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CULTURECOM HOLDINGS LIMITED

文化傳信集團有限公司*

(Incorporated in Bermuda with limited liability)

(Stock Code: 00343)

COMPLETION OF SUBSCRIPTION OF NEW SHARES UNDER GENERAL MANDATE

Reference is made to the announcements (the “**Announcements**”) of the Company dated 29 April 2026 and 11 May 2026 respectively in relation to the subscription of an aggregate of 65,418,972 shares of the Company under general mandate. Unless the context otherwise requires, capitalised terms used herein shall have the same meanings as those defined in the Announcements.

COMPLETION OF SUBSCRIPTION

The Company is pleased to announce that all the conditions set out in the Subscription Agreements have been fulfilled, and completion of the Subscription (the “**Completion**”) took place on 22 May 2026 in accordance with the terms and conditions of the Subscription Agreements. An aggregate of 65,418,972 Subscription Shares, representing approximately 3.92% of the entire issued share capital of the Company immediately before Completion and approximately 3.78% of the entire issued share capital of the Company as enlarged by the issue of all the Subscription Shares, have been allotted and issued to the Subscribers.

The gross proceeds from the Subscription is approximately HK\$6.99 million. The net proceeds from the Subscription after deduction of expenses, amounts to approximately HK\$6.89 million. On such basis, the net price per Subscription Share is approximately HK\$0.105. The Company intends to apply the net proceeds from the Subscription as the Company’s working capital, among which, approximately HK\$2.7 million will be applied for professional fee, approximately HK\$1.7 million will be applied for payment of salaries and allowance, approximately HK\$0.4 million will be applied for rental expenses, and the remaining HK\$2.1 million will be applied for other general expenses. It is expected that the net proceeds from the Subscription will be fully utilised by the end of 2026.

EFFECT ON THE SHAREHOLDING STRUCTURE OF THE COMPANY

Immediately before the Completion, the Company had 1,668,656,816 Shares in issue. Upon Completion, there are 1,734,075,788 Shares in issue.

The shareholding structure of the Company (i) immediately prior to Completion; and (ii) immediately upon Completion are set out below:

	Immediately prior to Completion		Immediately upon Completion	
	<i>No. of Shares</i>	<i>Approx. %</i>	<i>No. of Shares</i>	<i>Approx. %</i>
L&W Holding Limited <i>(Notes 1a & 1b)</i>	178,767,312	10.71%	178,767,312	10.31%
Sociedade Gold Mind Telecom <i>(Note 1a)</i>	8,801,800	0.53%	8,801,800	0.51%
Mr. Dizon Basilio <i>(Note 1a)</i>	56,443,200	3.38%	56,443,200	3.26%
Ms. Chow Lai Wah Livia <i>(Note 1b)</i>	32,962,800	1.98%	32,962,800	1.90%
Mr. Lee Simpson <i>(Note 2)</i>	74,205,000	4.45%	74,205,000	4.28%
Mr. Qin	–	–	46,728,972	2.70%
Ms. Ko	–	–	18,690,800	1.08%
Public Shareholders	<u>1,317,476,704</u>	<u>78.95%</u>	<u>1,317,476,704</u>	<u>75.98%</u>
Total	<u><u>1,668,656,816</u></u>	<u><u>100.00%</u></u>	<u><u>1,734,075,788</u></u>	<u><u>100.00%</u></u>

Notes:

- Mr. Dizon Basilio (“**Mr. Dizon**”) is beneficially interested in 56,443,200 shares in the Company. Mr. Dizon also has controlling interests as to 65% in L&W Holding Limited (“**L&W**”) and L&W is beneficially interested in 178,767,312 shares in the Company. Furthermore, Mr. Dizon is the legal and beneficial owner as to 80% of Sociedade Gold Mind Telecom, Limitada which in turn is beneficially interested in 8,801,800 shares in the Company. Ms. Chow Lai Wah Livia (“**Ms. Chow**”), the spouse of Mr. Dizon and the former Director of the Company (resigned on 13 January 2023), is beneficially interested in 32,962,800 shares in the Company. Accordingly, Mr. Dizon is deemed to be interested in 276,975,112 shares in the Company under the SFO in aggregate.
 - Ms. Chow is beneficially interested in 32,962,800 shares in the Company. As Ms. Chow is the spouse of Mr. Dizon and has controlling interests (as to 35%) in L&W, she is deemed to be interested in 276,975,112 shares in the Company under the SFO.

2. Mr. Lee Simpson is an former executive Director (resigned on 18 May 2026) and the son of Mr. Dizon and Ms. Chow, substantial shareholders of the Company.

By Order of the Board
Culturecom Holdings Limited
Kwan Kin Chung
Managing Director

Hong Kong, 22 May 2026

As at the date hereof, the Board comprises of Mr. Huang Guangyu (being Chairman and executive Director) and Mr. Kwan Kin Chung (being executive Director); and Mr. Wong Kwan Kit, Mr. Mung Yat Lik and Ms. Chan Monica Yee Man (all being independent non-executive Directors).

* *for identification purpose only*