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*(A joint stock limited company incorporated in the People's Republic of China with limited liability)
(Stock Code: 3636)*

**THE VOTING RESULTS OF THE
2022 FIRST EXTRAORDINARY GENERAL MEETING
CHANGE OF EXECUTIVE DIRECTOR
CONTINUING CONNECTED TRANSACTIONS
AND
APPROVAL AND EFFECTIVENESS OF THE ARTICLES OF ASSOCIATION**

References are made to the circular of the 2022 first extraordinary general meeting (the “**Circular**”) dated 4 November 2022 and the announcement of change the venue of the extraordinary general meeting dated 28 November 2022 of Poly Culture Group Corporation Limited (the “**Company**”). Unless otherwise defined, capitalised terms used herein shall have the same meanings as those defined in the Circular.

CONVENING AND ATTENDANCE OF THE MEETING

The 2022 first extraordinary general meeting (the “**Meeting**”) of the Company was held at 2:30 p.m. on Wednesday, 30 November 2022 at the Meeting Room, 14/F, Office Tower of Poly Plaza, 14 South Street of Dongzhimen, Dongcheng District, Beijing, the PRC.

The Meeting was convened by the Board and chaired by Mr. Wang Bo, the chairman. There are nine Directors in the Company, eight of whom attended the Meeting. Mr. Sun Hua was absent from the Meeting for work reasons. Voting at the Meeting was conducted by a registered poll onsite. Computershare Hong Kong Investor Services Limited, the Company’s H share registrar, was appointed by the Company as the scrutineer for the voting at the Meeting.

The convening of the Meeting was in compliance with the requirements of the relevant laws and regulations of the PRC, the Listing Rules and the Articles of Association.

The issued share capital of the Company as at the date of the Meeting was 246,316,000 Shares, of which the number of the Domestic Shares and the H Shares were 156,868,400 Shares and 89,447,600 Shares, respectively, which was the total number of Shares entitling the Shareholders to attend and vote for or against or abstain from voting on the resolutions at the Meeting.

At the Meeting, Poly Group, a substantial Shareholder of the Company, together with its associate Poly International, holding directly and indirectly 156,868,400 Shares of the Company (representing approximately 64% of the total issued share capital of the Company), have abstained from voting at the Meeting in respect of the ordinary resolution No. 2: to consider and approve the renewal of the New Cinema Box Office Income Sharing Framework Agreement and the proposed annual caps for 2023, 2024 and 2025 and the ordinary resolution No. 3: to consider and approve the renewal of the proposed annual caps for 2023, 2024 and 2025 under the Property Lease Framework Agreement.

The total number of Shares entitling Independent Shareholders to attend and vote for, against or abstain from voting in respect of the ordinary resolutions at the Meeting is 89,447,600 Shares.

Except for the above, no party has stated its intention in the Circular that it would vote against or abstain from voting on any resolution at the Meeting.

Except for the above, to the best knowledge, information and belief of the Directors, there was no restriction on any Shareholder casting votes on any of the proposed resolutions at the Meeting. There were no Shares entitling the holders of the Shares to attend but abstain from voting in favour of the resolutions at the Meeting as set out in Rule 13.40 of the Listing Rules, and no Shareholder was required under the Listing Rules to abstain from voting on any of the resolutions at the Meeting.

Details about the attendance of the Shareholders and their authorized proxies at the Meeting are set out as follows:

Number of Shareholders and their authorized proxies attending the Meeting	3
Of which: Number of holders of Domestic Shares	2
Number of holders of H Shares	1
Total number of the voting Shares held by the attendees	172,215,400
Of which: Total number of Shares held by holders of Domestic Shares	156,868,400
Total number of Shares held by holders of H Shares	15,347,000
Percentage of the total number of voting Shares of the Company (%)	69.916449
Of which: Percentage of the Shares held by holders of Domestic Shares to the total number of voting Shares of the Company	63.685834
Percentage of the Shares held by holders of H Shares to the total number of voting Shares of the Company	6.230615

Note: The chairman of the Meeting was appointed by some of the holders of H Shares and holders of Domestic Shares respectively to vote on their behalf. The numbers of holders of H Shares and holders of Domestic Shares are counted separately and the total number of Shareholders is not counted repeatedly.

CONSIDERATION OF THE RESOLUTIONS

The voting results in respect of the resolutions proposed at the Meeting are set out as follows:

Ordinary Resolutions		Number of votes & Percentage of the total voting Shares at the Meeting (%)		
		For	Against	Abstained
1.	To consider and approve the proposed appointment of Mr. Guo Wenpeng as executive director	163,695,000 (95.052475%)	4,020,400 (2.334518%)	4,500,000 (2.613007%)
As more than 1/2 of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.				
2.	To consider and approve the renewal of the New Cinema Box Office Income Sharing Framework Agreement and the proposed annual caps for 2023, 2024 and 2025	555,600 (3.620252%)	14,791,400 (96.379748%)	0 (0.000000%)
As less than 1/2 of the votes were cast in favour of this resolution, the resolution was not duly passed as an ordinary resolution.				
3.	To consider and approve the renewal of the proposed annual caps for 2023, 2024 and 2025 under the Property Lease Framework Agreement	555,600 (3.620252%)	14,791,400 (96.379748%)	0 (0.000000%)
As less than 1/2 of the votes were cast in favour of this resolution, the resolution was not duly passed as an ordinary resolution.				
Special Resolution		Number of votes & Percentage of the total voting Shares at the Meeting (%)		
		For	Against	Abstained
4.	To consider and approve the proposed amendments to the Articles of Association	157,424,000 (91.411105%)	14,791,400 (8.588895%)	0 (0.000000%)
As more than 2/3 of the votes were cast in favour of this resolution, the resolution was duly passed as a special resolution.				

For the full text of the resolutions, please refer to the Circular. The Circular can be downloaded from the websites of the Company (www.ppolyculture.com.cn) and the Stock Exchange (www.hkexnews.hk). Save as the above resolutions, the Company has not received any resolution put forward by any Shareholder(s) holding 3% or more of the Company's voting Shares.

CHANGE OF EXECUTIVE DIRECTOR

Reference is made to the announcement of the Company dated 9 September 2022 in relation to, among other things, application for resignation of Mr. Zhang Xi (“**Mr. Zhang**”) as the executive Director of the Company and proposed appointment of Mr. Guo Wenpeng (“**Mr. Guo**”) as the executive Director of the Company.

Mr. Zhang resigned as the executive Director of the Company due to age reason, with effect from 30 November 2022. Mr. Zhang has confirmed that he has no disagreement with the Board in any aspects and there is no matter relating to his resignation that needs to be brought to the attention of the Stock Exchange and the Shareholders.

The Board would like to take this opportunity to express its sincere gratitude to Mr. Zhang for his contribution to the Company during his tenure of office.

The above ordinary resolution No. 1 has been duly passed by the Shareholders at the Meeting. Pursuant to the Articles of Association, Mr. Guo has been appointed as the executive Director of the fourth session of the Board. Mr. Guo has also been appointed as a member of the strategy committee of the Board from the same date. His appointment will be effective from the date of approval at the Shareholders’ general meeting to the date of expiry of the term of office of the fourth session of the Board.

For biographical details and other information of Mr. Guo, please refer to the Circular. As of the date of this announcement, there has been no change to such information.

CONTINUING CONNECTED TRANSACTIONS

Reference is made to the announcement of the Company dated 13 October 2022, in relation to, among others, the proposed renewal of the New Cinema Box Office Income Sharing Framework Agreement and the proposed annual caps for 2023, 2024 and 2025 and renewal of the proposed annual caps for 2023, 2024 and 2025 under the Property Lease Framework Agreement. As the proposals of considering and approving renewal of the New Cinema Box Office Income Sharing Framework Agreement and the proposed annual caps for 2023, 2024 and 2025 and renewal of the proposed annual caps for 2023, 2024 and 2025 under the Property Lease Framework Agreement at the Meeting were not duly passed by the Shareholders, the Board announces that before obtaining the approval from the Shareholders’ general meeting towards the continuing connected transactions and the proposed annual caps, the actual amount of transactions under the New Cinema Box Office Income Sharing Framework Agreement and the Property Lease Framework Agreement by the Group will be less than RMB35,697,297, where according to the Listing Rules, the highest applicable percentage of the actual transaction amount is less than 5%. In relation to such continuing connected transactions, the Company will strictly comply with the reporting, announcement, annual review and/or Independent Shareholders’ approval requirements under Chapter 14A of the Listing Rules.

APPROVAL AND EFFECTIVENESS OF THE ARTICLES OF ASSOCIATION

Reference is made to the announcement of the Company dated 29 August 2022 in relation to, among other things, the proposed amendments to the Articles of Association.

The Board announces that the revised Articles of Association duly approved by the Shareholders at the Meeting has come into effect on 30 November 2022. The full text of the revised Articles of Association can be downloaded from the websites of the Company (www.polyculture.com.cn) and the Stock Exchange (www.hkexnews.hk).

By order of the Board
Poly Culture Group Corporation Limited
Wang Bo
Chairman

Beijing, the PRC
30 November 2022

As of the date of this announcement, the executive directors of the Company are Mr. Wang Bo, Mr. Jiang Yingchun, Mr. Guo Wenpeng and Mr. Xu Bei, the non-executive directors are Ms. Zhang Hong and Mr. Fu Chengrui, and the independent non-executive directors are Ms. Li Xiaohui, Mr. Sun Hua and Mr. Fung Edwin.