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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)

POLL RESULTS OF THE 2021 ANNUAL GENERAL MEETING

At the annual general meeting (the “AGM”) of Cathay Media and Education Group Inc. (the “Company”) held on 27 May 2021, all the proposed resolutions as set out in the notice of the AGM dated 27 April 2021 were taken by poll. The poll results are as follows:

Ordinary Resolutions		Number of Votes (%)	
		For	Against
1.	To receive the audited consolidated financial statements and the reports of the directors and auditors for the year ended 31 December 2020.	1,270,537,532 (100%)	0 (0%)
2.	To declare a final dividend of HK\$0.08 cents per share for the year ended 31 December 2020.	1,270,537,532 (100%)	0 (0%)
3.	(a) To re-elect Mr. PU Shulin as executive director.	1,184,657,880 (93.24%)	85,879,652 (6.76%)
	(b) To re-elect Mr. SUN Haitao as executive director.	1,235,832,532 (97.27%)	34,705,000 (2.73%)
	(c) To re-elect Mr. WU Ye as executive director.	1,235,832,532 (97.27%)	34,705,000 (2.73%)
4.	To authorise the board of directors to fix the remuneration of directors of the Company for the year ending 31 December 2021.	1,237,162,532 (97.37%)	33,375,000 (2.63%)
5.	To re-appoint PricewaterhouseCoopers as auditors and to authorize the board of directors to fix their remuneration.	1,237,162,532 (97.37%)	33,375,000 (2.63%)
6.	To give a general mandate to the directors to buy back shares of the Company not exceeding 10% of total number of issued shares of the Company as at the date of passing of this resolution.	1,270,537,532 (100%)	0 (0%)
7.	To give a general mandate to the directors to issue, allot and deal with additional shares of the Company not exceeding 20% of the total number of issued shares of the Company as at the date of passing of this resolution.	1,171,815,080 (92.23%)	98,722,452 (7.77%)

Ordinary Resolutions		Number of Votes (%)	
		For	Against
8.	To extend the general mandate granted to the directors to issue, allot and deal with additional shares in the capital of the Company by the aggregate number of the shares bought back by the Company.	1,173,024,780 (92.33%)	97,512,752 (7.67%)

Notes:

- (a) The full text of each of the resolutions proposed at the AGM is set out in the notice of the AGM dated 27 April 2021. As a majority of the votes were cast in favour of each of the resolutions numbered 1 to 8, all resolutions were duly passed as ordinary resolutions.
- (b) As at the date of the AGM, the total number of shares of the Company in issue was 1,660,000,000 shares.
- (c) The total number of shares of the Company entitling the holders to attend and vote on the resolutions at the AGM was 1,660,000,000 shares.
- (d) There were no shares entitling the holder to attend and abstain from voting in favour of the resolutions at the AGM as set out in rule 13.40 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”).
- (e) No shareholder of the Company was required under the Listing Rules to abstain from voting on the resolutions at the AGM.
- (f) None of the shareholders of the Company have stated their intention in the Company’s circular for the vote-taking at the AGM.
- (g) The Company’s share registrar in Hong Kong, Tricor Investor Services Limited, acted as the scrutineer for the vote-taking at the AGM.

By order of the Board
Cathay Media and Education Group Inc.
PU Shulin
Chairperson and Executive Director

China, 27 May 2021

As at the date of this announcement, the executive directors are Mr. Pu Shulin, Mr. Sun Haitao, Mr. Wu Ye and Mr. Yan Xiang, and the independent non-executive directors are Mr. Zhang Jizhong, Mr. Lee Cheuk Yin Dannis and Mr. Huang Yu.