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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)**

### **POLL RESULTS OF THE ANNUAL GENERAL MEETING HELD ON 30 AUGUST 2023 AND ADOPTION OF THE NEW MEMORANDUM AND ARTICLES OF ASSOCIATION OF THE COMPANY**

References are made to the circular (the “**Circular**”) and the notice (the “**AGM Notice**”) of the annual general meeting (the “**AGM**”) of CA Cultural Technology Group Limited (the “**Company**”) dated 28 July 2023 regarding the AGM held on 30 August 2023. Unless otherwise stated, capitalised terms used herein shall have the same meaning as defined in the Circular.

The board of directors (the “**Board**”) of the Company is pleased to announce that the voting of all the proposed resolutions as set forth in the Circular and the AGM Notice (the “**Resolutions**”) had been taken by poll. As at the date of the AGM, the total number of issued shares in the Company was 1,182,042,000 shares, representing the total number of shares in the Company entitling the shareholders of the Company (the “**Shareholders**”) to attend and vote for or against the Resolutions at the AGM. Computershare Hong Kong Investor Services Limited, the Hong Kong branch share registrar and transfer office of the Company, was appointed as the scrutineer at the AGM for the purpose of vote-taking.

There were no restrictions on any Shareholders casting votes in any of the Resolutions at the AGM and there were no Shares entitling any Shareholders to attend and vote only against any of the Resolutions at the AGM.

No person has indicated in the Circular that he/she/it intends to abstain from voting on or vote against any of the Resolutions at the AGM. No Shareholder was required to abstain from voting in the respect of any of the Resolutions proposed for approval at the AGM.

Shareholders representing 263,776,098 shares were present, in person or by proxy or corporate representative, at the AGM. The poll results in respect of all the resolutions proposed at the AGM were as follows:

Ordinary Resolutions		No. of Votes (%) <sup>Note 1</sup>	
		For	Against
1.	To receive and consider the audited consolidated financial statements of the Company and its subsidiaries and the reports of the directors (the “ <b>Directors</b> ”) and Messrs. KTC Partners CPA Limited, the auditor of the Company, for the year ended 31 March 2023;	263,710,074 (99.974970%)	66,024 (0.025030%)
2.	(A) To re-elect Mr. XIONG Hao as an executive Director;	23,347,074 (8.851095%)	240,429,024 (91.148905%)
	(B) To re-elect Mr. HUNG Muk Ming as an independent non-executive Director;	260,336,074 (98.695855%)	3,440,024 (1.304145%)
	(C) To re-elect Mr. WANG Guozhen as an independent non-executive Director;	263,775,074 (99.999612%)	1,024 (0.000388%)
3.	To authorise the board of Directors to determine the remuneration of the Directors;	263,775,074 (99.999612%)	1,024 (0.000388%)
4.	To re-appoint Messrs. KTC Partners CPA Limited as the auditor of the Company and to authorise the board of Directors to fix the remuneration of the auditor of the Company;	263,775,074 (99.999612%)	1,024 (0.000388%)
5.	(A) To grant an unconditional general mandate to the Directors to repurchase shares of the Company not exceeding 10% of the number of the Shares of HK\$0.10 each of the Company in issue;	263,775,074 (99.999612%)	1,024 (0.000388%)
	(B) To grant an unconditional general mandate to the Directors to issue, allot and otherwise deal in shares not exceeding 20% of the Shares of HK\$0.10 each of the Company in issue; and	253,894,074 (96.253632%)	9,882,024 (3.746368%)
	(C) Conditional upon the passing of resolutions 5(A) and 5(B), to extend nominal amount of the securities repurchased under resolution 5(A) to the mandate granted to the Directors under resolution 5(B).	253,894,074 (96.253632%)	9,882,024 (3.746368%)

<b>Special Resolution</b>		<b>No. of Votes (%)<sup>Note 1</sup></b>	
		<b>For</b>	<b>Against</b>
6.	To approve the proposed amendments to the existing memorandum and articles of association of the Company and the adoption of the amended and restated memorandum and articles of association of the Company.	263,710,074 (99.974970%)	66,024 (0.025030%)

As more than 50% of the votes were cast in favour of each of the resolutions numbered 1, 2(B) to 5(C), such resolutions set forth above were duly passed as ordinary resolutions of the Company at the AGM.

As more than 50% of the votes were cast against the resolution numbered 2(A), such resolution was not passed as ordinary resolution of the Company at the AGM.

As more than 75% of the votes were cast in favour of the resolution numbered 6, such resolution was duly passed as special resolution of the Company at the AGM.

The resolutions set forth above are disclosed by way of a summary only. Please refer to the full text of the resolutions as set out in the AGM Notice for details.

#### **ADOPTION OF THE NEW MEMORANDUM AND ARTICLES OF ASSOCIATION**

The Board is pleased to announce that the proposed amendments to the Memorandum and Articles of Association of the Company as set out in the Circular of the Company dated 28 July 2023 and the adoption of the new Memorandum and Articles of Association of the Company were duly approved by the Shareholders by way of a special resolution at the AGM. The full text of the New Memorandum and Articles of Association shall be published on the websites of the Stock Exchange and the Company.

## **RETIREMENT OF EXECUTIVE DIRECTOR**

The Board announces that Mr. Xiong Hao retired as the executive Director of the Company with effect from the conclusion of the AGM held on 30 August 2023 given that the resolution numbered 2(A) was not passed by the Shareholders at the AGM in accordance with the Memorandum and Articles of Association of the Company.

The Board of the Company is not aware of any matter relating to the retirement of Mr. Xiong that needs to be brought to the attention of the Shareholders or the Stock Exchange.

The Board would like to take this opportunity to express its sincerely gratitude to Mr. Xiong for his contribution to the Company during his tenure of office.

All Directors, namely Mr. Chong Heung Chung Jason, Ms. Liu Moxiang, Mr. Xiong Hao, Mr. Ni Zhenliang, Mr. Wang Guozhen and Mr. Hung Muk Ming, attended the AGM either in person or via electronic means.

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

Hong Kong, 30 August 2023

*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.*