

*Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.*



## **ABC COMMUNICATIONS (HOLDINGS) LIMITED**

*(incorporated in Bermuda with limited liability)*

**(Stock Code: 30)**

### **RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTORS AND CHANGE OF AUTHORIZED REPRESENTATIVE**

The board of directors (the “**Board**”) of ABC Communications (Holdings) Limited (the “**Company**”) announces that with effect from 6 October 2014:

- (a) **Mr. Lee Kwong Yiu** (“**Mr. Lee**”) resigned as an independent non-executive director, the Chairman of the Remuneration Committee, a member of the Audit Committee and a member of the Nomination Committee of the Company, due to his intention to concentrate on his own business;
- (b) **Mr. Yau Chung Hang** (“**Mr. Yau**”) resigned as an independent non-executive director, the Chairman of the Audit Committee, a member of the Nomination Committee and a member of the Remuneration Committee of the Company, due to his intention to concentrate on his own business;
- (c) **Mr. Chen Haoyun, Jordy** (“**Mr. Jordy Chen**”) resigned as an independent non-executive director of the Company, due to his intention to devote more time to his personal business affairs; and.
- (d) **Mr. Chen Jiasong** (“**Mr. Chen Jiasong**”) stood down his position as the Chairman of the Board, the Chairman of the Nomination Committee, a member of the Remuneration Committee and an authorized representative of the Company (“**Listing Rules Authorized Representative**”) for the purpose of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”), Mr. Chen Jiasong will continue to act as an executive director of the Company, subject to the suspension of all his executive duties as explained in the Company’s announcement dated 29 August 2014.

Mr. Lee, Mr. Yau and Mr. Jordy Chen confirmed that they have no disagreement with the Board and there are no matters with respect to their resignation that needs to be brought to the attention of the shareholders of the Company. The Board would like to take this opportunity to thank Mr. Lee, Mr. Yau and Mr. Jordy Chen for their valuable contributions to the Company during their tenure of services.

The Board further announces that with effect from 6 October 2014, Mr. Zhao Baolong was appointed as a Listing Rules Authorized Representative. Therefore, with effect from 6 October 2014, the two Listing Rules Authorized Representatives of the Company will be Mr. Zhao Baolong and Mr. Cheung Wai Shing.

As a result of Mr. Lee, Mr. Yau and Mr. Jordy Chen's resignation, the minimum number of independent non-executive directors, the minimum number of members of the Audit Committee, the requirement of accounting qualification or expertise of one member of the Audit Committee, and the composition of the Remuneration Committee of the Company have failed to meet the requirements under the Listing Rules. Accordingly, the Board would endeavour to identify appropriate candidate(s) to be appointed as independent non-executive director(s) and member(s) of the Audit Committee and the Remuneration Committee of the Company within three months from 6 October 2014, pursuant to Rules 3.11, 3.23 and 3.27 of the Listing Rules. The Board would also endeavour to identify appropriate candidate(s) to be appointed as member(s) of the Nomination Committee of the Company in compliance with Code Provision A.5.1 of the Corporate Governance Code contained in Appendix 14 to the Listing Rules.

By Order of the Board of  
**ABC Communications (Holdings) Limited**  
**Cheung Wai Shing**  
*Executive Director & Company Secretary*

Hong Kong, 7 October 2014

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

*Executive Directors:*

Mr. Zhao Baolong (*Chief Executive Officer*)

Mr. Chen Jiasong

Mr. Cheung Wai Shing

Mr. Xu Jian Zhong

*Independent Non-executive Directors:*

Mr. Zhang Guang Hui