

**G.H.Y CULTURE & MEDIA HOLDING CO., LIMITED**  
(Company Registration No. 337751)  
(Incorporated in the Cayman Islands on 29 May 2018)

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**THE "CHINA TOURNAMENT JANUARY 2024" SOCCER TOURNAMENT – PARTNERSHIP  
AGREEMENT AND SERVICES AGREEMENT**

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*Unless otherwise defined, all capitalised terms used herein shall bear the same meanings as ascribed to them in the Company's announcement dated 8 November 2023 in relation to the collaboration with Al Nassr Club Company (the "**Announcement**").*

The Board of Directors (the "**Board**") of G.H.Y Culture & Media Holding Co., Limited (the "**Company**") and together with its subsidiaries and associated companies, the "**Group**") refers to the Announcement in relation to the Collaboration Agreement entered into with Al Nassr for a soccer tournament titled "China Tournament January 2024", which will take place between 21 January 2024 and 29 January 2024.

In preparation for the China Tournament January 2024, Tianjin Xinhua Culture & Broadcast Co., Limited ("**Tianjin Xinhua**"), an indirect wholly-owned subsidiary of the Company, has entered into a partnership agreement (the "**Partnership Agreement**") and a services agreement ("**Services Agreement**") with Yaoqi (Shanghai) Sports & Culture Development Co., Ltd. (堃柒 (上海) 体育文化发展有限公司) ("**Yaoqi Shanghai**") for the provision of services by Yaoqi Shanghai including, *inter alia*, facilitating and assisting communications between the Group and Al Nassr, event planning, public relations and media promotion planning amongst other activities, as well as for the joint organisation of the China Tournament January 2024 between the Group and Yaoqi Shanghai. The fee payable under the Services Agreement by Tianjin Xinhua is RMB 7,310,000, which is payable in tranches. Pursuant to the Partnership Agreement, the parties therewith shall jointly own investment rights to the China Tournament January 2024 and shall participate in the sharing of any profits generated thereby in accordance with agreed parameters.

Given the nature of each of the Partnership Agreement and Services Agreement as described above, the entry into each of the Partnership Agreement and Services Agreement would not have any effect on the net tangible assets of the Company for the financial year ending 31 December 2023 and the illustration of any effect on the earnings per share of the Company for the financial year ending 31 December 2023 is not applicable. The Company will make further announcements to keep shareholders informed of the business updates of the Group, as appropriate or when there are material updates or developments.

The party to each of the Partnership Agreement and Services Agreement is an independent third party. None of the directors or controlling shareholders of the Company has any interest, direct or indirect, other than through their respective shareholding interest in the Company, in each of the Partnership Agreement and Services Agreement.

**By Order of the Board**  
**G.H.Y CULTURE & MEDIA HOLDING CO., LIMITED**

Guo Jingyu  
Executive Chairman and Group CEO  
28 November 2023