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 中國創意
Creative China
Creative China Holdings Limited
中國創意控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 8368)

TERMINATION OF THE CONVERTIBLE BONDS SUBSCRIPTION AGREEMENTS

References are made to (i) the announcements of Creative China Holdings Limited (the “**Company**”) dated 22 May 2023, 23 May 2023 and 18 July 2023 and the circular of the Company dated 27 June 2023 (the “**June 2023 Circular**”) in relation to, among other things, the convertible bonds subscription agreement entered into by and between the Company and Ms. Li Wen dated 22 May 2023 (the “**LW CB Subscription Agreement**”); and (ii) the announcements of the Company dated 19 June 2023 and 11 August 2023 and the circular of the Company dated 24 July 2023 (the “**July 2023 Circular**”) in relation to, among other things, the convertible bonds subscription agreement entered into by and between the Company and Mr. Nian Binbin dated 19 June 2023 (the “**NBB CB Subscription Agreement**”). Unless otherwise specified, capitalised terms used herein shall have the same meanings as defined in the June 2023 Circular and July 2023 Circular.

The Company has received notification from Ms. Li Wen and Mr. Nian Binbin (together referred to as the “**CB Subscribers**”) that they have decided not to proceed with the LW CB Subscription Agreement and NBB CB Subscription Agreement (collectively, the “**CB Subscription Agreements**”) respectively due to the unexpected prolonged timing in obtaining the required foreign exchange approval from the State Administration of Foreign Exchange, in accordance with the relevant laws and regulations of the PRC. Following further negotiations and discussions with each of the CB Subscribers, the Company and the CB Subscribers have agreed not to proceed with the CB Subscription Agreements. Accordingly, on 10 November 2023 (after trading hours), the Company entered into a deed of termination with each of the CB Subscribers to terminate the CB Subscription Agreements. Upon such termination, all rights and obligations of the parties to the CB Subscription Agreements shall cease to have effect and no party shall have any claim against each other in connection with the respective CB Subscription Agreements. Any amount paid by the CB Subscribers to the Company under the CB Subscription Agreements will be returned to the CB Subscribers without interest.

The Board considers that termination of the CB Subscription Agreements will not have any material adverse impact on the existing business, operational or financial conditions of the Company. The Company will seek other financing, such as issuing new shares to other new investors, to replace the financing that was contemplated under the CB Subscription Agreements. The Company will keep its Shareholders and investors informed by issuing further announcement(s) according to the GEM Listing Rules.

By order of the Board
Creative China Holdings Limited
Philip Jian Yang
Chairman and Executive Director

Hong Kong, 10 November 2023

As at the date of this announcement, the Board comprises Mr. Philip Jian Yang and Mr. Wang Yong as executive Directors; Mr. Yang Shiyuan and Mr. Ge Xuyu as non-executive Directors; and Ms. Fu Yuehong, Mr. Yau Yan Yuen and Mr. Wang Xinghua as independent non-executive Directors.

This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the GEM Listing Rules for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that to the best of their knowledge and belief the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this announcement misleading.

This announcement will remain on the website of the Stock Exchange at www.hkexnews.hk on the “Latest Listed Company Information” page for at least 7 days from the date of its posting and on the Company’s website at www.ntmediabj.com.