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**DIRECTEL HOLDINGS LIMITED**

**直通電訊控股有限公司**

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

**(Stock code: 8337)**

**CHANGE OF THE INDEPENDENT NON-EXECUTIVE DIRECTOR  
AND  
CHANGE IN THE COMPOSITION OF BOARD COMMITTEES**

**RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTOR**

The board (the “**Board**”) of directors (the “**Director(s)**”) of Directel Holdings Limited (the “**Company**”) announces that, Mr. Chen Xue Dao (“**Mr. Chen**”) has tendered his resignation as the independent non-executive Director with effect from 28 November 2025 due to his desire to devote more time to his personal retirement.

Mr. Chen has confirmed that (a) he has no claim against the Company in respect of his resignation; (b) he has no disagreement with the Board and (c) there is no other matter relating to his resignation that needs to be brought to the attention of the Stock Exchange and the shareholders of the Company.

The Board would like to take this opportunity to express its appreciation and gratitude to Mr. Chen for his valuable contributions to the Company during his tenure of office.

**APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR**

The Board hereby announces that Mr. Fung Wai Hang (“**Mr. Fung**”) will be appointed as independent non-executive Director with effect from 28 November 2025.

Mr. Fung, aged 39, has over 17 years of experience in accounting, auditing and financial management. Mr. Fung obtained a Master’s degree in business administration from Fudan University, a Bachelor’s degree in law from Oxford Brookes University and a Bachelor’s degree in business administration from The Chinese University of Hong Kong. He completed the short-term management training courses at the MIT Sloan School of Management and the University of Oxford in 2019 and 2020 respectively. He was conferred as a fellow of the Social Enterprise Research Academy since 2021.

Mr. Fung is currently a fellow member of the Hong Kong Institute of Certified Public Accountants, a fellow member of the Hong Kong Chartered Governance Institute, a fellow member of the Chartered Governance Institute, a chartered global management accountant of the Chartered Institute of Management Accountants, a certified financial consultant of the Institute of Financial Consultants, a member of the Hong Kong Securities and Investment Institute, an accredited mediator (general) of the Hong Kong Mediation Accreditation Association, a panel member of the Hong Kong Mediation Centre, a certified workplace mediator of the International Dispute Resolution and Risk Management Institute and a life member of the Hong Kong Independent Non-Executive Director Association.

From January 2019 to February 2025, Mr. Fung was an executive director, the chief financial officer and the company secretary of Anchorstone Holdings Limited (stock code: 01592), a company listed on the Main Board of the Stock Exchange.

Pursuant to the letter of appointment entered into between Mr. Fung and the Company (the “**Letter of Appointment**”), Mr. Fung is appointed as an independent non-executive Director for a term of three years with effect from 28 November 2025 subject to early termination in accordance with the terms of the Letter of Appointment. Mr. Fung is also subject to retirement by rotation and re-election and other related provisions as stipulated in the articles of association of the Company and the Rules Governing the Listing of Securities on GEM of the Stock Exchange (the “**GEM Listing Rules**”). Mr. Fung is entitled to a director’s fee of HK\$80,000 per annum under the Letter of Appointment which was determined with reference to his role, qualification, level of experience, the contribution to be made by him to the Company and the prevailing market conditions.

Save as disclosed above, as at the date of this announcement, Mr. Fung (i) does not hold any other positions with any members of the Group; (ii) does 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) does not have any relationships with any Directors, senior management or substantial shareholders or controlling shareholders; and (iv) does 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).

Mr. Fung confirmed that (a) he met the independence criteria as set out in Rule 5.09 of the GEM Listing Rules; (b) he has 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 (c) there are no other factors that may affect his independence at the time of his appointment.

Save as disclosed above, there is no further information to be disclosed pursuant to the requirements of Rule 17.50(2) of the GEM Listing Rules and there are no other matters relating to the appointment of Mr. Fung that needs to be brought to the attention of the shareholders of the Company.

The Board would like to take this opportunity to welcome Mr. Fung to join the Company.

## CHANGE IN COMPOSITION OF BOARD COMMITTEES

The Board announces that following the change of independent non-executive Director above, the composition of the audit committee (the “**Audit Committee**”), the remuneration committee, (the “**Remuneration Committee**”) and the nomination committee (the “**Nomination Committee**”) of the Company has been changed as follows with effect from 28 November 2025:

- (a) Mr. Chen has ceased to act as a member of each of the Audit Committee, the Remuneration Committee and the Nomination Committee; and
- (b) Mr. Fung has been appointed to act as a member of each of the Audit Committee, the Remuneration Committee and the Nomination Committee.

By order of the Board  
**Directel Holdings Limited**  
**Pang Kwok Chau**  
*Executive Director*

Hong Kong, 28 November 2025

*As at the date of this announcement, the executive Director is Mr. Pang Kwok Chau, the non-executive Directors are Mr. Li Kin Shing and Mr. Wong Kin Wa, the independent non-executive Directors are Ms. Lee Man Yee, Maggie, Mr. Liu Kejun and Mr. Fung Wai Hang.*

*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 HKEX Website at [www.hkexnews.hk](http://www.hkexnews.hk) on the “Latest Listed Company Information” page for at least 7 days from the date of its posting. This announcement will also be posted on the website of the Company at [www.directel.hk](http://www.directel.hk).*