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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)

(1) PROPOSED SHARE SUBDIVISION; AND (2) PROPOSED CHANGE IN BOARD LOT SIZE

PROPOSED SHARE SUBDIVISION

The Board proposes to subdivide each existing issued and unissued Share of US$0.004 each into five (5) Subdivided Shares of US$0.0008 each. Upon the Share Subdivision becoming effective, the authorised share capital of the Company will be US$40,000,000 divided into 50,000,000,000 Subdivided Shares, of which 648,000,000 Subdivided Shares will be in issue and fully paid or credited as fully paid, assuming that no further Shares will be issued or repurchased after the date of this announcement and prior to the Share Subdivision becoming effective.

The Share Subdivision will become effective on the second Business Day immediately following the date on which the conditions set out in the section headed "Conditions of the Share Subdivision" of this announcement are fulfilled. The Subdivided Shares will rank pari passu with each other in all respects with, and shall have the same rights and privileges attaching thereto as, the Shares in issue prior to the Share Subdivision, and the relevant rights of the Shareholders will not be affected by the Share Subdivision.

PROPOSED CHANGE IN BOARD LOT SIZE

As at the date of this announcement, the Shares are currently traded on the Stock Exchange in board lot size of 10,000 Shares. The Board further proposes that upon the Share Subdivision becoming effective, the board lot size of the Subdivided Shares for trading on the Stock Exchange shall be changed to 2,000 Subdivided Shares for each board lot.

The Change in Board Lot Size will not result in any change in the relative rights of the Shareholders.

GENERAL

The EGM will be held to consider and, if thought fit, pass an ordinary resolution to approve the Share Subdivision and the matters contemplated thereunder. No Shareholder is required to abstain from voting at the EGM. A circular containing, among other things, (i) further details of the Share Subdivision and the Change in Board Lot Size; (ii) the trading arrangements in respect of the Subdivided Shares; and (iii) the notice convening the EGM, is expected to be despatched to the Shareholders on or before Wednesday, 8 April 2026.

Shareholders should take note that the Share Subdivision is conditional upon the fulfilment of its conditions. Therefore, the Share Subdivision and the Change in Board Lot Size, which is conditional on the Share Subdivision becoming effective, may or may not proceed. Shareholders and potential investors are advised to exercise caution when dealing in the securities of the Company, and if they are in any doubt about their position, they should consult their professional advisers.

PROPOSED SHARE SUBDIVISION

As at the date of this announcement, the authorised share capital of the Company is US$40,000,000 divided into 10,000,000,000 Shares of US$0.004 each, of which 129,600,000 Shares have been issued and are fully paid or credited as fully paid. The Company has no outstanding warrants, convertibles, options or derivatives and conversion rights or other similar rights which are convertible or exchangeable into Shares as at the date of this announcement.

The Board proposes to subdivide each existing issued and unissued Share of US$0.004 each into five (5) Subdivided Shares of US$0.0008 each. Upon the Share Subdivision becoming effective, the authorised share capital of the Company will be US$40,000,000 divided into 50,000,000,000 Subdivided Shares, of which 648,000,000 Subdivided Shares will be in issue and fully paid or credited as fully paid, assuming that no further Shares will be issued or repurchased after the date of this announcement and prior to the Share Subdivision becoming effective.

The Share Subdivision will become effective on the second Business Day immediately following the date on which the conditions set out in the section headed "Conditions of the Share Subdivision" below are fulfilled. The Subdivided Shares will rank pari passu with each other in all respects with, and shall have the same rights and privileges attaching thereto as, the Shares in issue prior to the Share Subdivision, and the relevant rights of the Shareholders will not be affected by the Share Subdivision.

Conditions of the Share Subdivision

The Share Subdivision is conditional on:

(a) the passing by the Shareholders at the EGM of an ordinary resolution approving the Share Subdivision;

(b) the GEM Listing Committee of the Stock Exchange granting the listing of, and permission to deal in, the Subdivided Shares; and

(c) the compliance with all relevant procedures and requirements under the laws of the Cayman Islands (where applicable) and the GEM Listing Rules to effect the Share Subdivision.

The Share Subdivision will become effective on the second Business Day after the conditions of the Share Subdivision above are fulfilled.

Listing of and dealings in the Subdivided Shares

An application will be made by the Company to the Stock Exchange for granting the listing of, and permission to deal in, the Subdivided Shares in issue and to be issued. All necessary arrangements will be made for the Subdivided Shares to be admitted into CCASS.

Subject to the granting of listing of, and permission to deal in, the Subdivided Shares on the Stock Exchange, the Subdivided Shares will be accepted as eligible securities by HKSCC for deposit, clearance and settlement in CCASS with effect from the commencement date of dealings in the Subdivided Shares on the Stock Exchange or such other date as determined by HKSCC. Settlement of transactions between participants of the Stock Exchange on any trading day is required to take place in CCASS on the second settlement day thereafter. All activities under CCASS are subject to the General Rules of HKSCC and HKSCC Operational Procedures.

None of the securities of the Company is listed or dealt in, or on which listing or permission to deal is being or is proposed to be sought from, any other stock exchanges other than the Stock Exchange, and no such listing and/or permission to deal in the Subdivided Shares to be in issue is being or is proposed to be sought from any other stock exchanges other than the Stock Exchange.

PROPOSED CHANGE IN BOARD LOT SIZE

As at the date of this announcement, the Shares are currently traded on the Stock Exchange in board lot size of 10,000 Shares. The Board further proposes that upon the Share Subdivision becoming effective, the board lot size of the Subdivided Shares for trading on the Stock Exchange shall be changed to 2,000 Subdivided Shares for each board lot.

The Change in Board Lot Size will not result in any change in the relative rights of the Shareholders.

EXPECTED TIMETABLE

The expected timetable for the implementation of the Share Subdivision and the Change in Board Lot Size is set out below:

Despatch of circular regarding, among other things, the Share Subdivision together with the notice of the EGM and form of proxy	Wednesday, 8 April 2026
Latest time for lodging transfer of Shares in order to qualify for attendance and voting at the EGM	4:30 p.m. on Monday, 20 April 2026
Closure of register of members for the entitlement to attend and vote at the EGM	Tuesday, 21 April 2026 to Friday, 24 April 2026 (both days inclusive)
Latest time for lodging proxy forms for the EGM	10:00 a.m. on Wednesday, 22 April 2026
Record date for attendance and voting at the EGM	Friday, 24 April 2026
Date and time of the EGM	10:00 a.m. on Friday, 24 April 2026
Publication of the poll results of the EGM	Friday, 24 April 2026

The following events are conditional on the fulfilment of the conditions for the implementation of the Share Subdivision as set out in the section headed "Conditions of the Share Subdivision" above:

Effective date of the Share Subdivision	Tuesday, 28 April 2026
Free exchange of Existing Share Certificates for New Share Certificates for the Subdivided Shares commences	9:00 a.m. on Tuesday, 28 April 2026
Dealings in the Subdivided Shares commence	9:00 a.m. on Tuesday, 28 April 2026
Original counter for trading in existing Shares in board lots of 10,000 Shares (in the form of Existing Share Certificates) temporarily closes	9:00 a.m. on Tuesday, 28 April 2026
Temporary counter for trading in Subdivided Shares in board lots of 50,000 Subdivided Shares (in the form of Existing Share Certificates) opens	9:00 a.m. on Tuesday, 28 April 2026
Original counter for trading in Subdivided Shares in board lots of 2,000 Subdivided Shares (in the form of New Share Certificates) reopens	9:00 a.m. on Wednesday, 13 May 2026

Parallel trading in Subdivided Shares
(in the form of Existing Share Certificates
and New Share Certificates) commences . . . . . 9:00 a.m. on Wednesday, 13 May 2026

Temporary counter for trading in Subdivided Shares
in board lots of 50,000 Subdivided Shares
(in the form of Existing Share Certificates) closes . . . . . 4:10 p.m. on Wednesday, 3 June 2026

Parallel trading in Subdivided Shares
(in the form of Existing Share Certificates
and New Share Certificates) ends . . . . . 4:10 p.m. on Wednesday, 3 June 2026

Last day for free exchange of Existing Share
Certificates for New Share Certificates
for the Subdivided Shares . . . . . .Friday, 5 June 2026

Notes:

1 All times and dates refer to Hong Kong local times and dates.

2 Dates or deadlines specified in this announcement are indicative only and may be varied by the Company. Any consequential changes to the expected timetable will be published or notified to the Shareholders by way of announcement(s) on the website of the Stock Exchange at www.hkexnews.hk and the website of the Company at www.china33media.com as and when appropriate and in accordance with the GEM Listing Rules.

EXCHANGE OF SHARE CERTIFICATES

Subject to the Share Subdivision becoming effective, Shareholders may submit their Existing Share Certificate(s) to the branch share registrar and transfer office of the Company in Hong Kong, Tricor Investor Services Limited at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong, in exchange for New Share Certificate(s) free of charge between 9:00 a.m. and 4:30 p.m. on any Business Day from Tuesday, 28 April 2026 to Friday, 5 June 2026 (both dates inclusive). It is expected that New Share Certificate(s) will be available for collection within 10 Business Days after the submission of the Existing Share Certificate(s) to Tricor Investor Services Limited for exchange.

From Monday, 8 June 2026 onwards, exchange of Existing Share Certificate(s) for New Share Certificate(s) can only be made at a cost of HK$2.50 (or such higher amount as may be allowed by the Stock Exchange from time to time) for each Existing Share Certificate cancelled or each New Share Certificate issued, whichever number of share certificates involved is higher.

Existing Share Certificates will only be valid for delivery, trading and settlement purposes for the period up to 4:10 p.m. on Wednesday, 3 June 2026 and thereafter will not be accepted for delivery, trading and settlement purposes. However, all Existing Share Certificates will continue to be good evidence of legal title to the Subdivided Shares on the basis of one (1) Share for five (5) Subdivided Shares. New Share Certificates will be issued in blue colour in order to distinguish them from the Existing Share Certificates which are in pink colour.

REASONS FOR THE SHARE SUBDIVISION AND THE CHANGE IN BOARD LOT SIZE

The proposed Share Subdivision will decrease the nominal value and trading price of each Share and increase the total number of Shares in issue. Based on the closing price of HK$8.88 per Share as quoted on the Stock Exchange as at the date of this announcement, the market value per board lot of 10,000 Shares is HK$88,800. The estimated market value per board lot of 2,000 Subdivided Shares will theoretically be reduced to HK$3,552 immediately upon the Share Subdivision becoming effective. The Board is of the view that the Share Subdivision will lower the investment barrier and improve the liquidity in the trading of shares of the Company and broaden the shareholder base of the Company by appealing to more investors. As a result, the Share Subdivision is expected to result in downward adjustment to the trading price of each Share and the market value per board lot of Shares. Given the prevailing market conditions, a more liquid market will provide more flexibility for investors to trade in the shares of the Company, which will in turn facilitate the Company's growth and development in the future.

As both the Share Subdivision and the Change in Board Lot Size will not result in odd lots or fractional shares, no odd lot arrangement is required to be made to match the sales and purchases of odd lots.

As at the date of this announcement, the Company has no concrete plan nor any agreement, arrangement, understanding or negotiation (concluded or otherwise) for any fund raising activities, or any intention to carry out other corporate action or arrangement, including share consolidation, share subdivision and capital reduction, which may have an effect of undermining or negating the intended purpose and effect of the Share Subdivision in the next 12 months.

Other than the expenses to be incurred by the Company in relation to the Share Subdivision and the Change in Board Lot Size, the implementation thereof will not, by itself, affect the underlying assets, business operations, management or financial position of the Group or the proportionate shareholding, rights and interests of the Shareholders. Accordingly, the Directors consider that the Share Subdivision and the Change in Board Lot Size will not have any adverse effect on the financial position of the Company.

In view of the above, the Board considers that the implementation of the Share Subdivision and the Change in Board Lot Size are in the interests of the Company and the Shareholders as a whole.

GENERAL

The EGM will be held to consider and, if thought fit, pass an ordinary resolution to approve the Share Subdivision and the matters contemplated thereunder. As, to the best knowledge, information and belief of the Directors having made all reasonable enquiries, no Shareholder has a material interest in the Share Subdivision, no Shareholder is required to abstain from voting at the EGM to approve the Share Subdivision and the matters contemplated thereunder.

A circular containing, among other things, (i) further details of the Share Subdivision and the Change in Board Lot Size; (ii) the trading arrangements in respect of the Subdivided Shares; and (iii) the notice convening the EGM, is expected be despatched to the Shareholders on or before Wednesday, 8 April 2026.

Shareholders should take note that the Share Subdivision is conditional upon the fulfilment of its conditions. Therefore, the Share Subdivision and the Change in Board Lot Size, which is conditional on the Share Subdivision becoming effective, may or may not proceed. Shareholders and potential investors are advised to exercise caution when dealing in the securities of the Company, and if they are in any doubt about their position, they should consult their professional advisers.

DEFINITIONS

Unless otherwise specified, the following terms have the following meanings in this announcement:

"Board"	the board of Directors
"Business Day"	a day (other than a Saturday or Sunday or public holiday) on which licensed banks in Hong Kong are generally open for business throughout their normal business hours
"CCASS"	the Central Clearing and Settlement System established and operated by HKSCC
"CCASS Operational Procedures"	the operational procedures of HKSCC in relation to CCASS, containing the practices, procedures and administrative requirements relating to the operations and functions of CCASS, as from time to time in force
"Change in Board Lot Size"	the proposed change in board lot size of shares of the Company for trading on the Stock Exchange from 10,000 Shares to 2,000 Subdivided Shares for each board lot as referred in the section headed "PROPOSED CHANGE IN BOARD LOT SIZE" of this announcement
"Company"	China 33 Media Group Limited, a company incorporated in the Cayman Islands with limited liability and the Shares of which are listed on the Stock Exchange
"Director(s)"	director(s) of the Company
"EGM"	the extraordinary general meeting of the Company to be held to consider and, if thought fit, approve the Share Subdivision and the matters contemplated thereunder
"Existing Share Certificate(s)"	existing form of certificate(s) of the Share(s)
"GEM"	the GEM of the Stock Exchange

"GEM Listing Committee"	the GEM listing sub-committee of the board of the Stock Exchange
"GEM Listing Rules"	the Rules Governing the Listing of Securities on GEM
"General Rules of HKSCC"	the General Rules of HKSCC as may be amended or modified from time to time and where the context so permits, shall include the HKSCC Operational Procedures
"Group"	the Company and its subsidiaries
"HK$"	Hong Kong dollars, the lawful currency of Hong Kong
"HKSCC"	Hong Kong Securities Clearing Company Limited
"HKSCC Operational Procedures"	the operational procedures of the HKSCC, containing the practices, procedures and administrative or other requirements relating to the operations and functions of CCASS, as from time to time in force
"Hong Kong"	the Hong Kong Special Administrative Region of the People's Republic of China
"New Share Certificate(s)"	form of certificate(s) of the Subdivided Share(s)
"Share(s)"	existing ordinary share(s) of US$0.004 each in the share capital of the Company prior to the Share Subdivision becoming effective
"Share Subdivision"	the proposed share subdivision of every existing Share (both issued and unissued) of par value of US$0.004 each into five (5) Subdivided Shares of par value of US$0.0008 each as referred to in the section headed "PROPOSED SHARE SUBDIVISION" of this announcement
"Shareholder(s)"	holder(s) of the Share(s)
"Stock Exchange"	The Stock Exchange of Hong Kong Limited
"Subdivided Share(s)"	ordinary share(s) of US$0.0008 each in the share capital of the Company immediately after the Share Subdivision becoming effective

"US$"	United States dollars, the lawful currency of the United States of America

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

Hong Kong, 18 March 2026

As at the date of this announcement, the executive Directors are Mr. Ruan Deqing (Chairman) and Ms. Wang Linlin; and the independent non-executive Directors are Ms. Tay Sheve Li, Mr. Chan Wing Wah Terence and Ms. Wipada Kunna.

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.