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ONE MEDIA GROUP LIMITED
(Incorporated in the Cayman Islands with limited liability)
(Stock Code: 426)

**RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTOR
AND
CHANGE IN ARRANGEMENT IN RELATION TO THE RE-ELECTION OF
DIRECTOR AT THE ANNUAL GENERAL MEETING**

RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTOR

The Board of Directors (the “**Board**”) of One Media Group Limited (the “**Company**”, which together with its subsidiaries, the “**Group**”) hereby announces that Mr. YANG, Victor has tendered his resignation as an independent non-executive director of the Company, the chairman of the nomination committee and a member of the audit committee and remuneration committee of the Company with effect from 1 August 2019. Mr. YANG, Victor confirmed that he resigned due to his commitment in other business engagements, that he has no disagreement with the Board and there is no matter in relation to his resignation that needs to be brought to the attention of the shareholders of the Company.

The Board would like to express its sincere gratitude to Mr. YANG, Victor for his valuable contributions to the Company over his five-year tenure as an independent non-executive director and wish him all the best in his future endeavours.

Following the resignation of Mr. YANG, Victor, the Board comprises five members, including two executive directors, one non-executive director and two independent non-executive directors, with the number of independent non-executive directors falling below the minimum number required under Rule 3.10(1) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”).

Mr. YANG, Victor also served as the chairman of the nomination committee, a member of the audit committee and a member of the remuneration committee of the Company. Following Mr. YANG, Victor’s resignation, the audit committee members decreased from three to two, below the minimum number required under Rule 3.21 of the Listing Rules; and the chairman of the nomination committee becomes vacant which does not fulfill the requirement under Code Provision A.5.1 of Appendix 14 of the Listing Rules.

The Company will take steps to comply with the relevant requirements under the Listing Rules as soon as practicable and in any event within three months from 1 August 2019, and will make a further announcement as and when appropriate.

CHANGE IN ARRANGEMENT IN RELATION TO THE RE-ELECTION OF DIRECTOR AT THE ANNUAL GENERAL MEETING

Reference is made to the circular (the “**Circular**”), the notice of the annual general meeting (the “**AGM Notice**”) and the proxy form (the “**Proxy Form**”) all dated 11 July 2019 and the annual report (the “**Annual Report**”) dated 28 May 2019 for the year ended 31 March 2019 of the Company, which sets out, among other matters, the proposed resolutions on the re-election of directors of the Company at the annual general meeting scheduled to be held on 13 August 2019 (the “**AGM**”).

It was disclosed in the AGM Notice, the Circular and the Annual Report that, as retiring director at the AGM, Mr. YANG, Victor would offer himself for re-election as a director of the Company at the AGM.

In light of the resignation of Mr. YANG, Victor, the Board will withdraw the ordinary resolution numbered 2(b) “To re-elect Mr. YANG, Victor as a director” from voting at the AGM.

Save for the foregoing, the Proxy Form remains unchanged. The Proxy Form shall remain valid except that no poll will be taken or counted for ordinary resolution numbered 2(b).

By order of the Board
One Media Group Limited
TIONG Kiew Chiong
Director

Hong Kong, 1 August 2019

As at the date of this announcement, the Board comprises Ms. TIONG Choon, being non-executive director; Mr. TIONG Kiew Chiong and Mr. LAM Pak Cheong, being executive directors; and Mr. YU Hon To, David and Mr. LAU Chi Wah, Alex, being independent non-executive directors.