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# China Bright Culture Group 煜盛文化集團\*

(Incorporated in the Cayman Islands with limited liability)  
(Stock Code: 1859)

## APPOINTMENT OF AN EXECUTIVE DIRECTOR AND CHANGE OF A JOINT COMPANY SECRETARY

### APPOINTMENT OF AN EXECUTIVE DIRECTOR

The board (the “**Board**”) of directors (the “**Directors**” and each a “**Director**”) of China Bright Culture Group (the “**Company**”, together with its subsidiaries and PRC operating entities, the “**Group**”) is pleased to announce that with effect from June 30, 2020, Mr. XIA Rui (“**Mr. Xia**”) was appointed as an executive Director.

**Mr. XIA Rui** (夏瑞), aged 30, is responsible for overseeing daily business operation, assisting in overall management of the Group and content development. Mr. Xia has been serving as a vice president and a supervisor of Sino-Prosperity Culture Group Co., Ltd.\* (北京中廣煜盛文化傳播有限公司; “**Zhongguang Yusheng**”), one of the Group’s PRC operating entities, since May 2015 and March 2019, respectively. Mr. Xia also has been serving as an executive director and manager of Yueying Xingyao Information Technology (Tianjin) Co., Ltd.\* (月影星耀信息技術(天津)有限公司), one of the Company’s subsidiary, since May 2020. Prior to joining the Group, Mr. Xia served as a project manager of the market department of Beijing Enlight Media Co., Ltd.\* (北京光線傳媒股份有限公司), a company listed on the Shenzhen Stock Exchange (stock code: 300251), from May 2012 to February 2013. Mr. Xia graduated from Beijing Contemporary Music Academy in June 2010.

Mr. Xia entered into a service contract with the Company for a term of three years commencing from June 30, 2020 and shall hold office only until the next following general meeting of the Company and shall then be eligible for re-election at that meeting. Mr. Xia’s appointment is subject to retirement by rotation at least once every three years and re-election at the annual general meeting of the Company in accordance with the articles of association of the Company. The appointment can be terminated by either party by serving not less than three-month written notice to the other party. No remuneration will be paid to Mr. Xia for his role as an executive Director.

Save as disclosed above, to the best of the knowledge, information and belief of the Directors after having made all reasonable enquiries, as at the date of this announcement, Mr. Xia did not (i) have any other relationship with any Directors, senior management or substantial or controlling shareholders of the Company; (ii) have any other interest in the shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong); (iii) hold any other directorships in public companies the securities of which are listed on any securities market in Hong Kong or overseas in the last three years; and (iv) hold other positions with other members of the Company or its subsidiaries.

Save as disclosed above, to the best of the knowledge, information and belief of the Directors after having made all reasonable enquiries, there is no information in relation to the appointment of Mr. Xia that is required to be disclosed pursuant to Rule 13.51(2)(h) to (v) of the Rules (the “**Listing Rules**”) Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) and there is no other matter that needs to be brought to the attention of the shareholders of the Company (the “**Shareholders**”).

The Board would like to extend its warm welcome to Mr. Xia on his new appointment.

## **CHANGES OF A JOINT COMPANY SECRETARY**

### **Resignation of a Joint Company Secretary**

The Board announces that Mr. LIU Xinxing (劉新星) (“**Mr. Liu**”) has tendered his resignation as a joint company secretary of the Company (the “**Joint Company Secretary**”) with effect from June 30, 2020. After Mr. Liu’s resignation, he will act as the vice president of the Company.

Mr. Liu confirmed that he has no disagreement with the Board and there are no circumstances related to his resignation which need to be brought to the attention of the Stock Exchange and the Shareholders.

The Board would like to express its sincere gratitude to Mr. Liu for his contribution to the Company during his tenure of service as a Joint Company Secretary.

### **Appointment of a Joint Company Secretary**

The Board further announces that, with effect from June 30, 2020, Ms. ZHANG Yanni (張艷妮) (“**Ms. Zhang**”) was appointed as a Joint Company Secretary. Ms. Zhang has been acting as the representative of securities affairs in Zhongguang Yusheng since June 2018. Prior to joining the Group, Ms. Zhang served as the representative of securities affairs of Dongyang Qingyu Media Co., Ltd.\* (東陽青雨傳媒股份有限公司) from August 2016 to April 2018. Ms. Zhang obtained her bachelor’s degree of business administration at Acadia University in May 2015. She was accredited the board secretary certificate from the Shenzhen Stock Exchange in May 2017.

## Waiver from Strict Compliance with Rules 3.28 and 8.17 of the Listing Rules

Pursuant to Rule 8.17 of the Listing Rules, a listed issuer must appoint a company secretary who meets the requirements under Rule 3.28 of the Listing Rules. Rule 3.28 of the Listing Rules provides that a listed issuer must appoint as its company secretary an individual who, in the opinion of the Stock Exchange, is capable of discharging the functions of company secretary of the listed issuer by virtue of his/her academic or professional qualifications or relevant experience.

Ms. Zhang currently does not possess the academic or professional qualifications of a company secretary as required under Rules 3.28 and 8.17 of the Listing Rules. Ms. AU Wai Ching (區慧晶) (“**Ms. Au**”), who is another Joint Company Secretary and meets the requirement under Note 1 to Rule 3.28 of the Listing Rules, will continue to serve as a Joint Company Secretary and work closely with and provide assistance to Ms. Zhang in discharging her duties and responsibilities as a company secretary of the Company for the first three years commencing from the appointment of Ms. Zhang as a Joint Company Secretary (the “**Waiver Period**”). The Company has applied to the Stock Exchange for, and the Stock Exchange has granted, a waiver from strict compliance with the requirements under Rules 3.28 and 8.17 of the Listing Rules with respect to the appointment of Ms. Zhang as a Joint Company Secretary during the Waiver Period.

The waiver is granted on the conditions that, (i) Ms. Zhang will be assisted by Ms. Au during the Waiver Period. The waiver will be revoked immediately if and when Ms. Au ceases to provide assistance to Ms. Zhang; (ii) the Company shall notify the Stock Exchange at the end of the Waiver Period for them to revisit the situation. The Stock Exchange expects that, after the end of the Waiver Period, the Company will be able to demonstrate that Ms. Zhang can satisfy Rules 3.28 and 8.17 of the Listing Rules, having had the benefit of Ms. Au’s assistance such that a further waiver will not be necessary; and (iii) the Company will announce details of the waiver, including its reasons and conditions.

The Board would like to extend its warm welcome to Ms. Zhang on her new appointment.

By Order of the Board  
**China Bright Culture Group**  
**LIU Mu**  
*Chairman*

Beijing, the PRC, June 30, 2020

*As at the date of this announcement, the Board comprises Mr. LIU Mu, Ms. CHEN Jia and Mr. XIA Rui as executive Directors; Mr. CHEN Kai as non-executive Director; and Ms. RAN Hua, Mr. HUANG Victor and Mr. ZHANG Yiwu as independent non-executive Directors.*

\* *For identification purposes only*