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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)

**APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTORS,
CHANGE OF COMPOSITION OF BOARD COMMITTEES AND
COMPLIANCE WITH THE GEM LISTING RULES**

APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTORS

The board (the “**Board**”) of directors (the “**Directors**”) of Neo Telemedia Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) hereby announces that (i) Ms. CHAN Siu Mat (“**Ms. Chan**”) has been appointed as an independent non-executive Director, the chairlady of the audit committee of the Company (the “**Audit Committee**”), a member of the nomination committee of the Company (the “**Nomination Committee**”) and a member of the remuneration committee of the Company (the “**Remuneration Committee**”) with effect from 25 April 2025; and (ii) Ms. XU Jiayuan (“**Ms. Xu**”) has been appointed as an independent non-executive Director, the chairlady of the Nomination Committee, a member of the Audit Committee and a member of the Remuneration Committee with effect from 25 April 2025.

Ms. Chan, aged 42, has over 18 years of experience in auditing, accounting and company secretarial fields. Ms. Chan holds a bachelor’s degree of business administration in accounting from City University of Hong Kong in 2006 and she is a member of The Hong Kong Institute of Certified Public Accountants since 2009. Ms. Chan worked as a manager of Deloitte Touche Tohmatsu from September 2006 to January 2012, a finance manager, a company secretary and an authorized representative of Kong Sun Holdings Limited (a company listed on Main Board of The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”), stock code: 295) from April 2012 to April 2014, a finance manager and a company secretary of Wen Wei (Hong Kong) Investment Group Company Limited from April 2014 to March 2018, a financial controller of Weiye Holdings Limited (“**Weiye Holdings**”, a company listed on Main Board of the Stock Exchange, stock code: 1570) from March 2018 to November 2022 and the chief financial officer of Weiye Holdings. She has been an independent non-executive director of RMH Holdings Limited (a company listed on GEM of the Stock Exchange, stock code: 8437) since 12 November 2024.

Ms. Chan has not entered into a letter of appointment with the Company, but will be subject to retirement by rotation and re-election at the general meeting in accordance with the Rules Governing the listing of Securities on GEM of the Stock Exchange (the “**GEM Listing Rules**”) and the articles of association of the Company (the “**Article**”). She will be entitled to a director’s remuneration of RMB100,000 per annum which has been determined by the Board with reference to her duties and experience and the prevailing marketing conditions.

Ms. Xu, aged 34, has over 9 years of experience in the corporate governance, including internal audit, risk management and corporate services for Hong Kong companies listed on the Stock Exchange, as well as private and multinational companies.

Ms. Xu obtained a degree of bachelor of management majoring in business administration (management accounting) at the Capital University of Economics and Business in June 2013. She further obtained a degree of master of science majoring in accountancy from the Hong Kong Polytechnic University in October 2014. Ms. Xu is a member of the Hong Kong Institute of Certified Public Accountants and a Certified Internal Auditor conferred by the Institute of Internal Auditors.

Ms. Xu is currently the company secretary of Optima Automobile Group Holdings Limited, a company listed on the GEM of the Stock Exchange (stock code: 8418) since September 2021, and the company secretary New Sparkle Roll International Group Limited, a company listed on the Main Board of the Stock Exchange (stock code: 970) since August 2024. She served as the company secretary of Ta Yang Group Holdings Limited, a company listed on the Main Board of the Stock Exchange (stock code: 1991) from January 2023 to April 2025.

Ms. Xu has not entered into a letter of appointment with the Company, but will be subject to retirement by rotation and re-election at general meeting in accordance with the GEM Listing Rules and the Articles. She will be entitled to a director’s remuneration of RMB100,000 per annum which has been determined by the Board with reference to her duties and experience and the prevailing marketing conditions.

Save as disclosed above, as at the date of this announcement, Ms. Chan and Ms. Xu (i) do not hold any other positions with any members of the Group; (ii) do not hold any directorships in any other public companies the securities of which are listed on any securities market in Hong Kong or overseas in the past three years; (iii) do not have any relationships with any Directors, senior management or substantial shareholders or controlling shareholders; and (iv) do not have any interests in the shares or underlying shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

Ms. Chan and Ms. Xu confirmed that (i) they met the independence criteria as set out in Rule 5.09 of the GEM Listing Rules; (ii) they have no past or present financial or other interest in the business of the Company or its subsidiaries or any connection with any core connected person (as defined under the GEM Listing Rules) of the Company; and (iii) there are no other factors that may affect their independence at the time of their appointments.

Save as disclosed above, there is no information that is required to be disclosed in accordance with Rules 17.50(2)(h) to (v) of the GEM Listing Rules, nor any other matters that need to be brought to the attention of the shareholders of the Company in relation to the appointments of Ms. Chan and Ms. Xu as independent non-executive Directors.

The Board would like to take this opportunity to welcome Ms. Chan and Ms. Xu to the Board.

The Board further announces that with effect from 25 April 2025, Ms. XI Lina, an independent non-executive Director, has been re-designated from the position of a member of the Remuneration Committee to the chairlady of the Remuneration Committee.

COMPLIANCE WITH THE GEM LISTING RULES

Following the appointments of Ms. Chan and Ms. Xu as independent non-executive Directors, the Company has re-complied with the following requirements of the GEM Listing Rules that:

- (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.

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

Hong Kong, 25 April 2025

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

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.