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## **SING PAO MEDIA ENTERPRISES LIMITED**

**成報傳媒集團有限公司\***

*(incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 8010)**

### **ANNOUNCEMENT**

## **RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTOR**

The Board of the Company announces that Mr. Leung has tendered his resignation as an independent non-executive Director of the Company, as well as a committee member each of audit committee, the remuneration committee and the nomination committee of the Company with effect from 29 June 2015.

### **RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTOR**

The board (the “**Board**”) of directors (the “**Directors**”) of Sing Pao Media Enterprises Limited (the “**Company**”) announces that Mr. Leung King Pak (“**Mr. Leung**”) has tendered his resignation as an independent non-executive Director of the Company, as well as a committee member each of the audit committee, the remuneration committee and the nomination committee of the Company (the “**Resignation**”) with effect from 29 June 2015.

Mr. Leung has tendered the Resignation in order to pursue other personal development opportunities. Both the Company and Mr. Leung have confirmed that there is no disagreement between the Board and Mr. Leung and there is no matter which needs to be brought to the attention to the shareholders of the Company. Mr. Leung also confirmed that he does not have any action or claim, existing or pending, against the Company.

According to Rules 5.05(1) and 5.05A of the Rules Governing the Listing of Securities on the Growth Enterprise Market (the “**GEM Listing Rules**”), the Company is required to appoint not less than three independent non-executive Directors, and representing at least one-third of the members of the Board. Following the Resignation, the Company has eight Directors and only two of them are independent non-executive Directors, which falls below the requirements of Rules 5.05(1) and 5.05A of the GEM Listing Rules. Further, the number and/or composition of members of the audit committee, the nomination committee and the remuneration committee of the Company will be in non-compliance with the requirements under the terms of reference of the audit committee, nomination committee and the remuneration committee of the Company (the “**Terms of Reference**”).

The Company is currently identifying a suitable candidate to fill the aforesaid vacancy and expects the vacancy to be filled within 3 months from the date of the Resignation pursuant to the GEM Listing Rules and the Terms of Reference. Further announcement will be made by the Company as and when appropriate.

## **CONTINUED SUSPENSION OF TRADING IN THE SHARES**

Trading in the shares of the Company has been suspended since 28 April 2005 and will remain suspended until further notice.

By order of the Board of  
**Sing Pao Media Enterprises Limited**  
**Gu Zhuoheng**  
*Chairman*

Hong Kong, 29 June 2015

*As at the date of this announcement, the Board comprises eight Directors of which six are executive Directors, namely, Mr. Gu Zhuoheng, Mr. Ma Shui Cheong, Mr. Jin Zu Lu, Ms. Kwan Sharon, Mr. Du Jian Jun and Ms. Meng Xiao Ying; and two are independent non-executive Directors, namely, Mr. Kong Tze Wing and Mr. Cheung Ning.*

*This announcement, for which the directors of the Company 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 of the Company having made all reasonable enquiries, confirm that, to the best of their knowledge and belief: (i) the information contained in this announcement is accurate and complete in all material respects and not misleading; (ii) there are no other matters the omission of which would make any statement in this announcement misleading; and (iii) all opinions expressed in this announcement have been arrived at after due and careful consideration and are founded on bases and assumptions that are fair and reasonable.*

*This announcement is available for reference on the Company's website at <http://www.singpao.com> and will remain on the "Latest Company Announcements" page of the GEM website at <http://www.hkgem.com> for at least 7 days from the date of its publication.*

\* *For identification purpose only*