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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)

DECISION OF THE LISTING COMMITTEE

This announcement is made by China Digital Culture (Group) Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) pursuant to Rule 17.10(2) and 17.26A of the Rules Governing the Listing of Securities on GEM of The Stock Exchange of Hong Kong Limited (the “**GEM Listing Rules**”) and the Inside Information Provisions under Part XIVA of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

Reference is made to (i) the annual results announcement of the Company for the financial year ended 31 December 2020 dated 31 March 2021; (ii) supplemental announcement in relation to the FY2020 Annual Results Announcement dated 7 October 2021; and (iii) the announcements of the Company dated 1 April 2021, 22 June 2021, 30 June 2021, 7 October 2021, 5 January 2022, 31 March 2022, 30 June 2022 and 30 September 2022 (the “**Announcements**”) in relation to, among others, the suspension of trading in the shares of the Company on the Stock Exchange and the resumption guidance and the additional resumption guidance issued by the Stock Exchange on 17 June 2021 and 2 April 2022 respectively (the “**Resumption Guidance**”). Unless otherwise specified, terms used in this announcement shall have the same meanings as those defined in the Announcements.

DECISION OF THE LISTING COMMITTEE

The meeting of the listing committee of the Stock Exchange (the “**Listing Committee**”) was held on 20 April 2023. On 21 April 2023, the Company received a letter from the Stock Exchange (the “**Letter**”) stating that since the trading in the Company’s shares has been suspended since 1 April 2021, the Company had not met all the Resumption Guidance and the trading in the Company’s shares remained suspended. Listing Committee has decided to cancel the Company’s listing under Rule 9.14A(1) of the GEM Listing Rules (the “**Delisting Decision**”). It is indicated in the Letter that the last day of listing of the Company’s Shares will be on 8 May 2023 and the listing of its Shares will be cancelled with effect from 9:00 a.m. on 9 May 2023.

The Company will not apply for a review of the Delisting Decision made by the Listing Committee.

CONSEQUENCES OF THE SHAREHOLDERS

All shareholders of the Company and investors should note that after 8 May 2023, being the last day of listing of the Shares on the Stock Exchange, whilst the share certificates of the Shares shall remain valid, the Shares will not be listed on, and will not be tradeable on, the Stock Exchange. Thereafter, the Company will no longer be subject to the GEM Listing Rules.

Shareholders of the Company and investors who have any queries about the implications of the cancellation of listing of the Shares are advised to obtain appropriate professional advice.

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

Hong Kong, 3 May 2023

As at the date of this announcement, the executive Directors are Mr. Hsu Tung Chi, Ms. Zhang Jing and Mr. Ng Fung Tai. The independent non-executive Directors are Mr. Gou Yanlin and Mr. Wang Ming Jiun.

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 Company Announcements” page for at least 7 days from the date of its posting and on the website of the Company at <http://www.cdculture.com>.