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China Bright Culture Group

燦盛文化集團*

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1859)

CHANGE OF DIRECTORS AND COMPOSITION OF BOARD COMMITTEES

The Board announces that with effect from 28 March 2023,

- (1) Mr. NIE Lei has been appointed as an executive Director and a member of the Remuneration Committee;
- (2) Mr. WANG Daotie has been appointed as a non-executive Director and a member of the Audit Committee;
- (3) Dr. LU Di has been appointed as an independent non-executive Director, a member of the Audit Committee, a member of the Remuneration Committee and a member of the Nomination Committee; and
- (4) Mr. YU Xuezhong, an independent non-executive Director, has been appointed as the chairman of the Remuneration Committee and a member of the Nomination Committee.

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

APPOINTMENT OF DIRECTORS AND CHANGE IN COMPOSITION OF BOARD COMMITTEES

The board (the “**Board**”) of directors (the “**Directors**”) of the Company is pleased to announce that with effect from 28 March 2023,

- (1) Mr. NIE Lei has been appointed as an executive Director and a member of the remuneration committee of the Board (the “**Remuneration Committee**”);
- (2) Mr. WANG Daotie has been appointed as a non-executive Director and a member of the audit committee of the Board (the “**Audit Committee**”); and
- (3) Dr. LU Di has been appointed as an independent non-executive Director, a member of the Audit Committee, a member of the Remuneration Committee and a member of the nomination committee of the Board (the “**Nomination Committee**”).

The biographical details of the above-mentioned Directors are set out as below:

Mr. NIE Lei

Mr. NIE Lei (聶雷) (“**Mr. Nie**”), aged 41, has been appointed as an executive Director and a member of the Remuneration Committee with effect from 28 March 2023. Mr. Nie was appointed as the vice president of the Company in March 2023.

Mr. Nie is a senior engineer and holds a bachelor degree in civil engineering from East China Jiaotong University (華東交通大學) in the People’s Republic of China (the “**PRC**”). He has over 17 years of experience in civil engineering.

Pursuant to the service contract entered into between the Company and Mr. Nie, Mr. Nie is appointed for a fixed term of three years commencing on 28 March 2023 and his appointment is subject to retirement by rotation and re-election at the annual general meeting of the Company in accordance with the provisions of the articles of association of the Company (the “**Articles**”) and the Listing Rules. Mr. Nie will not receive any director’s fee for his appointment as a Director.

Mr. WANG Daotie

Mr. WANG Daotie (王道鐵) (“**Mr. Wang**”), aged 34, has been appointed as a non-executive Director and a member of the Audit Committee with effect from 28 March 2023.

Mr. Wang graduated from the Central Academy of Drama in the PRC with major in performing art. Mr. Wang has over 8 years of experience as the producer and director of various media companies in the PRC.

Pursuant to the appointment letter entered into between the Company and Mr. Wang, Mr. Wang is appointed for a fixed term of three years commencing on 28 March 2023 and his appointment is subject to retirement by rotation and re-election at the annual general meeting of the Company in accordance with the provisions of the Articles and the Listing Rules. Mr. Wang is entitled to an annual director’s fee of

HK\$120,000, which is determined with reference to his roles and responsibilities and the prevailing market practice.

Dr. LU Di

Dr. LU Di (陸地)(“**Dr. Lu**”), aged 59, has been appointed as an independent non-executive Director, a member of the Audit Committee, a member of the Remuneration Committee and a member of the Nomination Committee with effect from 28 March 2023.

Dr. Lu holds a doctoral degree in journalism from the School of Journalism and Communication of Renmin University of China in the PRC. He is the deputy director (副主任) of the Cultural Heritage Communication Professional Committee of the China Cultural Relics Society (中國文物學會文化遺產傳播專業委員會) since December 2022, the vice president (副會長) of the Chinese Popular Culture Association (中國大眾文化學會) since July 2022, the president (會長) of Beijing Writers’ Association (北京市寫作協會) since May 2019 and the vice president (副會長) of the Broadcasting and Television Research and Development Committee of the China Association of Social Organizations (中國廣播電視社會組織聯合會廣播電視研究發展委員會) since May 2010.

Dr. Lu was a professor of the School of Journalism and Communication of Tsinghua University in the PRC from 2001 to 2008. Since 2008, he is a professor and doctoral supervisor at the School of Journalism and Communication of Peking University in the PRC and the director of the Centre for Visual and Media Studies of Peking University.

Pursuant to the appointment letter entered into between the Company and Dr. Lu, Dr. Lu is appointed for a fixed term of three years commencing on 28 March 2023 and his appointment is subject to retirement by rotation and re-election at the annual general meeting of the Company in accordance with the provisions of the Articles and the Listing Rules. Dr. Lu is entitled to an annual director’s fee of HK\$120,000, which is determined with reference to his roles and responsibilities and the prevailing market practice.

Save as disclosed above, as of the date of this announcement, each of the above-mentioned Directors confirmed that (1) they did not hold any directorships in any other listed companies in the past three years nor did they have any other major appointments or professional qualifications; (2) they did not hold any positions in the Company or any of its subsidiaries; (3) they did not have any relationships with any directors, supervisors, senior management, substantial Shareholders or controlling Shareholders of the Company or any of its subsidiaries; and (4) they did not have any interests in the shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

Save as disclosed above, the Board is not aware of other information on the proposed appointment of each of the above-mentioned Directors which shall be disclosed pursuant to the requirements set out in Rules 13.51(2)(h) to 13.51(2)(v) of the Listing Rules and there are no other matters in relation to the proposed appointment of each of the above-mentioned Directors that need to be brought to the attention of the Shareholders.

The Board wishes to express its warm welcome to Mr. Nie, Mr. Wang and Dr. Lu on their appointment as Directors.

CHANGE OF COMPOSITION OF REMUNERATION COMMITTEE AND NOMINATION COMMITTEE

The Board further announces that, with effect from 28 March 2023, Mr. YU Xuezhong (“**Mr. Yu**”), an independent non-executive Director, has been appointed as the chairman of the Remuneration Committee and a member of the Nomination Committee.

COMPLIANCE WITH RULES 3.10(1), 3.21 AND 3.25 OF LISTING RULES

Reference is made to the announcement of the Company dated 27 February 2023. Following the appointment of Dr. Lu as an independent non-executive Director and a member of the Audit Committee and the appointment of Mr. Yu as the chairman of the Remuneration Committee with effect from 28 March 2023, the Company is now in compliance with the requirement under (i) Rule 3.10(1) of the Listing Rules stipulating that the Board must have at least three independent non-executive Directors; (ii) Rule 3.21 of the Listing Rules stipulating that the Audit Committee must comprise a minimum of three members; and (iii) Rule 3.25 of the Listing Rules stipulating that the Remuneration Committee must be chaired by an independent non-executive Director.

By order of the Board
China Bright Culture Group
Liu Mu
Chairman & Chief Executive Officer

Hong Kong, 28 March 2023

As at the date of this announcement, the Company’s executive Directors are Mr. LIU Mu and Mr. NIE Lei, non-executive Director is Mr. WANG Daotie, and independent non-executive Directors are Ms. RAN Hua, Mr. YU Xuezhong and Dr. LU Di.

** For identification purpose only*