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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)**

### **RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTOR; NON-COMPLIANCE WITH THE LISTING RULES AND CHANGE OF THE COMPOSITION OF THE BOARD COMMITTEES**

#### **RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTOR**

The board (the “**Board**”) of directors (the “**Directors**”) of Culturecom Holdings Limited (the “**Company**”) hereby announce that Ms. Chan Monica Yee Man (“**Ms. Chan**”) tendered her resignation as an independent non-executive Director and all offices and positions held by her in the Company and its subsidiaries with effect from 4 June 2026. As a result of her resignation, Ms. Chan ceased to be a member of each of the audit committee of the Company, the nomination committee of the Company (the “**Nomination Committee**”) and the remuneration committee of the Company (the “**Remuneration Committee**”) with effect from 4 June 2026.

As stated in the resignation letter, Ms. Chan pointed out that since her appointment, several Directors had resigned and the auditor also resigned. Such circumstances gave rise to her concern of whether she had such professional knowledge and capability, and more importantly the time commitment that she needed to spend in the Company to discharge her duty as an independent director. Ms. Chan has decided to resign for the aforementioned reason.

Save as disclosed above, Ms. Chan has confirmed that there is no disagreement with the Board and there is no matter related to her resignation needed to be brought to the attention of the shareholders of the Company.

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

## **NON-COMPLIANCE WITH THE LISTING RULES**

Following the resignation of Ms. Chan, the Board comprises of four Directors, of which two are executive Directors and two are independent non-executive Directors. The Company currently does not comply with the following requirements under the Rules (the “**Listing Rules**”) Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”):

- (1) the requirement under Rule 3.10(1) of the Listing Rules which stipulates that the board must include at least three independent non-executive directors;
- (2) the requirement under Rule 3.21 of the Listing Rules which stipulates that the audit committee must comprise a minimum of three members;
- (3) the requirement under Rule 13.92 of the Listing Rules which stipulates that the board must have directors of different genders; and
- (4) the requirement under B.3.5 of the corporate governance code (the “**CG Code**”) as set out in Appendix C1 of the Listing Rules which stipulates that the listed issuer must appoint at least one director of a different gender to the nomination committee.

The Board will use its best endeavors to identify a suitable female candidate for appointment as an independent non-executive Director within three months from the date of this announcement in order to ensure the compliance with the Listing Rules. Further announcement will be made by the Company as and when appropriate.

## **CHANGE OF THE COMPOSITION OF THE BOARD COMMITTEES**

The Board further announces that with effect from 4 June 2026:

- (i) Mr. Kwan Kin Chung ceased to be the chairman of the corporate governance committee of the Company (the “**CG Committee**”) and remained as a member of the CG Committee;
- (ii) Mr. Kwan Kin Chung, an executive Director, resigned as a member of Remuneration Committee;
- (iii) Mr. Mung Yat Lik ceased to be the chairman of the Nomination Committee and remained as a member of the Nomination Committee;

(iv) Mr Huang Guangyu be appointed as the chairman of the Nomination Committee and the CG Committee.

By Order of the Board of  
**Culturecom Holdings Limited**  
**Kwan Kin Chung**  
*Managing Director*

Hong Kong, 4 June 2026

*As at the date hereof, the Board comprises of Mr. Huang Guangyu (being the Chairman and executive Director) and Mr. Kwan Kin Chung (being Managing Director and executive Director); and Mr. Wong Kwan Kit and Mr. Mung Yat Lik (both being independent non-executive Directors).*

\* *for identification purpose only*