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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

- (1) with effect from 23 April 2024, Dr. LU Di has resigned as an independent non-executive Director, a member of the Remuneration Committee, a member of the Audit Committee and a member of the Nomination Committee; and
- (2) with effect from 24 April 2024, Mr. SHAN Yiqi has been appointed as an independent non-executive Director, a member of the Remuneration Committee, a member of the Audit Committee and a member of the Nomination 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 DIRECTOR

The board (the “**Board**”) of directors (the “**Directors**”) of the Company announces that, with effect from 23 April 2024, Dr. Lu Di (“**Dr. Lu**”) has tendered his resignation for his positions in the Company as an independent non-executive Director, a member of the remuneration committee (the “**Remuneration Committee**”), a member of the audit committee (the “**Audit Committee**”) and a member of the nomination committee (the “**Nomination Committee**”) of the Board as he began to serve as the president of a national society (國家級學會) due to his personal career plan, and was therefore required to resign from all positions held in overseas institutions immediately.

Dr. Lu has confirmed that he has no disagreement with the Board and there is no matter relating to his 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 Dr. Lu for his valuable contributions to the Company during his tenure.

APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR AND CHANGE IN COMPOSITION OF BOARD COMMITTEES

The Board is pleased to announce that with effect from 24 April 2024, Mr. SHAN Yiqi (“**Mr. Shan**”) has been appointed as an independent non-executive Director, a member of the Remuneration Committee, a member of the Audit Committee and a member of the Nomination Committee.

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

Mr. SHAN Yiqi

Mr. SHAN Yiqi (單亦琦, also known as Shan Ye (單也)), aged 58, has been appointed as an independent non-executive Director, a member of the Remuneration Committee, a member of the Audit Committee and a member of the Nomination Committee with effect from 24 April 2024.

[Mr. Shan currently serves as the director and general manager of Huoerguosi Primary Entertainment Movie Co., Ltd. (霍爾果斯頭部娛樂影業有限公司) since May 2017. From May 1995 to November 1999, Mr. Shan served as the art director of Fun Entertainment Limited (天星娛樂有限公司). From March 2003 to July 2006, Mr. Shan served as the co-founder of the Ocean Butterflies Music Pte Ltd. (北京海蝶音樂有限公司). Mr. Shan also served as the general manager in the district of China of Seed Music Limited (種子音樂有限公司中國區) from August 2006 to April 2007 and as the vice president of Ocean Butterflies Music Pte Ltd. (海蝶音樂集團) from 2007 to 2009.

Mr. Shan obtained a bachelor’s degree in orchestral instrument majoring in horn from the Central Conservatory of Music in the PRC in 1988.

Pursuant to the letter of appointment entered into between the Company and Mr. Shan, Mr. Shan is appointed for a fixed term of three years commencing on 24 April 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. Shan 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. Shan 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, Mr. Shan confirmed that (1) he 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) he did not hold any positions in the Company or any of its subsidiaries; (3) he 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) he 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 Mr. Shan as an independent non-executive Director 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 Mr. Shan as an independent non-executive Director that need to be brought to the attention of the Shareholders.]

The Board wishes to express its warm welcome to Mr. Shan on his appointment.

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, 24 April 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 Mr. TO Siu Lun, Mr. HAN Hao and Mr. SHAN Yiqi.

** For identification purpose only*