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**China Bright Culture Group**  
**煜盛文化集團\***

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 1859)**

**CHANGE IN DIRECTORS AND COMPOSITION OF BOARD  
COMMITTEES**

The Board announces that, with effect from 15 March 2024,

- (1) Mr. NIE Lei has resigned as an executive Director and a member of the Remuneration Committee;
- (2) Mr. YU Xuezhong has resigned as an independent non-executive Director, the chairman of the Remuneration Committee and a member of the Nomination Committee;
- (3) Ms. SUN Jing has resigned as an independent non-executive Director, the chairlady of the Audit Committee, a member of the Remuneration Committee and a member of Nomination Committee;
- (4) Mr. MA Hongsen has been appointed as an executive Director and a member of the Remuneration Committee;
- (5) Ms. WU Yaping has been appointed as a non-executive Director and a member of the Audit Committee;
- (6) Mr. HAN Hao has been appointed as an independent non-executive Director, the chairman of Remuneration Committee, a member of the Audit Committee and a member of Nomination Committee; and

(7) Mr. TO Siu Lun has been appointed as the chairman of the Audit Committee.

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

## RESIGNATION OF DIRECTORS

The board (the “**Board**”) of directors (the “**Directors**”) of the Company announces that, with effect from 15 March 2024:

- (i) Mr. NIE Lei (“**Mr. Nie**”) has tendered his resignation for his positions in the Company as an executive Director and a member of the remuneration committee of the Board (the “**Remuneration Committee**”) due to a change in his duty in our Group;
- (ii) Mr. YU Xuezhong (“**Mr. Yu**”) has tendered his resignation for his positions in the Company as an independent non-executive Director, the chairman of the Remuneration Committee and a member of the nomination committee of the Board (the “**Nomination Committee**”) due to personal reasons; and
- (iii) Ms. SUN Jing (“**Ms. Sun**”) has tendered her resignation for her positions in the Company as an independent non-executive Director, the chairlady of the audit committee of the Board (the “**Audit Committee**”), a member of the Remuneration Committee and a member of the Nomination Committee due to a change in her personal career planning.

Each of Mr. Nie, Mr. Yu and Ms. Sun confirmed that they have no disagreement with the Board and there is no matter relating to their individual resignation that needs to be brought to the attention of the shareholders of the Company (the “**Shareholders**”) or the Stock Exchange.

The Board would like to take this opportunity to express its sincere gratitude to Mr. Nie, Mr. Yu and Ms. Sun for their valuable contributions to the Company during their tenures.

## APPOINTMENT OF DIRECTORS AND CHANGE IN COMPOSITION OF BOARD COMMITTEES

The Board is pleased to announce that with effect from 15 March 2024, (i) Mr. MA Hongsen has been appointed as an executive Director and a member of the Remuneration Committee ; (ii) Ms. WU Yaping has been appointed as a non-executive Director and a member of the Audit Committee ; (iii) Mr. HAN Hao has been appointed as an independent non-executive Director, the chairman of the Remuneration Committee, a member of the Audit Committee and a member of the Nomination Committee; and (iv) Mr. To Siu Lun, an independent non-executive Director, has been appointed as the chairman of the Audit Committee.

The biographical details of the Mr. MA Hongsen, Ms. WU Yaping and Mr. HAN Hao are set out below:

### **Mr. MA Hongsen**

Mr. MA Hongsen (馬洪森) (“**Mr. Ma**”), aged 42, has been appointed as an executive Director and a member of the Remuneration Committee with effect from 15 March 2024.

Mr. Ma is currently the partner of Houshi Private Equity Fund Management (Hainan) Co., Ltd. (厚石私募基金管理(海南)有限公司) and is mainly responsible for market research and investment-related management in relation to the private equity projects. From December 2015 to May 2021, Mr. Ma was the partner of Beijing Yunsen Investment Management Co., Ltd. (北京雲森投資管理有限公司) and was mainly responsible for the investment management in Chinese and Hong Kong stock markets. From September 2011 to December 2015, Mr. Ma served as the associate director of UBS AG (Hong Kong) and was mainly responsible for managing overseas assets for domestic high-net-worth clients and providing tax planning and wealth investment advice for the clients. From August 2004 to September 2011, Mr. Ma served as the branch manager at Standard Chartered Bank (Huamao Sub-branch) and was mainly responsible for team building management.

Mr. Ma obtained a bachelor’s degree in investment from the Central University of Finance and Economics in the PRC in 2004.

Pursuant to the service contract entered into between the Company and Mr. Ma, Mr. Ma is appointed for a fixed term of three years commencing on 15 March 2024 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. Ma 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.

### **Ms. WU Yaping**

Ms. WU Yaping (伍亞萍) (“**Ms. Wu**”), aged 26, has been appointed as a non-executive Director and a member of the Audit Committee with effect from 15 March 2024.

Ms. Wu currently serves as the general industry marketing manager-in-charge in Beijing Feishu Technology Co., Ltd., where she is responsible for the implementation of marketing activities, content development and dissemination planning for target markets. From November 2020 to July 2022, Ms. Wu served as the marketing manager in Huawei Technologies Co., Ltd. (“**Huawei**”) and was responsible for the cooperative expansion and dissemination of the Huawei TECH4ALL digital inclusion project. From August 2018 to November 2020, Ms. Wu served as the customer relationship manager in Huawei and was responsible for managing the relationship with several high-level clients. Ms. Wu obtained a bachelor’s degree in broadcasting and hosting from Hunan University in 2018.

Pursuant to the letter of appointment entered into between the Company and Ms. Wu, Ms. Wu is appointed for a fixed term of three years commencing on 15 March 2024 and her 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. Ms. Wu is entitled to an annual director's fee of HK\$120,000, which is determined with reference to her roles and responsibilities and the prevailing market practice.

### **Mr. HAN Hao**

Mr. HAN Hao (韓浩) (“**Mr. Han**”), aged 54, has been appointed as an independent non-executive Director, the chairman of the Remuneration Committee, a member of the Audit Committee and a member of the Nomination Committee with effect from 15 March 2024.

Mr. Han currently serves as the vice chairman of the board and the chief executive officer in Beijing Xinyuanli Technology Co., Ltd. (北京新元麗科技有限公司). From April 2019 to November 2021, Mr. Han served as chief planning officer and vice president in Crazy Sports Group Limited (formerly known as V1 Group Limited), the shares of which are listed on the Stock Exchange (stock code: 82), and was responsible for the formulation and implementation of the development strategy of the Crazy Sports Group Limited. From July 2007 to April 2019, Mr. Han served as the director (處長) of Beijing Radio, Film and Television Bureau (北京市廣播電影電視局) (now known as Beijing Municipal Radio and Television Bureau (北京市廣播電視局) after reorganization). From August 1992 to July 2007, Mr. Han worked as a producer in Beijing Radio and Television Station (北京廣播電視台) (formerly known as Beijing Television Station (北京電視台)) and was responsible for the production of many influential TV programs.

Mr. Han obtained a bachelor's degree in foreign language for specific purposes from the Beijing University of Technology in the PRC in 1992, and a master's degree in television journalism from the Communication University of China (formerly known as Beijing Broadcasting Institute) in the PRC in 2018.

Pursuant to the letter of appointment entered into between the Company and Mr. Han, Mr. Han is appointed for a fixed term of three years commencing on 15 March 2024 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. Han 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.

Mr. Han has confirmed that (a) he is independent having regard to each of the factors referred to in Rules 3.13(1) to (8) of the Listing Rules; (b) he has no past or present financial or other interest in the business of the Company or its subsidiaries or any connection with any core connected persons of the Company; and (c) there are no other factors that may affect his independence at the time of his appointment.

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 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 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. Ma, Ms. Wu and Mr. Han on their new appointments as Directors.

### **CONTINUED SUSPENSION OF TRADING**

At the request of the Company, trading in the shares of the Company (Stock Code: 1859) on the Stock Exchange has been suspended with effect from 9:00 a.m. on 31 March 2023 and will remain suspended until the Company fulfils the resumption guidance imposed by the Stock Exchange on the Company as described in the announcement of the Company dated 24 May 2023.

**The Company will make further announcement(s) in due course to inform the Shareholders and potential investors of any information update. The Shareholders and potential investors are reminded to exercise caution when dealing in the shares of the Company.**

By order of the Board  
**China Bright Culture Group**  
**SU Lei**  
*Chairman*

Hong Kong, 15 March 2024

*As at the date of this announcement, executive Directors are Mr. SU Lei and Mr. MA Hongsen, non-executive Directors are Mr. WANG Daotie and Ms. WU Yaping, and independent non-executive Directors are Dr. LU Di, Mr. TO Siu Lun and Mr. HAN Hao.*

*\* For identification purpose only*