

*Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.*



**STARLIGHT CULTURE  
ENTERTAINMENT**

**STARLIGHT CULTURE ENTERTAINMENT GROUP LIMITED**

**星光文化娛樂集團有限公司**

*(Incorporated in Bermuda with limited liability)*

**(Stock Code: 1159)**

**(1) RESIGNATION OF EXECUTIVE DIRECTOR  
(2) REDESIGNATION OF DIRECTOR  
(3) APPOINTMENT OF CO-CHAIRMAN  
(4) APPOINTMENT OF  
INDEPENDENT NON-EXECUTIVE DIRECTOR  
AND  
(5) CHANGE OF COMPOSITION OF  
COMMITTEES OF THE BOARD**

This announcement is made pursuant to Rule 13.51(2) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”).

**RESIGNATION OF EXECUTIVE DIRECTOR**

The board (the “**Board**”) of directors (the “**Directors**”, each a “**Director**”) of Starlight Culture Entertainment Group Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) announces that Mr. Zhou Jingbo (“**Mr. Zhou**”) has tendered his resignation as (i) an executive Director; and (ii) a member of each of the executive committee (the “**Executive Committee**”), anti-money laundering committee (the “**Anti-Money Laundering Committee**”) and investment steering committee (the “**Investment Steering Committee**”) of the Company with effect from 2 March 2023 due to his other business engagements which require more of his attention and dedication.

Mr. Zhou has confirmed that (i) he has no claim against the Company in respect of his resignation and there is no disagreement between him and the Board; and (ii) there are no matters that need to be brought to the attention of The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) and the shareholders of the Company in relation to his resignation.

The Board would like to express its sincere gratitude to Mr. Zhou for his valuable contributions to the Company during his tenure of office as an executive Director and members of the committees.

## **REDESIGNATION OF DIRECTOR AND APPOINTMENT OF CO-CHAIRMAN**

The Board is pleased to announce that with effect from 2 March 2023, Mr. Jing Xufeng (“**Mr. Jing**”) has been redesignated from an independent non-executive Director to an executive Director and has been appointed as a co-chairman of the Board. Mr. Jing and Mr. Tang Liang (“**Mr. Tang**”) (an executive Director) will provide leadership to the Board jointly as co-chairmans.

There will be clear delineation of duties between Mr. Jing and Mr. Tang. Mr. Jing will be responsible for investment and further business development. Mr. Tang will be responsible for overall leadership in the business development and management of the Company, as well as the improvement of corporate governance and the compliance with the Listing Rules.

The co-chairman arrangement will allow Mr. Jing to share some of the responsibilities of Mr. Tang, particularly those relating to investment and further business development.

The biographical details of Mr. Jing are set out below:

Mr. Jing Xufeng, aged 52, was appointed as an independent non-executive Director on 12 May 2021 and redesignated as an executive Director and appointed as a co-chairman of the Board on 2 March 2023.

Mr. Jing has years of experience in the fields of news media, audiovisual, culture media and investment management. From July 1994 to May 2010, he served in Xinhua News Agency (新華社) as the reporter of Jiangsu Branch, director of television news centre\* (電視新聞中心), director of news and information centre\* (新聞信息中心), assistant to director of Xinhua News Agency Audio News Editorial Department\* (新華社音像新聞編輯部) as well as person-in-charge and director of Xinhua News Agency Audio News Desk\* (新華社音像中心). From October 2008 to October 2013, he served as the director of the China Audiovideo and Digital Publishing Association (中國音像與數字出版協會). Subsequently, he held various management positions in different companies, including serving as the director of 360 Enterprise Security Technology (Beijing) Group Co., Ltd. (360企業安全技術(北京)集團有限公司) from October 2017 to December 2018, the chairman of Tengyue Culture Media (Beijing) Group Co., Ltd. (騰閱文化傳媒(北京)集團有限公司) from September 2016 to December 2020, the executive director of Beijing Jinhui Graham Investment Limited (北京金匯金投資集團有限公司) from April 2019 to December 2020, the chairman and manager of Tianjin Tengyue Tianxia Culture and Technology Co., Ltd\* (天津騰閱天下文化科技有限公可) since June 2017, the vice chairman of Zhongan Huixin Investment Management Co., Ltd. (中安匯信投資管理有限公可) since July 2017, the director of Moer Xingling (Beijing) Network Technology Co., Ltd.\* (摩爾星靈(北京)網絡科技有限公可) from September 2017 to July 2022, the director of Zhejiang Talent Television & Film Co., Ltd. (浙江唐德影視股份有限公可), a company listed on the Shenzhen Stock Exchange with stock code 300426, since May 2019 and the independent director of CITIC Press Corporation (中信出版集團股份有限公可), a company listed on the Shenzhen Stock Exchange with stock code 300788, since September 2016.

Mr. Jing graduated from Yangzhou University majoring in Chinese Language and Literature in June 1994.

Mr. Jing has entered into a service agreement as an executive Director and a co-chairman of the Board with the Company for a term of three years commencing on 2 March 2023 subject to rotation, removal, vacation or termination of such office in accordance with the Listing Rules and the bye-laws of the Company. Mr. Jing will hold office until the next following general meeting of the Company and will then be eligible for re-election in accordance with the bye-laws of the Company. Pursuant to the service agreement, Mr. Jing is entitled to an annual emolument of HK\$240,000.00 (inclusive of salaries, director fees and other benefits) for acting as an executive Director and a co-chairman of the Board, subject to review of the remuneration committee of the Board (the “**Remuneration Committee**”). Mr. Jing’s emolument was determined by the Board with reference to his qualifications, experience, duties and responsibilities with the Company, as well as the Group’s performance and the prevailing market conditions.

Save as disclosed above, as at the date of this announcement, (i) Mr. Jing does not hold any other position in the Company and other members of the Group; (ii) Mr. Jing does not hold any other directorships in any other public companies the securities of which are listed on any securities market in Hong Kong or overseas in the last three years; (iii) Mr. Jing does not, and is not deemed to have any interests or short positions in any shares, underlying shares or debentures of the Company or any of its associated corporations within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong); (iv) Mr. Jing does not have any relationship with any Directors, senior management, substantial shareholders (as defined under the Listing Rules) or controlling shareholders (as defined under the Listing Rules) of the Company; and (v) Mr. Jing does not possess any other major appointments or professional qualifications.

Save as disclosed above, the Board is not aware of any other matters relating to the redesignation of Mr. Jing as an executive Director and his appointment as a co-chairman of the Board that need to be brought to the attention of the shareholders of the Company or the Stock Exchange, nor is there any other information which is required to be disclosed by the Company pursuant to Rule 13.51(2) of the Listing Rules.

## **APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR**

The Board is pleased to announce that with effect from 2 March 2023, Mr. Wu Hongliang (“**Mr. Wu**”) has been appointed as an independent non-executive Director. The biographical details of Mr. Wu are set out below:

Mr. Wu, aged 52, is the founder of, and currently the Chief Content Officer of Zhejiang Talent Television & Film Co., Ltd\* (浙江唐德影視股份有限公司), which is a company listed on the Shenzhen Stock Exchange (stock code: 300426). Mr. Wu has participated in the production of a large number of movies and television drama series such as “Young Hero Fong Sai Yuk”\* (少年英雄方世玉), “the Great Emperor of the Han Dynasty”\* (漢武大帝), etc. Mr. Wu is also currently serving as the executive director (常務理事) of China Television and Art Committee\* (中國電視藝術委員會), “China Television Council”\* (《中國電視》理事會) and the Beijing Film Academy (北京電影學院).

Mr. Wu has over ten years of experience in the field of movie and television drama production. From October 2006 to December 2009, Mr. Wu served as the director\* (董事) and manager\* (經理) of Dongyang Talent Television & Film Co., Ltd\* (東陽唐德影視製作有限公司). From December 2009 to August 2011, Mr. Wu was redesignated as the chairman of the board\* (董事長) and manager\* (經理) of the same company, Mr. Wu has also worked at China Film Group Corporation (中國電影集團公司) and held the position of assistant director of the television program production centre\* (電視節目製作中心主任助理). Mr. Wu has also been the deputy general manager (常務副總經理) of Century Hero Film Investment Co., Ltd (世紀英雄電影投資有限公司).

Mr. Wu obtained a bachelor's degree in production management from the Beijing Film Academy (北京電影學院) in June 1993. Mr. Wu was awarded "The Ninth National Top Ten TV Drama Producer\* (第九屆全國十佳電視劇出品人) in 2012.

Mr. Wu has entered into a letter of appointment as an independent non-executive Director with the Company for a term of three years commencing on 2 March 2023 subject to rotation, removal, vacation or termination of such office in accordance with the Listing Rules and the bye-laws of the Company. Mr. Wu will hold office until the next following general meeting of the Company after his appointment and will then be eligible for re-election in accordance with the bye-laws of the Company.

Pursuant to the letter of appointment, Mr. Wu is entitled to an annual emolument of HK\$240,000.00 (inclusive of salaries, director fees and other benefits) for acting as an independent non-executive Director, subject to review of the Remuneration Committee. Mr. Wu's emolument was determined by the Board with reference to his qualifications, experience, duties and responsibilities with the Company, as well as the Group's performance and the prevailing market conditions.

Save as disclosed above, as at the date of this announcement, (i) Mr. Wu does not hold any other position in the Company and other members of the Group; (ii) Mr. Wu does not hold any other directorships in any other public companies the securities of which are listed on any securities market in Hong Kong or overseas in the last three years; (iii) Mr. Wu does not, and is not deemed to have any interests or short positions in any shares, underlying shares or debentures of the Company or any of its associated corporations within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong); (iv) Mr. Wu does not have any relationship with any Directors, senior management, substantial shareholders (as defined under the Listing Rules) or controlling shareholders (as defined under the Listing Rules) of the Company; and (v) Mr. Wu does not possess any other major appointments or professional qualifications.

Mr. Wu has confirmed his independence in accordance with Rule 3.13 of the Listing Rules. As at the date of this announcement, save as disclosed above, the Board is not aware of any other matters relating to the appointment of Mr. Wu that need to be brought to the attention of the shareholders of the Company or the Stock Exchange, nor is there any other information which is required to be disclosed by the Company pursuant to Rule 13.51(2) of the Listing Rules.

The Board would like to take this opportunity to extend its warmest welcome to Mr. Wu for joining the Company.

## **CHANGE IN COMPOSITION OF BOARD COMMITTEES**

Following the redesignation of Mr. Jing from an independent non-executive Director to an executive Director, Mr. Jing ceased to be a member of each of the audit committee of the Company (the “**Audit Committee**”), Remuneration Committee and nomination committee of the Company (the “**Nomination Committee**”). Mr. Jing has been appointed as a member of the Executive Committee and remained as a member of the Anti-money Laundering Committee and Investment Steering Committee with effect from 2 March 2023.

Following the appointment of Mr. Wu as the independent non-executive Director, Mr. Wu has been appointed as a member of each of the Audit Committee, Remuneration Committee and Nomination Committee with effect from 2 March 2023.

\* *for identification purposes only*

By Order of the Board  
**Starlight Culture Entertainment Group Limited**  
**Mr. Tang Liang**  
*Co-Chairman*

Hong Kong, 2 March 2023

*As at the date of this announcement and following the above resignation, redesignation and appointment of Directors, the Board comprises six executive Directors, namely Mr. Tang Liang (Co-Chairman), Mr. Jing Xufeng (Co-Chairman), Mr. Chau Chit, Mr. Luo Lei, Mr. Sang Kangqiao, and Ms. Wu Xiaoli; and three independent non-executive Directors, namely Mr. Wong Wai Kwan, Mr. Michael Ngai Ming Tak, and Mr. Wu Hongliang.*