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## **CULTURECOM HOLDINGS LIMITED**

文化傳信集團有限公司\*

*(Incorporated in Bermuda with limited liability)*

**(Stock Code: 00343)**

### **RE-DESIGNATION AND APPOINTMENT OF DIRECTORS; CHANGE IN COMPOSITION OF THE BOARD COMMITTEES; AND COMPLIANCE WITH RULE 13.92 OF THE LISTING RULES**

#### **RE-DESIGNATION AND APPOINTMENT OF DIRECTORS**

The board (the “**Board**”) of directors (the “**Director(s)**”) of Culturecom Holdings Limited (the “**Company**”) is pleased to announce that with effect from 25 November 2025, (i) Mr. Fung Ting Ho (“**Mr. Fung**”) has been re-designated from an independent non-executive Director to an executive Director; and (ii) Ms. Chan Shuk Man Lora (“**Ms. Chan**”) has been appointed as an independent non-executive Director.

Set out below are the biographical details:

**Mr. Fung Ting Ho**, aged 59, has over 34 years of experience in corporate investment and business management. Since September 2021, Mr. Fung has been a director of Hoga Entertainment (production) Co., Ltd., a company engaged in introducing a world renowned electronic dance music party presenter, “ARCADIA”, originated from the United Kingdom to Hong Kong, the People’s Republic of China and Macau. Mr. Fung was the deputy general manager of the Company from October 1998 to June 2003.

Mr. Fung obtained a Bachelor of Arts degree in Economics from the York University of Canada in October 1990.

Mr. Fung was adjudged bankrupt by virtue of the bankruptcy order made by the High Court of Hong Kong on September 2004 and was discharged from bankruptcy on September 2008.

The Board considers that Mr. Fung has the requisite character, experience and integrity and is able to demonstrate a standard of competence commensurate with his position as an executive Director for the following reasons:

- (1) The bankruptcy order against Mr. Fung resulted from his personal business affairs and was not related to the affairs of Group.
- (2) The disputes which prompted Mr. Fung's bankruptcy did not involve fraud or cast any doubt on Mr. Fung's integrity.
- (3) The bankruptcy order was made against Mr. Fung more than 20 years ago.
- (4) Mr. Fung has been successfully discharged from his bankruptcy in 2008.

Mr. Fung has entered into an employment contract with the Company for a term of three years commencing from 25 November 2025. He will be entitled to a monthly remuneration of HK\$10,000 as an executive Director and a monthly director's fee of HK\$10,000. Each of the Company and Mr. Fung is entitled to terminate the employment contract at any time by giving the other two months' notice in writing. His appointment is subject to retirement and re-election in the annual general meetings of the Company in accordance with the Bye-laws of the Company. The remuneration in connection with Mr. Fung's position as an executive Director was determined by the remuneration committee of the Company (the "**Remuneration Committee**") with reference to his duties and level of responsibilities, the remuneration policy of the Company and the prevailing market conditions.

**Ms. Chan Shuk Man Lora**, aged 56, is a fellow member of the Hong Kong Institute of Certified Public Accountant, Association of Chartered Certified Accountants, the Taxation Institute of Hong Kong and a Chartered Tax Adviser (Hong Kong). Ms. Chan obtained a bachelor's degree of Business Administration (Accounting) (Hon.) from the Coventry University and Master degree of Business Administration (Banking) from the University of Stirling in the United Kingdom.

Ms. Chan has over 25 years of experience in finance, accounting, taxation and company secretarial services. She has been the credit analyst of a Japanese bank and a European bank in Hong Kong. She later jointed an international accounting firm in Hong Kong for over 14 years, providing audit, taxation and consultancy services with last position as senior director. Ms. Chan was the company secretary of two Hong Kong listed companies. She is the joint company secretary of Grand Talents Group Holdings Limited, the issued shares of which are listed on GEM of the Stock Exchange (stock code: 8516) from August 2025.

Ms. Chan has entered into a letter of appointment with the Company for a term of one year commencing from 25 November 2025. She will be entitled to a monthly director's fee of HK\$10,000 as an independent non-executive Director. Each of the Company and Ms. Chan is entitled to terminate the letter of appointment at any time by giving the other party one month's notice in writing. Her appointment is subject to retirement and re-election in the annual general meetings of the Company in accordance with the Bye-laws of the Company. The remuneration in connection with Ms. Chan's position as an independent non-executive Director was determined by the Remuneration Committee with reference to her duties and level of responsibilities, the remuneration policy of the Company and the prevailing market conditions.

Ms. Chan has confirmed that (i) she is independent as regards to each of the criteria as set out in Rule 3.13(1) to (8) of the Rules Governing the Listing of Securities on the Stock Exchange (the "**Listing Rules**"); (ii) she has 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 Listing Rules) of the Company; and (iii) there are no other factors that may affect her independence at the time of her appointment.

As at the date of this announcement, each of Mr. Fung and Ms. Chan 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). As at the date of this announcement, save as disclosed in this announcement, each of Mr. Fung and Ms. Chan (i) did not hold any position with the Group; (ii) did not hold any other directorship in the last three years preceding the date of this announcement in public companies, the securities of which are listed on any securities market in Hong Kong or overseas; (iii) does not have any relationship with any Directors, senior management, substantial shareholders or controlling shareholders of the Company; and (iv) does not have any information to be disclosed pursuant to any of the requirements under Rule 13.51(2)(h) to (v) of the Listing Rules and there are no other matters in relation to the re-designation of Mr. Fung and the appointment of Ms. Chan that need to be brought to the attention of the shareholders of the Company.

The Board would like to express its warmest welcome to Mr. Fung for his new executive role in the Company and Ms. Chan for joining the Board.

## **CHANGES IN COMPOSITION OF BOARD COMMITTEES**

The Board also announces that with effect from 25 November 2025, (i) Mr. Fung resigned as the chairman of the nomination committee of the Company (the "**Nomination Committee**") and a member of the audit committee of the Company (the "**Audit Committee**"); (ii) Ms. Chan be appointed as a member of each of the Nomination Committee and Audit Committee; and (iii) Mr. Mung Yat Lik be appointed as the chairman of the Nomination Committee.

## COMPLIANCE WITH RULE 13.92 OF THE LISTING RULES

Pursuant to Rule 13.92 of the Listing Rules, the Stock Exchange will not consider diversity to be achieved for a single gender board. Following with the appointment of Ms. Chan as an independent non-executive Director, the Company has complied with the requirement of diversity of board members under Rule 13.92 of the Listing Rules.

By order of the Board  
**CULTURECOM HOLDINGS LIMITED**  
**Kwan Kin Chung**  
*Managing Director*

Hong Kong, 25 November 2025

*As at the date hereof, the Board comprises of Mr. Kwan Kin Chung and Mr. Fung Ting Ho (both being executive Director); Mr. Wong Kon Man Jason (being Chairman and non-executive Director); and Mr. Wong Kwan Kit, Mr. Mung Yat Lik and Ms. Chan Shuk Man Lora (all being independent non-executive Directors).*

\* *for identification purpose only*