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華夏文化科技集團
CA CULTURAL TECHNOLOGY GROUP

CA CULTURAL TECHNOLOGY GROUP LIMITED
華夏文化科技集團有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 01566)

CLARIFICATION ANNOUNCEMENT

Reference is made to (i) the circular jointly issued by CA Cultural Technology Group Limited (the "**Company**") and Kyosei-Bank Co., Ltd. dated 27 April 2026 in relation to, among other things, the Capital Reorganisation, the Proposed Restructuring, the application for the Whitewash Waiver and the Special Deals (the "**Circular**"); (ii) the announcement of the Company dated 15 May 2026 (the "**Announcement**") in relation to, among other things, postponing the date of the EGM from 18 May 2026 to 27 May 2026 and the accompanied 2nd notice of EGM (the "**2nd EGM Notice**") and 2nd revised form of proxy (the "**2nd Revised Proxy Form**") each dated 15 May 2026. Unless otherwise defined, capitalised terms used in this announcement shall have the same meanings as those defined in the Circular and the Announcement.

REVISED EXPECTED TIMETABLE FOR CAPITAL REORGANIZATION

As set out in the Announcement, the Revised EGM will be postponed from Monday, 18 May 2026 to Wednesday, 27 May 2026. The Company wishes to update the Shareholders that the expected timetable for the implementation of the Capital Reorganization and Change in Board Lot Size as set out in the Circular shall be revised as follow (in Hong Kong local times and dates),

Event	**Time and Date 2026**
Despatch date of the Circular	Monday, 27 April
Latest time for lodging share transfer in order to qualify for attending voting at the Revised EGM	4:30 p.m. on Monday, 11 May
Closure of register of members for determining the entitlement to attend and vote at the Revised EGM (both dates inclusive)	Tuesday, 12 May – Wednesday, 27 May
Latest time for lodging forms of proxy for the Revised EGM (not less than 48 hours prior to time of the Revised EGM)	Monday, 25 May
Date and time of the Revised EGM	11:15 a.m. on Wednesday, 27 May
Announcement of voting results of the Revised EGM	Wednesday, 27 May

The registration of the Capital Reorganization by the Cayman Companies Registrar will commence immediately after the Capital Reorganization is approved at the Revised EGM. As advised by the Cayman Adviser, it is estimated that this process may take up to around 3 weeks or more.

Meanwhile, as one of the conditions precedent of the Capital Reorganization and the Subscriptions, the Company must also obtain from the Listing Committee of the Stock Exchange the grant of approval (either unconditionally or subject only conditions reasonable acceptable to both the Company and the Investor), for the listing of, and permission to deal in, the New Shares arising from the Capital Reorganization, the Subscription Shares, the Scheme Shares and the CB Conversion Shares (the "**Listing Approval**"). The Listing Approval will not be granted unless the Company is able to demonstrate to the Stock Exchange that it has satisfied all of the resumption conditions (the "**Resumption Conditions**") imposed by the Stock Exchange, full details of which set out in the Company's announcements dated 28 January 2025 and 7 July 2025. The Company and its advisers are currently addressing the Stock Exchange's comments relating to the satisfaction of the Resumption Conditions.

As the time required to complete the foregoing matters cannot be accurately determined at this stage, the expected time and date of, among other things, the effective date of the Capital Reorganization and the trading arrangements of the New Shares that includes the Change in Board Lot Size and matching services for odd lots of the New Shares will be determined in due course, and further announcement(s) will be made by the Company as and when appropriate.

The Stock Exchange would not grant the listing of, and permission to deal in new Shares where the issue of such new Shares would cause or facilitate a breach of requirement(s) under the Listing Rules. The Subscriptions will result in the public float of the Shares being below the minimum public float requirement. The grant of the listing of, and permission to deal in the New Shares is subject to the Company to put in place adequate arrangements to meet the minimum public float requirement under Rule 8.08(1) of the Listing Rules at all times before and after the Completion.

Completion is subject to the fulfilment of the conditions precedent to the Subscriptions and the Creditors' scheme as set out in the Joint Announcement, including but not limited to, the listing of, and permission to deal in the Subscription Shares, CB Conversion Shares and Scheme Shares having been granted by the Stock Exchange. In the event that the listing of, and permission to deal in the Subscription Shares, CB Conversion Shares and/or Scheme Shares is not granted, the Subscription Agreements and the Proposed Restructuring will not become unconditional and the Subscriptions and the Proposed Restructuring will not proceed. Accordingly, the Proposed Restructuring may or may not proceed. Shareholders and potential investors of the Company should therefore exercise caution when dealing in the Shares. If they are in any doubt, they should consult their professional advisers.

CLARIFICATION ON THE ANNOUNCEMENT

The Company also wishes to clarify the following inadvertently made typographical error in the Announcement (with the changes shown in strikethrough and underline for easy reference):

The wordings under the third paragraph of the section headed "UPDATES ON RESOLUTIONS IN THE PROXY FORM", which sets out the following,

"The current approved authorised share capital of HK$500,000,000 divided into 5,000,000,000 Shares of HK$~~0.01~~ will be increased to HK$10,000,000,000 divided into 1,000,000,000,000 Shares of a par value of HK$~~0.10~~ (as set out in resolution 3(A) in the 2nd Revised Proxy Form (as defined below)), and considering this, the Cayman Adviser has recommended that additional clarifying language be included in the preamble of resolutions 1 to 3 in the 2nd Revised Proxy Form (as defined below) to acknowledge the above clarification."

shall be amended as:

"The current approved authorised share capital of HK$500,000,000 divided into 5,000,000,000 Shares of HK$0.10 will be increased to HK$10,000,000,000 divided into 1,000,000,000,000 Shares of a par value of HK$0.01 (as set out in resolution 3(A) in the 2nd Revised Proxy Form (as defined below)), and considering this, the Cayman Adviser has recommended that additional clarifying language be included in the preamble of resolutions 1 to 3 in the 2nd Revised Proxy Form (as defined below) to acknowledge the above clarification."

The above clarification does not affect other information contained in the Announcement, the 2nd EGM Notice and the 2nd Revised Proxy Form (including the holding of the Revised EGM). Save as disclosed above, all other information in the Announcement, the 2nd EGM Notice and the 2nd Revised Proxy Form remain unchanged.

By order of the Board
CA Cultural Technology Group Limited
Chong Heung Chung Jason
Chairman and Executive Director

Hong Kong, 19 May 2026

As of the date of this announcement, the executive Directors are Mr. Chong Heung Chung Jason and Ms. Liu Moxiang, and the independent non-executive Directors are Mr. Ni Zhenliang, Mr. Wang Guozhen and Mr. Hung Muk Ming.

The Directors jointly and severally accept full responsibility for the accuracy of the information contained in this announcement, and confirm, having made all reasonable enquiries, that to the best of their knowledge, opinions expressed in this announcement have been arrived at after due and careful consideration and there are no other facts not contained in this announcement, the omission of which would make any statement in this announcement misleading.