

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.



Nanfang Communication Holdings Limited
南方通信控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1617)

PASSING AWAY OF AN INDEPENDENT NON-EXECUTIVE DIRECTOR

The board (the “**Board**”) of directors (the “**Directors**”) of Nanfang Communication Holdings Limited (the “**Company**”) announces with deepest sorrow that Mr. Wu Wing Kuen, *B.B.S.* (“**Mr. Wu**”), an independent non-executive Director (“**INED**”), a member of the audit committee (the “**Audit Committee**”) and the chairman of the remuneration committee of the Company (the “**Remuneration Committee**”), passed away on 17 February 2025.

The late Mr. Wu had been an INED of the Company since November 2016. Mr. Wu had performed his duties conscientiously and diligently as an INED and made valuable contributions to safeguarding the overall interests of the shareholders of the Company during his tenure of office. The Board would like to express its greatest appreciation for Mr. Wu’s invaluable contributions to the Company and convey its heartfelt condolences to his family.

Following the passing away of Mr. Wu, the number of Directors has been reduced from seven to six, including three executive Directors, one non-executive Director and two INEDs. The Company currently does not meet the following requirement(s) under the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”):

- (i) The number of INEDs falls short of the minimum number required under Rule 3.10(1) of the Listing Rules;
- (ii) The number of members in the Audit Committee falls short of the minimum number of members as required under Rule 3.21 of the Listing Rules; and
- (iii) The Remuneration Committee shall be chaired by an INED and the composition of the Remuneration Committee falls below the majority of INEDs as required under Rule 3.25 of the Listing Rules.

The Company will endeavor to identify a suitable candidate to fill the vacancies of positions of INED, member of the Audit Committee and the chairman of the Remuneration Committee in order to fulfill the requirements of the Listing Rules as soon as practicable and in any event within three months after 17 February 2025 as required under Rules 3.11, 3.23 and 3.27 of the Listing Rules.

Further announcement will be made by the Company as appropriate and in accordance with the Listing Rules.

For and on behalf of the Board
Nanfang Communication Holdings Limited
Yu Jinlai
Chairman

Hong Kong, 20 February 2025

As at the date of this announcement, the executive Directors are Mr. Shi Ming (chief executive officer), Ms. Yu Rumin and Ms. Yu Ruping; the non-executive Director is Mr. Yu Jinlai (chairman); and the independent non-executive Directors are Mr. Chan Kai Wing and Mr. Liu Cheng Yi.