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## **A8 New Media Group Limited**

### **A8新媒體集團有限公司**

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

**(Stock Code: 800)**

## **CHANGE OF EXECUTIVE DIRECTOR, COMPANY SECRETARY AND AUTHORISED REPRESENTATIVE**

The Board announces that with effect from 6 April 2017:

- (i) Mr. Liu Pun Leung will resign as an Executive Director, the Company Secretary and an authorised representative for the purposes of the Listing Rules and the Companies Ordinance due to his other commitments which require more of his dedication;
- (ii) Mr. Lin Qian will be appointed as an Executive Director and an authorised representative for the purposes of the Listing Rules and the Companies Ordinance; and
- (iii) Ms. Ho Wing Yan will be appointed as the Company Secretary.

### **RESIGNATION OF EXECUTIVE DIRECTOR, COMPANY SECRETARY AND AUTHORISED REPRESENTATIVE**

The board (“**Board**”) of directors (“**Directors**”, and each, a “**Director**”) of A8 New Media Group Limited (“**Company**”, together with its subsidiaries, the “**Group**”) announces that Mr. Liu Pun Leung (“**Mr. Liu**”) will resign as an executive director of the Company (“**Executive Director**”), the company secretary of the Company (“**Company Secretary**”), an authorised representative of the Company for the purpose of Rule 3.05 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (“**Stock Exchange**”) (“**Listing Rules**”) and an authorised representative of the Company for accepting on the Company’s behalf service of process or notice to be served on the Company in Hong Kong under the Companies Ordinance (Chapter 622 of the Laws of Hong Kong) (“**Companies Ordinance**”) due to his other commitments which require more of his dedication with effect from 6 April 2017.

Mr. Liu has confirmed that he has no disagreement with the Board and there are no matters in relation to his resignation that need to be brought to the attention of the shareholders of the Company (“**Shareholders**”). The Board is also not aware of any such matters in relation to the resignation of Mr. Liu that need to be brought to the attention of the Shareholders.

The Board would like to take this opportunity to thank Mr. Liu for his valuable contributions to the Company during his term of services.

## **APPOINTMENT OF EXECUTIVE DIRECTOR AND AUTHORISED REPRESENTATIVE**

The Board is pleased to announce that the Board has resolved to appoint Mr. Lin Qian (“**Mr. Lin**”) as an Executive Director and an authorised representative for the purposes of the Listing Rules and the Companies Ordinance with effect from 6 April 2017.

Mr. Lin, aged 33, graduated from Imperial College London with a Bachelor’s degree in Materials Science and Engineering in 2006. Mr. Lin joined the Group as the chief financial officer of the Company (“**Chief Financial Officer**”) in September 2016. Prior to joining the Group, he was a senior auditor at Ernst & Young from October 2006 to October 2009 and an investment manager at Shanghai Dong Fang Hui Jin (上海東方惠金文化產業投資有限公司) from October 2009 to May 2011. He was also a vice president of the investment banking department at Hua Tai United Securities Co., Ltd. (華泰聯合證券有限公司) from May 2011 to June 2014 and a director at CVCapital (投中資本) from June 2014 to August 2016. Mr. Lin has over 10 years of experience in capital operations and project management in relation to mergers and acquisitions and he is also familiar with capital markets in The People’s Republic of China and abroad and is proficient in capital operations. Mr. Lin is also experienced in auditing, corporate internal control and team management.

Mr. Lin has entered into a service contract with the Company (“**Service Contract**”) for a term of three years commencing on 6 April 2017. The Service Contract is terminable by either Mr. Lin or the Company upon not less than three months’ written notice to the other party or payment in lieu of such notice to the other party. Mr. Lin is subject to retirement and re-election as Director at the general meetings of the Company pursuant to the Articles of Association of the Company.

In accordance with the Service Contract, Mr. Lin is entitled to a fixed remuneration of RMB1.05 million per annum as an Executive Director and the Chief Financial Officer which was determined by the Board with reference to the prevailing market conditions and based on the anticipated responsibilities to be taken up and professional expertise to be exercised by Mr. Lin to the Group’s affairs. Such remuneration is subject to review by the Board from time to time. Mr. Lin, an Executive Director and the Chief Financial Officer, should also be entitled to an annual management bonus of a sum to be determined by the Board and approved by the remuneration committee of the Board.

As at the date of this announcement, the Company has granted a share option (“**Share Option**”) to Mr. Lin entitling him to subscribe for 5,000,000 shares of the Company (“**Shares**”) at an exercise price of HK\$0.512 per Share. The Share Option granted shall be vested in four equal tranches commencing on 24 December 2017 and on every anniversary thereafter, as to 25% of the Share Option for the first tranche and 25% of the Share Option for each of the following three tranches.

As at the date of this announcement, save as disclosed above, Mr. Lin (i) does not have any interest in the Shares, underlying Shares or debentures of the Company within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong); (ii) does not hold other positions with the Company or other members of the Group; (iii) does not have any relationship with any Directors, senior management or substantial shareholders or controlling shareholders (as defined in the Listing Rules) of the Company; and (iv) has not held any other major appointments and professional qualifications or directorships in any other public companies the securities of which are listed on any securities market in Hong Kong or overseas in the last three years.

As at the date of this announcement, there is no any information relating to Mr. Lin which is required to be disclosed pursuant to the requirements of Rules 13.51(2)(h) to (v) of the Listing Rules and there are no other matters relating to the appointment of Mr. Lin that need to be brought to the attention of the Shareholders.

#### **APPOINTMENT OF COMPANY SECRETARY**

The Board has also resolved to appoint Ms. Ho Wing Yan (“**Ms. Ho**”) as the Company Secretary with effect from 6 April 2017. Ms. Ho has 10 years of experience in serving as a company secretary of companies listed on the Stock Exchange and providing related company secretarial services. She is an associate member of The Hong Kong Institute of Chartered Secretaries (“**HKICS**”) and The Institute of Chartered Secretaries and Administrators. She is also a holder of the Practitioner’s Endorsement issued by HKICS.

The Board would like to take this opportunity to express its warm welcome to Mr. Lin in joining the Board and welcome Ms. Ho on her new appointment.

On behalf of the Board  
**A8 New Media Group Limited**  
*Chairman & Executive Director*  
**Liu Xiaosong**

Hong Kong, 5 April 2017

*As at the date of this announcement, the Board of the Company comprises:*

- (1) Executive Directors namely Mr. Liu Xiaosong and Mr. Liu Pun Leung; and*
- (2) Independent Non-Executive Directors namely Mr. Chan Yiu Kwong, Ms. Wu Shihong and Mr. Li Feng.*