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Neo Telemedia Limited
中國新電信集團有限公司

(Incorporated in the Cayman Islands with limited liability)
(Stock Code: 8167)

**RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTOR
AND
CESSATION OF CHAIRMAN OF AUDIT COMMITTEE,
CHAIRMAN OF REMUNERATION COMMITTEE AND
MEMBER OF NOMINATION COMMITTEE**

The board (the “**Board**”) of directors (the “**Directors**”) of Neo Telemedia Limited (the “**Company**”) announces that Mr. Leung Ka Wo (“**Mr. Leung**”) tendered his resignation as an independent non-executive Director with effect from 15 September 2016 due to the increased commitment on his own business.

Mr. Leung has confirmed that he has no disagreement with the Board and that there is no matter in respect of his resignation that needs to be brought to the attention of the shareholders of the Company and The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”).

Following the resignation of Mr. Leung as independent non-executive Director, Mr. Leung also ceased to be the chairman of each of the audit committee of the Company (the “**Audit Committee**”) and remuneration committee of the Company (the “**Remuneration Committee**”) and a member of the nomination committee of the Company (the “**Nomination Committee**”). As a result, the number of independent non-executive Directors is below the minimum number required under Rule 5.05(1) of the Rules Governing the Listing of Securities on the Growth Enterprise Market of the Stock Exchange (the “**GEM Listing Rules**”). The Company also failed to meet the requirement set out in Rule 5.05(2) of the GEM Listing Rules with regard to at least one of the independent non-executive directors must have appropriate professional qualifications or accounting or related financial management expertise. In addition, the number of members of Audit Committee is below the minimum number required under Rule 5.28 of the GEM Listing Rules and the chairman of the Remuneration Committee falls vacant and the members of the Remuneration Committee do not comprise a majority of independent non-executive Directors as required under Rule 5.34 of the GEM Listing Rules. The members of the Nomination Committee do not comprise a majority of independent non-executive Directors as required under Code Provision A.5.1 of Appendix 15 to the GEM Listing Rules. The Company will use its best endeavour to identify suitable candidate(s) to fill up the vacancies as soon as practicable and in any event within

three months as required under Rules 5.06, 5.33 and 5.36 of the GEM Listing Rules, and will make further announcement(s) as and when appropriate.

The Board would like to extend its appreciation to Mr. Leung for his valuable contributions during his tenure of office in the Company.

By order of the Board
Neo Telemedia Limited
CHEUNG Sing Tai
Chairman

Hong Kong, 15 September 2016

As at the date of this announcement, the Board comprises three executive Directors, namely Mr. CHEUNG Sing Tai (Chairman and Chief Executive Officer), Mr. ZHANG Xinyu and Mr. XU Gang, and two independent non-executive Directors, namely Ms. XI Lina and Mr. HUANG Zhixiong.

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 “Latest Company Announcements” page of the Growth Enterprise Market website at www.hkgem.com for at least seven days from the date of its posting and on the website of the Company at www.neo-telemedia.com.