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CNCG

CHINA NATIONAL CULTURE GROUP LIMITED

中國國家文化產業集團有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 745)

POLL RESULTS OF THE ANNUAL GENERAL MEETING HELD ON 28 SEPTEMBER 2022

Reference is made to the circular (the “**Circular**”) and notice (the “**Notice**”) of annual general meeting (“**AGM**”) dated 26 August 2022 of China National Culture Group Limited (the “**Company**”). Unless otherwise defined, terms used herein shall have the same meaning as defined in the Circular and the Notice.

POLL RESULTS OF THE ANNUAL GENERAL MEETING

At the AGM, all proposed resolutions as set out in the Notice were taken by poll. McMillan Woods (Hong Kong) CPA Limited, was appointed as the scrutineer at the AGM for the purpose of vote-taking.

As at the date of the AGM, the total number of issued shares of the Company was 781,221,520 shares (the “**Shares**”), which was the total number of eligible Shares that entitled the Shareholders to attend and vote on the resolutions proposed at the AGM. There was no Share entitling any Shareholder to attend and abstain from voting in favour of the resolutions proposed at the AGM as set out in Rule 13.40 of the Listing Rules and no Shareholder was required to abstain from voting in respect of the resolutions proposed at the AGM.

Set out below are the poll results in respect of the respective resolutions put to the vote at the AGM:

Ordinary resolutions		Number of Shares (approximate % of voting Shares at the AGM)	
		For	Against
1.	To receive and consider the audited consolidated financial statements and the Reports of the Directors and the Auditor for the year ended 31 March 2022	191,021,823 (100%)	0 (0%)
2.	(i) To re-elect Ms. SUN Wei as executive Director	191,021,823 (100%)	0 (0%)
	(ii) To re-elect Ms. MAN Qiaozhen as executive Director	191,021,823 (100%)	0 (0%)
	(iii) To authorise the Board of Directors to fix the remuneration of each Director	191,021,823 (100%)	0 (0%)
3.	To re-appoint Elite Partners CPA Limited as the Auditor, and authorise the Board of Directors to fix their remuneration	191,021,823 (100%)	0 (0%)
4.	To give a general mandate to the Directors to repurchase shares of the Company	191,021,823 (100%)	0 (0%)
5.	To give a general mandate to the Directors to issue new shares of the Company	190,998,823 (99.99%)	23,000 (0.01%)
6.	To extend the general mandate to be given to the Directors to issue shares of the Company by adding the number of shares repurchased	190,998,823 (99.99%)	23,000 (0.01%)

As more than 50% of the votes were cast in favour of Resolutions 1 to 6, Resolutions 1 to 6 were duly passed as ordinary resolutions.

The attendance record of the directors of the Company (the “**Directors**”) at the AGM is set out as follows:

- the independent non-executive Director, Mr. Liu Kwong Sang attended the AGM in person;
- the executive Directors, Ms. Sun Wei and Ms. Man Qiaozhen and the independent non-executive Directors, Ms. Wang Miaojun and Ms. Wang Yujie attended the AGM by electronic means.

By Order of the Board
CHINA NATIONAL CULTURE GROUP LIMITED
SUN Wei
Executive Director

Hong Kong, 28 September 2022

As at the date hereof, the executive Directors are Ms. SUN Wei and Ms. MAN Qiaozhen, and the independent non-executive Directors are Mr. LIU Kwong Sang, Ms. WANG Miaojun and Ms. WANG Yujie.