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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)

PROPOSED CHANGE OF COMPANY NAME

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The Board proposes to change the name of the Company from “HMV Digital China Group Limited” to “China Creative Digital Entertainment Limited” and to change the secondary name of the Company in Chinese from “HMV 數碼中國集團有限公司” to “中國創意數碼娛樂有限公司”.

Conditions

The Change of Company Name is subject to (i) the passing of a special resolution by the Shareholders at the SGM to approve the Change of Company Name; and (ii) the Registrar of Companies in Bermuda approving the Change of Company Name.

GENERAL

A circular containing, among other matters, (i) further details of the Change of Company Name; and (ii) a notice convening the SGM, is expected to be dispatched to the Shareholders on or before 1 May 2019.

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Conditions of the Change of Company Name

The Change of Company Name is subject to the following conditions:

- (i) the passing of a special resolution by the Shareholders at the SGM to approve the Change of Company Name; and
- (ii) the approval of the Registrar of Companies in Bermuda having been obtained for the Change of Company Name.

The relevant filings with the Registrar of Companies in Bermuda will be made after the passing of the special resolution to approve the Change of Company Name at the SGM.

Subject to the satisfaction of the conditions set out above, the Change of Company Name will take effect from the date of entry of the new English name and the new secondary name of the Company in Chinese on the register maintained by the Registrar of Companies in Bermuda.

Thereafter, the Company will carry out all necessary registration and/or filing procedures with the Companies Registry in Hong Kong.

Reasons for the Change of Company Name

The Company will focus on its core strength in movie distribution and production business, artist management business and other promising business segments. The Board considers that the Change of Company Name can promote and strengthen the Company's corporate image and enable the Group to better identify and obtain business opportunities for its future development. As such, the Board is of the view that the Change of Company Name is in the best interest of the Company and the Shareholders as a whole.

Effects of the Change of Company Name

The Change of Company Name will not affect any rights of the Shareholders. Once the proposed Change of Company Name becomes effective, any issue of share certificates of the Company thereafter will be in the new name of the Company and the shares of the Company will be traded on the Stock Exchange in the new name of the Company. However, all existing share certificates in issue bearing the existing name of the Company will, after the Change of Company Name has become effective, continue to be evidence of title to the shares of the Company and be valid for trading, settlement and registration purposes.

There will not be any arrangement for free exchange of existing share certificates for new share certificates bearing the new name of the Company.

LISTING RULES IMPLICATIONS

The Change of Company Name is subject to the passing of a special resolution by the Shareholders at a SGM approving the Change of Company Name as one of the conditions.

SGM

The SGM will be convened at which a special resolution will be proposed to seek the approval of the Shareholders by way of a poll for the Change of Company Name.

GENERAL

In order to provide the Shareholders with information to consider the Change of Company Name, a circular containing, among other matters, (i) further details of the Change of Company Name; and (ii) a notice of the SGM to be convened for the purpose of considering and approving, among others, the Change of Company Name, is expected to be despatched to the Shareholders on or before 1 May 2019.

The Company will make further announcement(s) as and when appropriate on the voting result(s) of the SGM to be convened to approve the Change of Company Name, the effective date of the Change of Company Name and the corresponding change in the stock short name for trading of the Shares.

DEFINITIONS

In this announcement, unless the context otherwise requires, the following words and expressions shall have the following meanings when used herein:

“Board”	the board of Directors
“Company”	HMV Digital China Group Limited, a company incorporated in Bermuda with limited liability, whose shares are listed on GEM
“Change of Company Name”	the proposed change of the name of the Company from “HMV Digital China Group Limited” to “China Creative Digital Entertainment Limited” and the proposed change of the secondary name of the Company in Chinese from “HMV 數碼中國集團有限公司” to “中國創意數碼娛樂有限公司”
“Director(s)”	the director(s) of the Company
“GEM”	the GEM of the Stock Exchange

“GEM Listing Rules”	the Rules Governing the Listing of Securities on GEM
“Group”	the Company and its subsidiaries
“Hong Kong”	the Hong Kong Special Administrative Region of the PRC
“Listing Committee”	has the meaning ascribed to it under the GEM Listing Rules
“SGM”	the special general meeting of the Company to be convened for the purpose of considering and, if thought fit, approving the Change of Company Name
“Share(s)”	ordinary share(s) of HK\$0.01 each in the capital of the Company
“Shareholders”	holders of the Shares
“Stock Exchange”	The Stock Exchange of Hong Kong Limited

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

Hong Kong, 10 April 2019

As at the date of this announcement, the Board comprises Mr. Shiu Stephen Junior (Chairman), Mr. Sun Lap Key, Christopher, 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.