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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)

**APPOINTMENT OF INDEPENDENT NON-EXECUTIVE
DIRECTOR
AND
CHANGE OF COMPOSITION OF AUDIT COMMITTEE,
REMUNERATION COMMITTEE AND NOMINATION
COMMITTEE**

The board of directors (the “**Board**”) of Culturecom Holdings Limited (the “**Company**”) is pleased to announce that with effect from 22 April 2015:

- (1) Mr. Fan Chun Wah, Andrew (“**Mr. Fan**”) has been appointed as an Independent Non-executive Director and the chairman of the Remuneration Committee and a member of the Audit Committee and the Nomination Committee of the Company.
- (2) Mr. Lai Qiang, an Independent Non-executive Director of the Company, has been appointed as the chairman of the Audit Committee of the Company.
- (3) Mr. Wan Xiaolin, an Executive Director of the Company, has ceased to be a member of the Remuneration Committee of the Company.
- (4) Ms. Chow Lai Wah Livia, the Vice Chairman and an Executive Director of the Company, has been appointed as a member of Remuneration Committee of the Company.

The biographical details of Mr. Fan are set out below:

Mr. Fan, aged 36, is a practising certified public accountant in Hong Kong with over 9 years of experience. He holds a bachelor degree of business administration

(accounting and finance) from The University of Hong Kong and a bachelor degree in laws from the University of London. Mr. Fan is a member of the Association of Chartered Certified Accountants in the United Kingdom and an associate member of the Hong Kong Institute of Certified Public Accountants. He is also a committee member of the tenth and eleventh Chinese People's Political Consultative Conference of the Zhejiang Province, the fourth and fifth Chinese People's Political Consultative Conference of Shenzhen and the vice chairman of Zhejiang Province United Young Association. Mr. Fan is currently an Independent Non-executive Director of Fulum Group Holdings Limited, Sinomax Group Limited, Milan Station Holdings Limited, LT Commercial Real Estate Limited, Chuang's China Investments Limited, all of which are companies listed on the Main Board of The Stock Exchange of Hong Kong Limited (the "**Stock Exchange**"). He had been an Independent Non-executive Director of Far East Holdings International Limited from October 2009 to February 2012, the shares of which are listed on the Main Board of the Stock Exchange, and CIG Yangtze Ports PLC from February 2009 to March 2014, the shares of which are listed on the Growth Enterprise Market of the Stock Exchange.

Saved as disclosed above, Mr. Fan (i) does not hold any other position with the Company and other members of the Company's group; (ii) does not have any relationship with any directors, senior management, substantial or controlling shareholders of the Company; and (iii) has not held other directorships in 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, Mr. Fan does not have any interest and short positions in the shares or underlying shares or debentures of the Company and its associated corporations within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

There is no service contract between the Company and Mr. Fan. Mr. Fan is not appointed for a specific term and is subject to retirement by rotation and re-election in accordance with the Bye-laws of the Company. Mr. Fan is entitled to a monthly director fee of HK\$20,000 which is determined by the board with reference to his duties and responsibilities with the Company, the Company's performance and the prevailing market condition.

Save as disclosed above, there are no other matters in relation to the appointment of Mr. Fan as an Independent Non-executive Director of the Company that need to

brought to the attention of the shareholders and there is no other information required to be disclosed pursuant rules 13.51(2)(h) to 13.51(2)(v) of the Rules Governing the Listing of Securities on the Stock Exchange (the “**Listing Rules**”).

Following the appointment of Mr. Fan, the Company is now in full compliance with the requirements of (i) number of Independent Non-executive Directors pursuant to rule 3.10A of the Listing Rules; and (ii) number of members of Audit Committee and Remuneration Committee pursuant to rule 3.21 and 3.25 of the Listing Rules.

The Board would express its warmest welcome to Mr. Fan for joining the Company.

By the order of the Board
Culturecom Holdings Limited
Chu Bong Foo
Chairman

Hong Kong, 22 April 2015

As at the date of this announcement, the Board comprises of Ms. Chow Lai Wah Livia (being the Vice Chairman and Executive Director); Dr. Lai Tak Kwong, Andrew, Mr. Kwan Kin Chung, Mr. Chung Billy, Mr. Wan Xiaolin, Mr. Tang U Fai, Mr. Tang Kwing Chuen Kenneth and Mr. Chen Man Lung (all being Executive Directors); Mr. Chu Bong Foo (being the Chairman and Non-executive Director) and Mr. Fan Chun Wah, Andrew, Mr. Joseph Lee Chennault, Mr. Lai Qiang and Ms. Ng Ying (all being Independent Non-executive Directors).

**for identification purpose only*