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hmVOD

hmvod Limited
hmvod 視頻有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8103)

**(1) CHANGE OF DIRECTORS AND AUTHORISED REPRESENTATIVE
AND**

(2) CHANGE IN COMPOSITION OF BOARD COMMITTEES

RESIGNATION OF EXECUTIVE DIRECTOR AND AUTHORISED REPRESENTATIVE

The board (the “**Board**”) of directors (the “**Directors**”) of hmvod Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) announces that Ms. Wong Tsz Ki (“**Ms. Wong**”) has tendered her resignation as an executive Director and an authorised representative of the Company (the “**Authorised Representative**”) under Rule 5.24 of the Rules Governing the Listing of Securities on GEM (the “**GEM Listing Rules**”) of The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) and Part 16 of the Companies Ordinance (Chapter 622 of the Laws of Hong Kong) with effect from 29 August 2025 in order to devote more time to other business commitments.

Ms. Wong has confirmed that she has no disagreement with the Board and there is no other matter regarding her resignation that needs to be brought to the attention of the shareholders of the Company or the Stock Exchange.

The Board would like to express its sincere gratitude to Ms. Wong for her valuable contribution to the Company during her tenure of office.

RE-DESIGNATION AS EXECUTIVE DIRECTOR

The Board is pleased to announce that Mr. Ip Chi Ching (“**Mr. Ip**”) has been re-designated from an independent non-executive Director to an executive Director (the “**Re-designation**”) with effect from 29 August 2025.

Mr. Ip, aged 30, had been an independent non-executive Director since 8 April 2024 until the Re-designation. Mr. Ip has over 10 years of experience in the financial market and business development. He is currently an investment course teacher and a business development consultant at an education center that offers financial quotient and securities investment experience-sharing seminars. Mr. Ip obtained a bachelor's degree in Science from The University of Hong Kong in 2017.

Mr. Ip has entered into a letter of appointment with the Company as an executive Director for an initial fixed term of three (3) years with effect from 29 August 2025 unless terminated by at least one month's notice in writing served by either party. Such appointment is subject to the retirement by rotation, re-election, removal, vacation or termination of such office in accordance with the articles of association of the Company, the GEM Listing Rules and other applicable laws and regulations. Pursuant to the letter of appointment, Mr. Ip is entitled to a director's fee of HK\$120,000 per annum, which is determined by the Board and the remuneration committee of the Company (the "**Remuneration Committee**") with reference to his qualifications, experience, role and level of responsibilities undertaken as well as the prevailing market conditions. Such remuneration is subject to annual review by the Remuneration Committee.

Save as disclosed above, as at the date of this announcement, Mr. Ip (i) has not held any other major appointments and professional qualifications or directorship in other public companies the securities of which are listed on any securities market in Hong Kong or overseas in the past three years; (ii) does not hold any other positions with the Company or other members of the Group; (iii) does not have any relationship with any Directors, senior management, substantial shareholders or controlling shareholders (having the meaning ascribed to them in the GEM Listing Rules) of the Company; and (iv) does not have any interests in the shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

Save as disclosed above, there is no further information required to be disclosed pursuant to the requirements of Rule 17.50(2) of the GEM Listing Rules and there is no other matter relating to the Re-designation that needs to be brought to the attention of the Stock Exchange or the shareholders of the Company.

APPOINTMENT OF AUTHORISED REPRESENTATIVE

The Board further announces that Mr. Ko Chi Kiu Robert, an executive Director, has been appointed as the Authorised Representative with effect from 29 August 2025.

APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR

The Board is pleased to announce that Ms. Chan Ka Ming (“**Ms. Chan**”) has been appointed as an independent non-executive Director with effect from 29 August 2025.

Ms. Chan, aged 48, holds a bachelor’s degree in Manufacturing Engineering from the City University of Hong Kong. She has over 20 years of extensive experience in project and event management, marketing, and public relations across diverse sectors including beauty, luxury, non-governmental organizations and technology, having held senior roles including marketing director at a marketing and management consultancy and chief operation officer overseeing drone project management. From December 2018 to May 2020, Ms. Chan served as an independent non-executive director of Ocean Star Technology Group Limited (formerly known as My Heart Bodibra Group Limited) (Stock Code: 8297), a company listed on GEM.

Ms. Chan has entered into a letter of appointment with the Company for an initial fixed term of one (1) year with effect from 29 August 2025 unless terminated by at least one month’s notice in writing served by either party. Such appointment is subject to the retirement by rotation, re-election, removal, vacation or termination of such office in accordance with the articles of association of the Company, the GEM Listing Rules and other applicable laws and regulations. Pursuant to the letter of appointment, Ms. Chan is entitled to a director’s fee of HK\$120,000 per annum, which is determined by the Board and the Remuneration Committee with reference to her qualifications, experience, role and level of responsibilities undertaken as well as the prevailing market conditions. Such remuneration is subject to annual review by the Remuneration Committee.

Save as disclosed above, as at the date of this announcement, Ms. Chan (i) has not held any other major appointments and professional qualifications or directorship in other public companies the securities of which are listed on any securities market in Hong Kong or overseas in the past three years; (ii) does not hold any other positions with the Company or other members of the Group; (iii) does not have any relationship with any Directors, senior management, substantial shareholders or controlling shareholders (having the meaning ascribed to them in the GEM Listing Rules) of the Company; and (iv) does not have any interests in the 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 has confirmed that (i) she has met the independence criteria as set out in Rule 5.09 of the GEM Listing Rules; (ii) she had no past or present financial or other interest in the business of the Group or any connection with any core connected persons (as defined in the GEM Listing Rules) of the Company; and (iii) there are no other factors that may affect her independence at the time of her appointment.

Ms. Chan was a director of Art Milk Limited, a company incorporated in Hong Kong, which was dissolved by striking off on 22 August 2025. The nature of its business was art promotion prior to its dissolution. Ms. Chan confirmed that it was solvent at the time of dissolution, and there was no wrongful act on her part leading to the dissolution of such company, and that she is not aware of any actual or potential claim that has been or will be made against her as a result of its dissolution.

As at the date of this announcement, Ms. Chan is subject to an individual voluntary arrangement approved by the High Court of the Hong Kong Special Administrative Region in February 2022 in respect of her outstanding liabilities owed to creditors arising from personal and family financial mismanagement. The total contribution sum to be settled by Ms. Chan under the individual voluntary arrangement amounted to approximately HK\$2.0 million. The individual voluntary arrangement is expected to complete in October 2028. As of February 2025 (being the third anniversary of the individual voluntary arrangement), Ms. Chan has settled realization contributions of approximately HK\$0.9 million. Ms. Chan has been financing, and will continue to finance, the repayments through her own financial means and income. Ms. Chan confirmed that the individual voluntary arrangement was initiated without any fraud, breach of duty or misconduct involving dishonesty on her part, and that she has made, and will continue to make, her best endeavors to fulfill her monetary obligations of repayment of debts owed to the creditors.

Having considered (i) such individual voluntary arrangement was not the result of any fraud, breach of duty or misconduct involving dishonesty on the part of Ms. Chan; (ii) her extensive experience in project and event management, marketing, and public relations is expected to contribute to the business development and growth of the Group; and (iii) her prior experience as an independent non-executive directorship in another listed company, the Directors consider that the entering of the individual voluntary arrangement is not integrity related, and thus is unlikely to affect the integrity of Ms. Chan nor her suitability of being an independent non-executive Director, and Ms. Chan has the character, experience and integrity and is able to demonstrate a standard of competence commensurate with her position as an independent non-executive Director pursuant to Rules 5.01 and 5.02 of the GEM Listing Rules.

Save as disclosed above, there is no further information required to be disclosed pursuant to the requirements of Rule 17.50(2) of the GEM Listing Rules and there is no other matter relating to the appointment of Ms. Chan that needs to be brought to the attention of the Stock Exchange or the shareholders of the Company.

The Board would like to take this opportunity to welcome Ms. Chan for joining the Company as the independent non-executive Director.

CHANGE IN COMPOSITION OF BOARD COMMITTEES

The Board announces the following changes in composition of the Board committees, following the Re-designation of Mr. Ip and the appointment of Ms. Chan, with effect from 29 August 2025:

- (i) Mr. Ip has ceased to be a member of the audit committee of the Company (the “**Audit Committee**”) and the chairman of each of the Remuneration Committee and the nomination committee of the Company (the “**Nomination Committee**”);
- (ii) Mr. Leung Tze Wai, an independent non-executive Director, has been re-designated from (a) the chairman to a member of the Audit Committee; and (b) a member to the chairman of each of the Remuneration Committee and the Nomination Committee;
- (iii) Mr. Chow Ho Yuen, an independent non-executive Director, has been re-designated from a member to the chairman of the Audit Committee; and
- (iv) Ms. Chan has been appointed as a member of each of the Audit Committee, the Remuneration Committee and the Nomination Committee.

By order of the Board
hmvod Limited
Ko Chi Kiu Robert
Executive Director

Hong Kong, 29 August 2025

As at the date of this announcement, the Board comprises the following Directors:

Executive Directors:

Mr. Chong Tung Yan Benedict
Mr. Ko Chi Kiu Robert
Mr. Ip Chi Ching

Independent non-executive Directors:

Mr. Leung Tze Wai
Mr. Chow Ho Yuen
Ms. Chan Ka Ming

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 Stock Exchange’s website at www.hkexnews.hk on the “Latest Listed Company Information” page for at least 7 days from the date of its publication and on the Company’s website at www.hmvod.com.hk.