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APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR

The board (the “**Board**”) of directors (the “**Director(s)**”) of China 33 Media Group Limited (the “**Company**”) is pleased to announce that, with effect from 15 February 2024, Ms. Wipada Kunna (“**Ms. Kunna**”) has been appointed as an independent non-executive Director, the chairperson of the nomination committee of the Company and a member of each of the audit committee and remuneration committee of the Company. Ms. Kunna, aged 30, has over 5 years of management and accounting experience in the finance and retail industry. Ms. Kunna obtained a bachelor degree of public administration from The Chiang Mai Rajabhat University.

Pursuant to the service agreement entered into between the Company and Ms. Kunna for a term of one year with effect from 15 February 2024, Ms. Kunna is entitled to a director’s fee of HK\$120,000 per annum, which is determined by the Board based on the recommendation of the remuneration committee of the Company with reference to her duties and responsibilities with the Company and prevailing market conditions, and either party may terminate such service agreement at any time by giving at least one month’s notice in writing. Further, Ms. Kunna will be subject to retirement at the general meetings of the Company in accordance with the memorandum and articles of association of the Company.

As at the date of this announcement, Ms. Kunna (i) does not have any interest or short position in the shares, underlying shares or debentures of the Company or any of its associated corporations within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong); (ii) does not have any relationship with any director, senior management or substantial or controlling shareholder(s) (as defined in the Rules Governing the Listing of Securities on GEM of the Stock Exchange (the “**GEM Listing Rules**”) of the Company; and (iii) has not held any position with the Company or other members of the Group. In the last three years preceding the date of this announcement, Ms. Kunna did not hold directorship in any public companies the securities of which are listed on any securities market in Hong Kong or overseas.

Following the appointment of Ms. Kunna, the Company has met the requirements set out in (i) Rule 5.05 of the GEM Listing Rules that the Company must have at least three independent non-executive Directors; (ii) Rule 5.28 of the GEM Listing Rules that the audit committee must comprise a minimum of three members; and (iii) Rule 5.34 of the GEM Listing Rules that the remuneration committee must comprise a majority of independent non-executive Directors.

Save as disclosed above, there are no other matters concerning the appointment of Ms. Kunna that need to be brought to the attention of the shareholders of the Company, nor is there any information that is required to be disclosed pursuant to Rules 17.50(2)(h) to (v) of the GEM Listing Rules.

The Board would like to express its warmest welcome to Ms. Kunna in joining the Board.

By order of the Board
China 33 Media Group Limited
Ruan Deqing
Chairman and Executive Director

Hong Kong, 15 February 2024

As at the date of this announcement, the executive Directors are Mr. Ruan Deqing (Chairman) and Mr. Ma Pun Fai; and the independent non-executive Directors are Ms. Tay Sheve Li, Mr. Yau Kit Yu and Ms. Wipada Kunna.

This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the Rules Governing the Listing of Securities on GEM of The Stock Exchange of Hong Kong Limited 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 “Latest Listed Company Information” page of the website of The Stock Exchange of Hong Kong Limited at www.hkexnews.hk for at least seven days from the date of its posting and the Company’s website at www.china33media.com.