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中國三三傳媒集團有限公司
CHINA 33 MEDIA GROUP LIMITED

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8087)

LAPSE OF THE PLACING AGREEMENT

Reference is made to the announcement of China 33 Media Group Limited (the “**Company**”) dated 6 May 2022 (the “**Announcement**”) in relation to, among other matters, the placing of 138,240,000 new shares by the Company through China Prospect Securities Limited (the “**Placing Agent**”) pursuant to the placing agreement entered into between the Company and the Placing Agent dated 6 May 2022. Unless otherwise defined in this announcement, capitalised terms used herein shall have the same meanings as those defined in the Announcement.

LAPSE OF PLACING AGREEMENT

The Board announces that as the conditions precedents of the Placing Agreement were not fulfilled by 27 May 2022, the Placing Agreement lapsed and the Placing will not proceed. Pursuant to the Placing Agreement, all obligations and liabilities of the Placing Agent and the Company thereunder shall cease and determine and none of the parties hereto shall have any claim against the other.

The Directors are of the view that the lapse of the Placing Agreement has no material adverse impact on the existing business operation and financial position of the Group.

By Order of the Board
China 33 Media Group Limited
Ruan Deqing
Chairman and Executive Director

Hong Kong, 27 May 2022

As at the date of this announcement, the executive Directors are Mr. Ruan Deqing (Chairman), Mr. Peng Lichun and Mr. Ma Pun Fai; and the independent non-executive Directors are Ms. Tay Sheve Li, Ms. Lam Man Chi and Mr. Yau Kit Yu.

This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the Rules Governing the Listing of Securities on GEM of The Stock Exchange of Hong Kong Limited 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 the “Latest Listed Company Information” page of the GEM website at www.hkgem.com for at least seven days from the date of its posting and the Company’s website at www.china33media.com.