Telecom Digital Holdings Limited
電 訊 數 碼 控 股 有 限 公 司
(incorporated in the Cayman Islands with limited liability)
(Stock Code: 8336)

PASSING AWAY OF AN INDEPENDENT NON-EXECUTIVE DIRECTOR AND APPOINTMENT OF CHAIRMAN OF REMUNERATION COMMITTEE

PASSING AWAY OF AN INDEPENDENT NON-EXECUTIVE DIRECTOR

The board of directors (the "Board") of Telecom Digital Holdings Limited (the "Company") announces with its deepest sorrow that Mr. Ho Nai Man Paul ("Mr. Ho"), an independent non-executive director of the Company, the chairman of the remuneration committee, the member of the audit committee and the nomination committee of the Company, passed away on 4 March 2017.

The late Mr. Ho joined the Board as an independent non-executive director since 2014 and had given valuable contribution to the Company during his term of service. The Board express the sincere gratitude to the late Mr. Ho for his dedication and convey the deepest condolences to his family.

Following the departure of Mr. Ho, the Company has only two independent non-executive directors and the audit committee of the Company comprises of two members only which does not meet the requirements under Rule 5.05(1) and Rule 5.28 respectively of the Rules Governing the Listing of Securities on the Growth Enterprise Market of The Stock Exchange of Hong Kong Limited ("GEM Listing Rules"). The Board is looking for a suitable candidate to fill the vacancy and will ensure that an additional independent non-executive director will be appointed as soon as practicable and within three months after falling to meet the requirements in order to ensure compliance by the Company with Rule 5.06 and Rule 5.33 of the GEM Listing Rules. Further announcement on the appointment of independent non-executive director will be made in due course.

APPOINTMENT OF CHAIRMAN OF REMUNERATION COMMITTEE

The Board would like to announce that, with effect from 6 March 2017, Mr. LAM Yu Lung, the independent non-executive director of the Company, has been appointed as the chairman of the remuneration committee of the Company.

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By Order of the Board
Telecom Digital Holdings Limited
Cheung King Shek
Chairman

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Hong Kong, 6 March 2017

As at the date of this announcement, the executive directors of the Company are Mr. Cheung King Shek, Mr. Cheung King Shan, Mr. Cheung King Chuen Bobby, Mr. Cheung King Fung Sunny, Mr. Wong Wai Man and Ms. Mok Ngan Chu and the independent non-executive directors of the Company are Mr. Hui Ying Bun and Mr. Lam Yu Lung.

This announcement, for which the directors of the Company collectively and individually accept full responsibility, includes particulars given in compliance with the Rules Governing the Listing of Securities on the Growth Enterprise Market ("GEM") of the Stock Exchange 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 or deceptive; (ii) there are no other matters the omission of which would make any statement herein or 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 will remain on the "Latest Company Announcements" page on the GEM website at www.hkgem.com for at least 7 days from the day of its posting. This announcement will also be published on the Company's website at www.tdhl.cc.

The English text of this announcement shall prevail over the Chinese text in case of inconsistencies.