

*Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.*



## **COMPLETION OF PLACING OF NEW SHARES UNDER THE GENERAL MANDATE**

**Placing Agent**



**中國保盛證券有限公司**  
CHINA PROSPECT SECURITIES LIMITED

The Board is pleased to announce that all conditions to the Placing Agreement have been fulfilled and completion of the Placing took place on 14 September 2020. A total of 115,200,000 Placing Shares have been successfully placed by the Placing Agent to not less than six Places at Placing Price of HK\$0.079 per Placing Share pursuant to the terms and conditions of the Placing Agreement.

References are made to the announcement of China 33 Media Group Limited (the “**Company**”) dated 27 August 2020 in relation to the placing of new shares under general mandate (the “**Announcement**”). Unless otherwise stated, capitalised terms used herein shall bear the same meanings as defined in the Announcement.

### **COMPLETION OF PLACING OF NEW SHARES UNDER GENERAL MANDATE**

The Board is pleased to announce that all conditions to the Placing Agreement have been fulfilled and completion of the Placing took place on 14 September 2020. A total of 115,200,000 Placing Shares have been successfully placed by the Placing Agent to not less than six Places at Placing Price of HK\$0.079 per Placing Share pursuant to the terms and conditions of the Placing Agreement, representing approximately 16.67% of the issued share capital of the Company as enlarged by the allotment and issue of the Placing Shares immediately upon completion of the Placing.

To the best of the Directors’ knowledge, information and belief, having made all reasonable enquiries, the Places and their respective ultimate beneficial owners (if any) are Independent Third Parties. The net proceeds (after deducting the placing commission and other related expenses and professional fees) from the Placing amounted to approximately HK\$8.9 million. The Company intends to use such net proceeds for the general working capital of the Group.

## SHAREHOLDING STRUCTURE OF THE COMPANY IMMEDIATELY BEFORE AND UPON COMPLETION OF THE PLACING

The shareholding structure of the Company immediately before and upon completion of the Placing is as follows:

Name of Shareholders	(i) Immediate before completion of the Placing		(ii) Immediately upon completion of the Placing	
	Number of Shares held	Approximate % of total Shares in issue	Number of Shares held	Approximate % of total Shares in issue
Lizhong Limited (Note 1)	57,602,000	10.00	57,602,000	8.33
New Express Investment Limited (Note 2)	39,862,200	6.92	39,862,200	5.77
Places	–	–	115,200,000	16.67
Other public shareholders	478,535,800	83.08	478,535,800	69.23
Total	<u>576,000,000</u>	<u>100.00</u>	<u>691,200,000</u>	<u>100.00</u>

Notes:

- 48.73% and 48.73% of the entire issued share capital of Lizhong Limited is owned by Broad Win Limited and Joint Loyal Limited respectively. The entire issued share capital of Broad Win Limited and Joint Loyal Limited are owned by Mr. Lin Pintong and Mr. Ruan Deqing respectively. Each of Mr. Lin Pintong, Mr. Ruan Deqing, Broad Win Limited and Joint Loyal Limited are deemed, or taken to be, interested in all the Shares held by Lizhong Limited for the purposes of the SFO. The directors of Lizhong Limited are Mr. Lin Pintong, Mr. Ruan Deqing and Mr. Han Wenqian.
- The entire issued share capital of New Express Investment Limited is owned by China Investment and Finance Group Limited. China Investment and Finance Group Limited is deemed, or taken to be, interested in all the Shares held by New Express Investment Limited for the purposes of the SFO.

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

Hong Kong, 14 September 2020

*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. Yu Shun Yan Verda 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](http://www.hkgem.com) for at least seven days from the date of its posting and the Company’s website at [www.china33media.com](http://www.china33media.com).*