency, the English text of this joint announcement shall prevail over the Chinese text.