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**天泓文創**

Icon Culture Global Co.Ltd

**Icon Culture Global Company Limited**

**天泓文創國際集團有限公司**

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 8500)**

**APPOINTMENT OF AN EXECUTIVE DIRECTOR; RESIGNATION OF EXECUTIVE DIRECTORS AND AN INDEPENDENT NON-EXECUTIVE DIRECTOR; CHANGE IN COMPOSITION OF BOARD COMMITTEES AND CHANGE OF COMPANY SECRETARY AND AUTHORISED REPRESENTATIVE**

This announcement is made by the board (“**Board**”) of directors (“**Director(s)**”) of Icon Culture Global Company Limited (the “**Company**”) pursuant to Rule 5.24 and 17.50 of the Rules Governing the Listing of Securities on GEM of The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”).

**APPOINTMENT OF AN EXECUTIVE DIRECTOR**

The Board is pleased to announce the appointment of Mr. Yao Tong (“**Mr. Yao**”) as an executive Director, and a member of the Nomination and Remuneration committee of the Company with effect from 12 January 2024.

The biography of Mr. Yao is set out as follows:

Mr. Yao, aged 34, obtained a bachelor degree in management from Beihai college of Beihang University. Previously, he held senior position in an investment company in China and was an executive director of Wuxi Life International Holdings Groups Limited (stock code: 8148) for the period from 7 December 2020 to 27 May 2021. Currently, he is the deputy general manager of an international trading company in China and is working as a manager in Capital Realm Financial Holdings Group Limited (stock code: 204). Mr. Yao has experience in investment and international trading sectors.

A letter of appointment has been entered into between Mr. Yao and the Company for a term of service for one year commencing from 12 January 2024. Pursuant to the articles of association of the Company, Mr. Yao will hold office only until the next general meeting of the Company and shall then be eligible for re-election. Thereafter, he will be subject to retirement by rotation and re-election at the general meetings of the Company according to the articles of association of the Company.

Mr. Yao is entitled to an annual emolument of HK\$240,000 which has been determined by the Board on recommendation of the remuneration committee with reference to his qualifications, experience, duties and responsibilities with the Company, the performance of the Group and the prevailing market conditions.

Save for the information disclosed above, as at the date of this announcement, Mr. Yao (i) does not hold any position with the Company or other members of the Group; (ii) does not hold any other directorship in the last three years in public companies, the securities of which are listed on any securities markets in Hong Kong or overseas; (iii) does not have any other relationship with any Directors, senior management or substantial or controlling shareholders of the Company; (iv) does not have any interests or is not deemed to have any interests or short positions in any shares, underlying shares or debentures of the Company or any of its associated corporations which is required to be disclosed under Part XV of the Securities and Futures Ordinance, Chapter 571 of the Laws of Hong Kong and (v) is not aware of any matters in relation to his appointment that is required to be disclosed pursuant to Rules 17.50(2)(h) to (v) of the GEM Listing Rules or any matters that need to be brought to the attention of the Shareholders and the Stock Exchange.

The Board would like to take this opportunity to warmly welcome Mr. Yao to the Board.

## **RESIGNATION OF EXECUTIVE DIRECTORS**

The Board would like to announce that Mr. Lau Tung Hei Derek (“**Mr. Lau**”) has resigned as an executive Director of the Company with effect from 12 January 2024.

The resignation of Mr. Lau was because he would like to spend more time to pursue his own business. In accordance with Rule 17.50(2) of the Rules Governing the Listing of Securities on GEM of The Stock Exchange of Hong Kong Limited (the “**GEM Listing Rules**”), Mr. Lau confirmed that he has no disagreement with the Board and there is nothing relating to his resignation that needs to be brought to the attention to the shareholders of the Company.

The Board would like to further announce that Ms. Cai Xiaoshan (“**Ms. Cai**”) has resigned as an executive Director of the Company with effect from 12 January 2024.

The resignation of Ms. Cai was because she would like to spend more time to pursue her own business. In accordance with Rule 17.50(2) of the GEM Listing Rules, Ms. Cai confirmed that she has no disagreement with the Board and there is nothing relating to her resignation that needs to be brought to the attention to the shareholders of the Company.

The Board would like to express its sincere gratitude to Mr. Lau and Ms. Cai for their valuable contribution to the Company during his tenure of services.

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

The Board would like to announce that Mr. Lee Siu Hang Foster (“**Mr. Lee**”) has resigned as an independent non-executive Director of the Company with effect from 12 January 2024.

The resignation of Mr. Lee was because he would like to spend more time to pursue his own business. In accordance with Rule 17.50(2) of the GEM Listing Rules, Mr. Lee confirmed that he has no disagreement with the Board and there is nothing relating to his resignation that needs to be brought to the attention to the shareholders of the Company.

The Board would like to express its sincere gratitude to Mr. Lee for his valuable contribution to the Company during his tenure of services.

## **CHANGE IN COMPOSITION OF BOARD COMMITTEES**

The Board further announces that (i) following the resignation of Mr. Lee, Ms. Tam Hon Shan Celia (“**Ms. Tam**”) has been appointed as chairlady of Audit Committee of the Company and (ii) following the appointment of Ms. Tam as chairlady of Audit Committee of the Company and ceased to act as chairlady of Remuneration Committee of the Company, Mr. Liu Lihan was appointed as chairman of Remuneration Committee of the Company, all with effect from 12 January 2024.

## **CHANGE OF COMPANY SECRETARY AND AUTHORISED REPRESENTATIVE**

### **Resignation and appointment of Company Secretary and Authorised Representative**

The Board would like to announce that Ms. Tung Wing Yee Winnie (“**Ms. Tung**”) has resigned as the company secretary of the Company (the “**Company Secretary**”) and one of the authorized representatives of the Company (the “**Authorised Representative**”) under Rule 5.24 of the GEM Listing Rules, both with effect from 12 January 2024.

Ms. Tung has confirmed that she has no disagreement with the Board and there are no matters in relation to her resignation of the Company Secretary and one of the Authorised Representative that should be brought to the attention of the Shareholders. The Board is also not aware of any such matters in relation to her resignation of the Company Secretary and the Authorised Representative that need to be brought to the attention of the Shareholders.

The Board would like to further announce that Mr. Choi Pun Lap (“**Mr. Choi**”) has been appointed as the Company Secretary and one of the Authorised Representatives as external service provider with effect from 12 January 2024. Mr. Choi holds a bachelor degree in business accounting and a master degree in Chinese business law. Mr. Choi is currently serving as the company secretary of a company listed in the GEM of the Stock Exchange. Mr. Choi is a fellow member of the Hong Kong Institute of Certified Public Accountants, and he possesses the requisite qualification and experience as required under Rule 5.14 of the GEM Listing Rules.

The Board would like to express its sincere gratitude to Ms. Tung for her valuable contributions to the Company and wish to extend a warm welcome to Mr. Choi on his appointment.

By order of the Board  
**Icon Culture Global Company Limited**  
**Chow Eric Tse To**  
*Chairman and Executive Director*

Hong Kong, 12 January 2024

*As at the date of this announcement, the executive Directors are Mr. Chow Eric Tse To (Chairman), Ms. Liang Wei (Chief Executive Officer and Compliance Officer), Mr. Liu Biao and Mr. Yao Tong; and the independent non-executive Directors are Ms. Tam Hon Shan Celia, Mr. Tian Tao and Mr. Li Lihan.*

*The Directors jointly and severally accept full responsibility for the accuracy of the information contained in this announcement and confirm, having made all reasonable inquiries, that to the best of their knowledge, opinions expressed in this announcement have been arrived at after due and careful consideration and there are no other facts not contained in this announcement, the omission of which would make any statement in this announcement misleading.*

*This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the GEM Listing Rules 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 GEM website at [www.hkexnews.hk](http://www.hkexnews.hk) for at least 7 days from the date of its publication. This announcement will also be published and will remain on the website of the Company at [www.iconspace.com](http://www.iconspace.com).*