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## **SEEC MEDIA GROUP LIMITED**

*(Incorporated in the Cayman Islands and continued in Bermuda with limited liability)*

**(Stock Code: 205)**

### **RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTOR, MEMBER OF AUDIT COMMITTEE, REMUNERATION COMMITTEE AND NOMINATION COMMITTEE, AND NON-COMPLIANCE WITH RULE 3.10(1) AND RULE 3.21 OF THE LISTING RULES**

The Board announces that with effect from 26 April 2018,

- (1) Ms. Wensy Ip has resigned as an independent non-executive Director and member of Audit Committee, Remuneration Committee and Nomination Committee; and
- (2) Non-compliance with Rule 3.10(1) and Rule 3.21 of the Listing Rules.

### **RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTOR AND MEMBER OF AUDIT COMMITTEE, REMUNERATION COMMITTEE AND NOMINATION COMMITTEE**

The board (the “**Board**”) of directors (the “**Directors**”) of SEEC Media Group Limited (the “**Company**”) announces that Ms. Wensy Ip (“**Ms. Ip**”) has tendered her resignation as an independent non-executive Director and member of Audit Committee, Remuneration Committee and Nomination Committee of the Company with effect from 26 April 2018 due to her other engagements.

Ms. Ip has confirmed that she has no disagreement with the Board and there is no matter relating to her resignation that need to be brought to the attention of shareholders of the Company.

The Board would like to express its sincere gratitude to Ms. Ip for her invaluable contribution to the Company during her terms of office.

## **NON-COMPLIANCE WITH RULE 3.10(1) AND RULE 3.21 OF THE LISTING RULES**

Upon resignations of Ms. Ip as an independent non-executive Director, the Board comprises four executive Directors and two independent non-executive Directors. As a result, the number of independent non-executive Directors and the Audit Committee members fell below the minimum number required under Rule 3.10(1) and Rule 3.21 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”).

The Company is endeavouring to identify suitable candidate(s) to fill the vacancy(ies) as soon as practicable, with the relevant appointment to be made within three months from the date of this announcement to meet the requirements under the Listing Rules. The Company will make further announcement(s) as and when appropriate.

By Order of the Board  
**SEEC Media Group Limited**  
**Li Leong**  
*Executive Director*

Hong Kong, 26 April 2018

*As at the date of this announcement, the Board comprises Mr. Li Leong, Mr. Li Xi, Mr. Zhang Zhifang and Mr. Zhou Hongtao as the executive directors and Mr. Law Chi Hung, Ms. Wensy Ip and Mr. Wong Ching Cheung as the independent non-executive directors.*