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## **CHINA DIGITAL CULTURE (GROUP) LIMITED**

**中國數碼文化(集團)有限公司**

*(Incorporated in the Cayman Islands and continued in Bermuda with limited liability)*

**(Stock Code: 8175)**

### **GRANT OF WAIVER FROM STRICT COMPLIANCE WITH RULES 18.03, 18.48A AND 18.50C OF THE GEM LISTING RULES**

Reference is made to the announcements of China Digital Culture (Group) Limited (the “**Company**”) dated 30 March 2020, 31 March 2020, 13 May 2020 and 5 June 2020 (the “**Announcements**”) in relation to, among other things, the delay in publication of the announcement for the audited annual results (the “**2019 Audited Results**”) of the Group for the year ended 31 December 2019 and the dispatch of annual report (the “**Annual Report**”) of the Group for the year ended 31 December 2019. Unless otherwise defined, capitalised terms used herein shall have the same meanings as those defined in the Announcements.

As disclosed in the announcement of the Company dated 5 June 2020, the audit process for the 2019 Audited Results has been further delayed due to the outbreak of COVID-19. In this connection, the Company has applied to the Stock Exchange for the approval for the delay in publication of the announcement for the 2019 Audited Results and despatch of the Annual Report. The Board hereby announces that the Stock Exchange has granted on 12 June 2020, a waiver from strict compliance with the requirements under Rules 18.03, 18.48A and 18.50C of the GEM Listing Rules (i) on the condition that the Company will despatch the Annual Report on or before 22 June 2020; and (ii) subject to the Company’s compliance with the Companies Act of Bermuda and its bye-laws under which the Company shall hold the forthcoming annual general meeting on or before 24 September 2020.

The Board wishes to inform the shareholders and potential investors of the Company that, the announcement for the 2019 Audited Results will be published and the Annual Report will be despatched on or before 22 June 2020 and the forthcoming annual general meeting of the Company is expected to be held in July 2020.

Further announcement(s) will be issued by the Company as and when appropriate if there are any material development in the completion of the audit process and the publication of the announcement for the 2019 Audited Results and despatch of the Annual Report.

**Shareholders and potential investors of the Company should exercise caution when they deal or contemplate dealing in the Company's shares or other securities of the Company.**

By order of the Board  
**China Digital Culture (Group) Limited**  
**Hsu Tung Chi**  
*Chairman*

Hong Kong, 15 June 2020

*As at the date of this announcement, the executive Directors are Mr. Hsu Tung Chi and Ms. Zhang Jing. The independent non-executive Directors are Mr. Kwok Chi Sun, Vincent, Mr. Wong Tak Shing and Mr. Gou Yanlin.*

*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, (i) the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive; and (ii) there are no other matters the omission of which would make any statement in this announcement misleading.*

*This announcement will remain on GEM website on the "Latest Listed Company Information" page for at least 7 days from the date of its posting and on the website of the Company at <http://www.cdculture.com>.*