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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)

**(1) RESIGNATION OF EXECUTIVE DIRECTOR;
(2) CHANGE OF AUTHORISED REPRESENTATIVES;
(3) CHANGE IN COMPOSITION OF BOARD COMMITTEES; AND
(4) NON-COMPLIANCE WITH RULES 5.05(1), 5.05(2), 5.28 AND 5.34
OF THE GEM LISTING RULES**

The board (the “**Board**”) of directors (the “**Directors**”) of Neo Telemedia Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) hereby announces that Mr. Cheung Sing Tai (“**Mr. Cheung**”) has tendered his resignation as an executive Director, the deputy chairman of the Company, the chief executive officer of the Company, a member of the nomination committee of the Company, a member of the remuneration committee of the Company and the authorised representative (the “**Authorised Representative**”) under Rule 5.24 of the Rules (the “**GEM Listing Rules**”) Governing the Listing of Securities on GEM of The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) with effect from 28 February 2025 due to his retirement planning.

Mr. Cheung 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.

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

Following the resignation of Mr. Cheung, the Board is pleased to announce that Dr. LIE Haiquan, an executive Director and the chairman of the Board, has been appointed as the Authorised Representative with effect from 28 February 2025.

NON-COMPLIANCE WITH RULES 5.05(1), 5.05(2), 5.28 AND 5.34 OF THE GEM LISTING RULES

Following the resignation of Mr. Zhang Zihua and the retirement of Mr. Huang Zhixiong with effect from 30 November 2024 and the resignation of Mr. Cheung with effect from 28 February 2025, the Company is not in compliance with (i) Rule 5.05(1) of the GEM Listing Rules, which stipulates that every board of directors of a listed issuer must include at least three independent non-executive directors; (ii) Rule 5.05(2) of the GEM Listing Rules, which stipulates that at least one of the independent non-executive directors must have appropriate professional qualifications or accounting or related financial management expertise; (iii) Rule 5.28 of the GEM Listing Rules, which stipulates that every listed issuer must establish an audit committee comprising a minimum of three members, at least one of whom is an independent non-executive director with appropriate professional qualifications or accounting or related financial management expertise as required in Rule 5.05(2) of the GEM Listing Rules, and be chaired by an independent non-executive director; and (iv) Rule 5.34 of the GEM Listing Rules, which stipulates that an issuer must establish a remuneration committee chaired by independent non-executive director and comprising a majority of independent non-executive directors.

The Board will make its best endeavours to identify a suitable candidate to fill the vacancy as soon as practicable in order to ensure compliance by the Company with the requirements under the GEM Listing Rules. The Company will make further announcement(s) as and when appropriate.

By order of the Board
Neo Telemedia Limited
Dr. LIE Haiquan
Chairman

Hong Kong, 28 February 2025

As at the date of this announcement, the Board comprises one executive Director, namely Dr. LIE Haiquan (Chairman), and one independent non-executive Director, namely Ms. XI Lina.

This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the Rules Governing the Listing of Securities on GEM of the Stock Exchange 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 Listed Company Information” page of the website of the Stock Exchange at www.hkexnews.hk for at least seven days from the date of its posting and on the website of the Company at www.neo-telemedia.com.