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HMV Digital China Group Limited

HMV 數碼中國集團有限公司

(Incorporated in Bermuda with limited liability)

(Stock Code: 8078)

**DELAY IN DESPATCH OF CIRCULAR
IN RELATION TO PROPOSED CAPITAL REORGANISATION
AND CHANGE IN BOARD LOT SIZE**

Reference is made to the announcement of HMV Digital China Group Limited (the “Company”) dated 25 January 2019 in relation to the proposed capital reorganisation and change in board lot size (the “Announcement”). Capitalised terms used herein shall have the same meanings as those defined in the Announcement unless the context requires otherwise.

As disclosed in the Announcement, the Circular containing, among other things, further details in relation to the Capital Reorganisation, the Change in Board Lot Size and the notice of the SGM is expected to be despatched to the Shareholders on or around Friday, 15 February 2019. Given that additional time is required for the Company to finalise certain information in the Circular, the despatch date of the Circular is expected to be delayed and the expected timetable for the Capital Reorganisation and the Change in Board Lot Size will be postponed accordingly. Further announcements will be made by the Company regarding the expected timetable for the Capital Reorganisation and the Change in Board Lot Size as and when appropriate.

WARNING

Shareholders should take note that the Capital Reorganisation is conditional upon satisfaction of the conditions set out in the paragraph headed “Conditions of the Capital Reorganisation”. Therefore, the Capital Reorganisation may or may not proceed.

Shareholders are recommended to consult their licensed securities dealer, bank manager, solicitor, professional accountant or other professional adviser if they are in doubt about any of the above matters.

By Order of the Board
HMV Digital China Group Limited
Shiu Stephen Junior
Chairman

Hong Kong, 14 February 2019

As at the date of this announcement, the Board comprises Mr. Shiu Stephen Junior (Chairman), Mr. Sun Lap Key, Christopher and Mr. Lee Wing Ho, Albert as executive Directors; Mr. Chan Chi Ho, Mr. Kam Tik Lun and Ms. Yang Yusi 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 GEM website at www.hkgem.com on the “Latest Company Announcements” page for seven days from the day of its posting and on the website of the Company at www.china3d8078.com.