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Unless defined herein, terms used in this announcement shall have the same meanings as those defined in the Prospectus.

保利文化集團股份有限公司

POLY CULTURE GROUP CORPORATION LIMITED

(A joint stock limited company incorporated in the People’s Republic of China with limited liability)

GLOBAL OFFERING

Number of Offer Shares under the Global Offering	: 77,781,000 H Shares (comprising 70,710,000 H Shares to be offered by the Company and 7,071,000 Sale Shares to be offered by the Selling Shareholders, subject to adjustment and the Over-allotment Option)
Number of Hong Kong Offer Shares	: 7,778,200 H Shares (subject to reallocation and adjustment)
Number of International Offer Shares	: 70,002,800 H Shares (subject to reallocation, adjustment and the Over-allotment Option)
Maximum Offer Price	: HK\$33.00 per H Share (payable in full on application in Hong Kong dollars and subject to refund on final pricing), plus brokerage of 1%, SFC transaction levy of 0.003% and Stock Exchange trading fee of 0.005%
Nominal value	: RMB1.00 per H Share
Stock code	: 3636

Sole Sponsor



Sole Global Coordinator, Sole Bookrunner and Sole Lead Manager



Application has been made to the Listing Committee for the listing of, and permission to deal in, the H Shares to be issued or sold pursuant to the Global Offering (including any additional H Shares which may be issued or sold pursuant to the exercise of the Over-allotment Option).

The Global Offering comprises: (a) the Hong Kong Public Offering of 7,778,200 H Shares (subject to reallocation and adjustment); and (b) the International Offering of 70,002,800 H Shares (subject to reallocation, adjustment and the Over-allotment Option), of which 62,931,800 H Shares are to be issued by the Company and 7,071,000 H Shares are to be offered for sale by the Selling Shareholders after conversion from Domestic Shares, outside of the United States in reliance on Regulation S. In connection with the Global Offering, the Sole Global Coordinator and the International Underwriters have an option exercisable by the Sole Global Coordinator (for itself and on behalf of the International Underwriters) to require the Company and the Selling Shareholders to offer up to an aggregate of 11,666,600 additional H Shares, representing approximately 15% of the number of H Shares initially available under the Global Offering. The allocation of the H Shares between the Hong Kong Public Offering and the International Offering is subject to adjustment as stated in the section headed “Structure of the Global Offering” in the Prospectus. In the event that the Over-allotment Option is exercised, an announcement will be made.

Subject to the granting of the approval for listing of, and permission to deal in, the H Shares on the Stock Exchange and compliance with the stock admission requirements of HKSCC, the H Shares will be accepted as eligible securities by HKSCC for deposit, clearance and settlement in CCASS with effect from the date of commencement of dealings in the H Shares on the Stock Exchange or any other date HKSCC chooses. Settlement of transactions between Exchange Participants is required to take place in CCASS on the second Business Day after any trading day. All activities under CCASS are subject to the General Rules of CCASS and CCASS Operational Procedures in effect from time to time. All necessary arrangements have been made enabling the H Shares to be admitted into CCASS.

The Offer Price will be not more than HK\$33.00 per H Share and is expected to be not less than HK\$28.20 per H Share. Applicants for Hong Kong Offer Shares are required to pay, on application, the maximum Offer Price of HK\$33.00 for each Hong Kong Offer Share (plus 1% brokerage, 0.003% SFC transaction levy and, 0.005% Stock Exchange trading fee), subject to refund if the Offer Price is less than HK\$33.00 per H Share.

Applications for the Hong Kong Offer Shares will only be considered on the basis of the terms and conditions set out in the Prospectus and the related Application Forms.

Applicants who wish to have the Hong Kong Offer Shares allotted in their own names should either (i) complete and sign the **WHITE** Application Forms, or (ii) submit applications online through the designated website of the **White Form eIPO** Service Provider at www.eipo.com.hk under the **White Form eIPO** service. Applicants who wish to have the Hong Kong Offer Shares allotted in the name of HKSCC Nominees Limited and deposited directly into CCASS for credit to their CCASS Investor Participant stock accounts or the stock accounts of their designated CCASS Participants maintained in CCASS should either (i) complete and sign the **YELLOW** Application Forms, or (ii) give **electronic application instructions** to HKSCC via CCASS.

Copies of the Prospectus together with the **WHITE** Application Forms may be obtained during normal business hours from 9:00 a.m. on Monday, February 24, 2014 till 12:00 noon on Thursday, February 27, 2014 from:

- the following office of the Hong Kong Underwriter:

CITIC Securities Corporate Finance (HK) Limited	26/F, CITIC Tower, 1 Tim Mei Avenue, Central, Hong Kong
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- any of the following branches of the receiving banks:

(i) **Bank of China (Hong Kong) Limited:**

District	Branch Name	Address
Hong Kong Island:	Bank of China Tower Branch	3/F, 1 Garden Road
	409 Hennessy Road Branch	409-415 Hennessy Road, Wan Chai
Kowloon:	Kowloon Plaza Branch	Unit 1, Kowloon Plaza, 485 Castle Peak Road
	Metro City Branch	Shop 209, Level 2, Metro City Phase 1, Tseung Kwan O
New Territories:	Castle Peak Road (Yuen Long) Branch	162 Castle Peak Road, Yuen Long

(ii) **Wing Lung Bank Limited:**

District	Branch Name	Address
Hong Kong Island:	Head Office	45 Des Voeux Road Central
	North Point Branch	361 King's Road
Kowloon:	Mongkok Branch	B/F Wing Lung Bank Centre, 636 Nathan Road
	To Kwa Wan Branch	64 To Kwa Wan Road
New Territories:	Tsuen Wan Branch	251 Sha Tsui Road

Copies of the Prospectus, together with the **YELLOW** Application Forms, may be obtained during normal business hours from 9:00 a.m. on Monday, February 24, 2014 till 12:00 noon on Thursday, February 27, 2014 at the Depository Counter of HKSCC at 2nd Floor, Infinitus Plaza, 199 Des Voeux Road Central, Hong Kong or your stockbroker, who may have **YELLOW** Application Forms and copies of the Prospectus available.

The **WHITE** or **YELLOW** Application Form completed in accordance with the instructions printed thereon, together with a cheque or banker's cashier order attached and marked payable to "Bank of China (Hong Kong) Nominees Limited – Poly Culture Public Offer" should be deposited in the special collection boxes provided at any of the branches of the receiving banks listed above on such dates and during such time as specified in the Application Forms.

Applicants submitting applications online through the designated website at www.eipo.com.hk of **White Form eIPO** Service Provider may do so from 9:00 a.m. on Monday, February 24, 2014 till 11:30 a.m. on Thursday, February 27, 2014 (24 hours daily, except the last day of application) or such later time as described in the section headed “How to Apply for Hong Kong Offer Shares – 10. Effect of Bad Weather on the Opening of the Application Lists” in the Prospectus.

CCASS Participants can input **electronic application instructions** from 9:00 a.m. on Monday, February 24, 2014 till 12:00 noon on Thursday, February 27, 2014 or such later time as described in the section headed “How to Apply for Hong Kong Offer Shares -10. Effect of Bad Weather on the Opening of the Application Lists” in the Prospectus.

Please refer to the sections headed “Structure of the Global Offering” and “How to Apply for Hong Kong Offer Shares” of the Prospectus for details of the conditions and application procedures of the Hong Kong Public Offering.

The Company expects to announce the final Offer Price, the level of indications of interest in the International Offering, the level of applications in the Hong Kong Public Offering, the basis of allocation of the Hong Kong Offer Shares under the Hong Kong Public Offering and the results of allocations in the Hong Kong Public Offering on the website of the Company at www.polyculture.com.cn and the website of the Stock Exchange at www.hkexnews.hk on Wednesday, March 5, 2014. Results of allocations and the Hong Kong identity card/passport/Hong Kong Business Registration numbers of successful applicants under the Hong Kong Public Offering will be available through a variety of channels as specified in the section headed “How to apply for Hong Kong Offer Shares – 11. Publication of Results” in the Prospectus from Wednesday, March 5, 2014.

The Company will not issue temporary documents of title or receipt for application monies paid. H Share certificates will only become valid provided that the Global Offering has become unconditional in all respects and the right of termination described in the section headed “Underwriting – Underwriting Arrangements and Expenses – The Hong Kong Public Offering – Grounds for Termination” in the Prospectus has not been exercised, which is expected to be at 8:00 a.m. on Thursday, March 6, 2014.

Dealings in the H Shares on the Stock Exchange are expected to commence on Thursday, March 6, 2014. The H Shares will be traded in board lots of 100 H Shares. The stock code of the Company is 3636.

By order of the Board of Directors
Poly Culture Group Corporation Limited
Chen Hongsheng
Chairman

Hong Kong, February 24, 2014

As of the date of this announcement, the executive Directors are Mr. Chen Hongsheng, Mr. Li Nan, Mr. Zhang Zhengao and Mr. Jiang Yingchun, the non-executive Directors are Mr. Wang Lin and Mr. Zhao Zigao, and the independent non-executive Directors are Mr. Li Boqian, Ms. Li Xiaohui and Mr. Yip Wai Ming.