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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)

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

Reference is made to the announcement of China 33 Media Group Limited (the “**Company**”) dated 25 July 2022, the circular (the “**Circular**”) of the Company dated 5 August 2022 and the poll results announcement of the extraordinary general meeting of the Company dated 31 August 2022 in relation to, among others, the Capital Reorganisation. Terms used herein shall have the same meanings as defined in the Circular unless the context requires otherwise.

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

The Board is pleased to announce that a copy of the order of the Court confirming the Capital Reduction and the Share Sub-division and the minute approved by the Court containing the particulars required under the Companies Act with respect to the Capital Reduction were filed and duly registered with the Registrar of Companies in the Cayman Islands on 26 April 2023 (Cayman Islands time). The Company further announces that all the other conditions for the implementation of the Capital Reduction and the Share Sub-division as set out in the Circular have been fulfilled. The Capital Reduction and the Share Sub-division shall become effective before 9:00 a.m. on Thursday, 27 April 2023 (Hong Kong time) and the dealing in the New Shares shall commence at 9:00 a.m. on Thursday, 27 April 2023 (Hong Kong time).

FREE EXCHANGE OF SHARE CERTIFICATES

Shareholders may, during the period from 9:00 a.m. on Thursday, 27 April 2023 to 4:30 p.m. on Tuesday, 6 June 2023 (both days inclusive), submit existing share certificates for the Consolidated Shares (in green colour) to the Company’s branch share registrar, Tricor Investor Services Limited at 17th Floor, Far East Finance Centre, No. 16 Harcourt Road, Hong Kong for exchange, at the expense of the Company, for new share certificates for the New Shares (in yellow colour). All existing share 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 will cease to be valid for trading and settlement purpose.

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

Hong Kong, 26 April 2023

As at the date of this announcement, the executive Directors are Mr. Ruan Deqing (Chairman) 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 website of The Stock Exchange of Hong Kong Limited at www.hkexnews.hk for at least seven days from the date of its posting and the Company’s website at www.china33media.com.