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**NEXT DIGITAL**  
**NEXT DIGITAL LIMITED**  
*(Incorporated in Hong Kong with limited liability)*  
**(Stock Code: 00282)**

**CHANGE OF INDEPENDENT NON-EXECUTIVE DIRECTOR  
AND  
CHANGE OF COMPOSITION OF BOARD COMMITTEES**

The Board announces that with effect from 26 March 2018,

- (1) Mr. Wong Chi Hong, Frank has resigned as an Independent Non-executive Director, the Chairman of the Remuneration Committee and a member of the Audit Committee and the Nomination Committee of the Company; and
- (2) Mr. Louis Gordon Crovitz has been appointed as an Independent Non-executive Director, the Chairman of the Remuneration Committee and a member of the Audit Committee and the Nomination Committee of the Company.

**(1) Resignation of Independent Non-executive Director**

The Board announces that Mr. Wong Chi Hong, Frank (“Mr. Wong”) has resigned as an Independent Non-executive Director, the Chairman of the Remuneration Committee and a member of the Audit Committee and the Nomination Committee of the Company to pursue other business commitments with effect from 26 March 2018.

Mr. Wong confirmed that he has no disagreement with the Board and there are no other matters relating to his resignation that need to be brought to the attention of the shareholders of the Company.

The Board wishes to express its sincere gratitude to Mr. Wong for his valuable contribution to the Company during his tenure of service.

**(2) Appointment of Independent Non-executive Director**

Following the resignation of Mr. Wong, the Board announces that Mr. Louis Gordon Crovitz (“Mr. Crovitz”) has been appointed as an Independent Non-executive Director, the Chairman of the Remuneration Committee and a member of the Audit Committee and the Nomination Committee of the Company with effect from 26 March 2018.

Mr. Crovitz, aged 59, is currently a director and a member of the Nominating & Governance Committee and Innovation & Technology Committee of Dun & Bradstreet (a global corporate information and financial analysis company) and a director of Marin Software (an online advertising company). He was the interim chief executive officer of Houghton Mifflin Harcourt (a global learning company) from 2016 to 2017 and is currently its director. The shares of these companies are listed on the New York Stock Exchange and NASDAQ respectively. He is also a co-founder and co-chief executive officer of NewsGuard Technologies, a provider of information about the news brands consumers access online. Mr. Crovitz, being the former Publisher of *The Wall Street Journal* and Executive Vice President of Dow Jones & Company, Inc. and President of its Consumer Media Group, has been active in digital media since the early 1990s. Mr. Crovitz is a holder of a Juris Doctor from Yale Law School, a Bachelor of Arts in Jurisprudence from the University of Oxford and an Artium Baccalaureus in Politics, Economics, Rhetoric and Law from the University of Chicago.

Mr. Crovitz entered into a letter of appointment with the Company for an initial term of 2 years subject to retirement by rotation and re-election pursuant to the Company's articles of association. He is entitled to receive an initial director's fee of HK\$200,000 per annum and an additional fee for serving as the Chairman and members of the committees of HK\$130,000 per annum or a pro rata amount for any incomplete year, which was determined by the Board and by reference to his duties and the level of responsibilities with the Company. His director's fee will be reviewed annually. Save as disclosed, Mr. Crovitz does not hold any other positions with the Company or its subsidiaries, has not held any directorships in any listed public companies in the last three years and does not have any relationships with any directors, senior management, substantial or controlling shareholders of the Company. As at the date of this announcement, Mr. Crovitz does not have any interests in the shares of the Company within the meaning of Part XV of the SFO.

Save as disclosed above, the Board is not aware of any other matters in relation to the appointment of Mr. Crovitz that need to be brought to the attention of the shareholders of the Company, and there is no other information which is required to be disclosed pursuant to Rule 13.51(2) of the Listing Rules.

The Board would like to express a warm welcome to Mr. Crovitz for joining the Company.

**DEFINITION**

In this announcement, unless the context otherwise requires, the following expressions have the following meanings:

- “Board”                               the board of directors
  
- “Company”                             Next Digital Limited, a company incorporated in Hong Kong with limited liability whose shares are listed on the main board of the Stock Exchange
  
- “HK\$”                                 Hong Kong dollars, the lawful currency of Hong Kong
  
- “Listing Rules”                      the Rules Governing the Listing of Securities on the Stock Exchange

“SFO” Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong)

“Stock Exchange” The Stock Exchange of Hong Kong Limited

By Order of the Board  
**Chow Tat Kuen, Royston**  
*Executive Director*

Hong Kong, 26 March 2018

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

*Non-executive Directors:*

Mr. Lai Chee Ying (*Non-executive Chairman*)

Mr. Ip Yut Kin

*Executive Directors:*

Mr. Cheung Kim Hung

Mr. Chow Tat Kuen, Royston

*Independent Non-executive Directors:*

Dr. Lee Ka Yam, Danny

Dr. Bradley Jay Hamm

Mr. Louis Gordon Crovitz