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華夏視聽

CATHAY MEDIA AND EDUCATION GROUP INC.

華夏視聽教育集團

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 1981)

CHANGE OF EXECUTIVE DIRECTOR

Resignation of Executive Director

The board (the “**Board**”) of directors (the “**Directors**”) of Cathay Media and Education Group Inc. (the “**Company**”, together with its subsidiaries and consolidated affiliated entities, the “**Group**”) hereby announces that Mr. Yan Xiang (嚴翔) (“**Mr. Yan**”) has tendered his resignation from an executive Director with effect from 27 June 2023 due to his desire to devote more time to the teaching duties and responsibilities of the Group’s university, Communication University of China, Nanjing (南京傳媒學院) (“**CUCN**”). Mr. Yan will continue to serve as a professor at CUCN.

Mr. Yan confirmed that he has no disagreement with the Board, and that he is not aware of any matter relating to his resignation as executive Director that needs to be brought to the attention of the shareholders of the Company (the “**Shareholders**”).

The Board would like to take this opportunity to express its sincere gratitude to Mr. Yan for his valuable contribution to the Board during his tenure as executive Director.

Appointment of Executive Director

Following the resignation of Mr. Yan, the Board is pleased to announce that Ms. Jacqueline Luo (羅佳) (“**Ms. Luo**”) has been appointed as an executive Director with effect from 27 June 2023. Ms. Luo is primarily responsible for strategic formulation and implementation of the Group’s business plan and overall supervision on the development of the Group’s livestreaming e-commerce business. She is the chairperson and a director of Huaxia Youpin (Beijing) Culture Communication Co., Ltd. (華夏優品(北京)文化傳播有限公司) (“**Huaxia Youpin**”) and a director of each of Nanjing Meiya Education Investment Co., Ltd. (南京美亞教育投資有限公司) (“**Nanjing Meiya**”) and CUCN. Huaxia Youpin, Nanjing Meiya and CUCN are consolidated affiliated entities of the Company.

Ms. Luo, aged 43, has more than 14 years of management experience in media, entertainment, television/film production and education businesses. She has served as a vice president of Huaxia Audio-Visual Global Media (Beijing) Holdings Co., Ltd. (華夏視聽環球傳媒(北京)股份有限公司) since joining the Group in 2015 and a vice president of the Company since January 2017. Prior

to joining the Group, Ms. Luo held a management position responsible for business strategy, sales and marketing in a private entertainment company. Ms. Luo graduated from California University, Fullerton, with a bachelor's degree in international business administration.

The Company has entered into a director's service contract with Ms. Luo for a term of three years commencing from 27 June 2023. The service contract may be terminated by not less than three months' notice in writing served by either party. Pursuant to the articles of association of the Company (the "**Articles of Association**"), Ms. Luo shall hold office until the next annual general meeting of the Company where she shall be eligible for re-election. Ms. Luo's directorship will be subject to retirement by rotation and re-election in accordance with the Articles of Association.

Pursuant to the said service contract, Ms. Luo is entitled to a director fee of RMB200,000 per annum. Ms. Luo's overall remuneration package has been determined by the Board following recommendations by the remuneration committee of the Board with reference to the remuneration policy of the Company, her duties and the prevailing market level of remuneration for executives of similar positions.

Ms. Luo is the spouse of Mr. Pu Shulin ("**Mr. Pu**"), the founder of the Group, the chairperson of the Board, an executive Director and the chief executive officer of the Company. As at the date of this announcement, Mr. Pu, Ms. Luo's spouse, was interested in 1,176,670,000 shares of the Company (the "**Shares**") which were held through Cathay Media Holding Inc., his controlled corporation. Under Part XV of the Securities Future Ordinance (Chapter 571 of the Laws of Hong Kong), Ms. Luo is deemed to be interested in 1,176,670,000 Shares in which Mr. Pu is interested, representing approximately 71.1% of the issued capital of the Company.

Save as disclosed above, Ms. Luo does not have any relationship with other Directors, senior management or substantial shareholder or controlling shareholders of the Company, or any interest 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), and does not hold (i) any other position with the Company or other members of the Group; (ii) any directorship in any other public companies with securities of which are listed on any securities market in Hong Kong or overseas in the last three years; and (iii) any other major appointments and professional qualifications.

Save as disclosed above, there are no other matters concerning Ms. Luo that need to be brought to the attention of the Shareholders in connection with her appointment and there is no other information that should be disclosed pursuant to Rule 13.51(2)(h) to (v) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited.

The Board would like to welcome Ms. Luo on her new appointment.

By Order of the Board
Cathay Media and Education Group Inc.
Wu Ye
Executive Director

China, 27 June 2023

As at the date of this announcement, the executive Directors are Mr. Pu Shulin, Ms. Jacqueline Luo, Mr. Wu Ye and Mr. Lau Chi Hung, and the independent non-executive Directors are Mr. Zhang Jizhong, Mr. Lee Cheuk Yin Dannis and Mr. Huang Yu.