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SEEC MEDIA GROUP LIMITED

(Incorporated in the Cayman Islands and continued in Bermuda with limited liability)
(Stock Code: 205)

CLARIFICATION ANNOUNCEMENT

Reference is made to the notice of the Annual General Meeting (the “**AGM Notice**”) as set out in the circular of the Company dated 30 May 2024 (the “**Circular**”) and the form of proxy for the Annual General Meeting (the “**Original Proxy Form**”) despatched with the Circular. Unless otherwise defined in this announcement, capitalised terms used herein shall have the same meanings as those defined in the Circular.

The Board would like to clarify that, as stated in AGM notice, the ordinary resolutions numbered 9, 10, 11 (that is, to grant an unconditional general mandate to allot, issue or deal with new shares up to a maximum of 20% of the existing issued share capital of the Company, to grant an unconditional general mandate to the Directors to repurchase shares up to a maximum of 10% of the existing issued share capital of the Company and to extend an unconditional general mandate to the Directors to allot, issue or deal with new shares by the number of shares repurchased) was inadvertently omitted in the Original Proxy Form.

To ratify the above-mentioned omission, printed copies of the revised form of proxy (the “**Revised Proxy Form**”) including resolutions numbered 9, 10, 11 thereto will be despatched to the Shareholders on 6 June 2024. The Revised Proxy Form will also be available on the websites of the Company and the Stock Exchange. The date, time and venue for holding the Annual General Meeting remain unchanged.

Whether or not you intend to attend the Annual General Meeting in person, you are requested to complete and return the Revised Proxy Form in accordance with the instructions printed thereon to the Company’s branch share registrar and transfer office in Hong Kong, Tricor Secretaries Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong (the “**Share Registrar**”) as soon as possible and in any event not less than 48 hours before the time of the Annual General Meeting (the “**Proxy Closing Time**”) or any adjournment thereof (as the case may be).

A Shareholder who has not yet lodged the Original Proxy Form with the Share Registrar is required to lodge the Revised Proxy Form if he or she wishes to appoint any proxy to attend the Annual General Meeting on his or her behalf. In this case, the Original Proxy Form should NOT be lodged with the Share Registrar.

Shareholders should note that:

- (a) If no Original Proxy Form is lodged with the Share Registrar and the Revised Proxy Form is lodged with the Share Registrar at or prior to the Proxy Closing Time, the Revised Proxy Form, if correctly completed and signed, will be treated as a valid form of proxy lodged by him or her. The proxy so appointed by a Shareholder will be entitled to vote at his or her discretion or to abstain on any resolution properly put to the Annual General Meeting in addition to those set out in the AGM notice;
- (b) if both the Original Proxy Form and the Revised Proxy Form, in each case, correctly completed and signed, are lodged with the Share Registrar at or prior to the Proxy Closing Time, the Revised Proxy Form will be treated as a valid form of proxy lodged by the relevant Shareholder;
- (c) if the Original Proxy Form has already been lodged with the Share Registrar at or prior to the Proxy Closing Time but no Revised Proxy Form is lodged with the Share Registrar at or prior to the Proxy Closing Time or if the Revised Proxy Form is lodged with the Share Registrar after the Proxy Closing Time or if the Revised Proxy Form is invalid for whatever reasons, the Original Proxy Form will be treated as valid form of proxy if correctly completed and signed. The proxy so appointed under the Original Proxy Form will be entitled to vote at his or her discretion or to abstain at the Annual General Meeting on ordinary resolutions numbered 9, 10, 11 as set out in the AGM notice.

Shareholders are reminded that completion and return of the Original Proxy Form and/or the Revised Proxy Form will not preclude them from attending and voting in person at the Annual General Meeting or at any adjournment thereof should they so wish.

By Order of the Board
SEEC Media Group Limited
Li Leong
Executive Director

Hong Kong, 6 June 2024

As at the date of this announcement, the Board comprises Mr. Li Leong, Mr. Li Xi, Mr. Li Wei, Mr. Li Zhen and Mr. Zhou Hongtao as the executive directors and Mr. Law Chi Hung and Mr. Wong Ching Cheung as the independent non-executive directors.