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華夏視聽

CATHAY MEDIA AND EDUCATION GROUP INC.

華夏視聽教育集團

(incorporated in the Cayman Islands with limited liability)

(Stock Code: 1981)

**FURTHER DELAY IN DESPATCH OF CIRCULAR
MAJOR TRANSACTION AND CONNECTED TRANSACTION
DISPOSAL OF BEIJING SHUIMU HUAXIA EDUCATION &
TECHNOLOGY CO., LTD.**

Reference is made to the announcement of Cathay Media and Education Group Inc. (the “**Company**”) dated 28 March 2022 in relation to, among others, the disposal of Beijing Shuimu Huaxia Education & Technology Co., Ltd. (the “**Announcement**”) and the announcements dated 20 April 2022 and 22 April 2022 (the “**Delay Announcements**”) in relation to the delay in the despatch of the circular containing, among others, further details of the Disposal (the “**Circular**”). Capitalised terms used herein shall have the same meanings as those defined in the Announcement unless the context requires otherwise.

This announcement is made pursuant to Rule 14.36A of the Listing Rules. As disclosed in the Delay Announcements, the Company had applied for, and the Stock Exchange had granted, a waiver from strict compliance with Rule 14.41(a) of the Listing Rules, on the condition that the Circular be despatched to the Shareholders on or before 20 May 2022. However, as additional time is required to arrange for the bulk printing of the Circular, it is expected that the despatch date of the Circular will be postponed to a date on or before 26 May 2022. Accordingly, the Company applied for a second waiver (the “**Second Waiver**”) from the Stock Exchange from strict compliance with Rule 14.41(a) of the Listing Rules on 19 May 2022. On 20 May 2022, the Stock Exchange granted the Second Waiver to the Company on the condition that the Company despatch the Circular on or before 26 May 2022.

The Second Waiver applies to this case only and the Stock Exchange may withdraw or change the Second Waiver if the Company’s situation changes.

By order of the Board
Cathay Media and Education Group Inc.
Pu Shulin
Chairman and executive Director

Hong Kong, 20 May 2022

As at the date of this announcement, the executive directors are Mr. Pu Shulin, Mr. Sun Haitao, Mr. Wu Ye and Mr. Yan Xiang and the independent non-executive directors are Mr. Zhang Jizhong, Mr. Lee Cheuk Yin Dannis and Mr. Huang Yu.