# THIS CIRCULAR IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION

If you are in any doubt as to any aspect of this circular or as to the action to be taken, you should consult your stockbroker or other registered dealer in securities, bank manager, solicitor, professional accountant or other professional adviser.

If you have sold or transferred all your shares in Asia Standard Hotel Group Limited, you should at once hand this circular with the accompanying form of proxy to the purchaser or to the bank, stockbroker or other agent through whom the sale was effected for transmission to the purchaser.

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# ASIA STANDARD HOTEL GROUP LIMITED

(泛海酒店集團有限公司)\*

 $(Incorporated\ in\ Bermuda\ with\ limited\ liability)$ 

(Stock Code: 0292)

# GENERAL MANDATES TO ISSUE SHARES AND REPURCHASE SHARES AND RE-ELECTION OF DIRECTORS

A letter from the Board of Directors of Asia Standard Hotel Group Limited ("Company") is set out on pages 1 to 4 of this circular.

A notice convening the annual general meeting of the Company to be held on 26 August 2005 (Friday) at Basement 1, Empire Hotel, 33 Hennessy Road, Wanchai, Hong Kong at 10:00 a.m. is set out on pages 10 to 14 of this circular.

If you are not able to attend such meeting, you are requested to complete the accompanying form of proxy in accordance with the instructions printed thereon and return it to the Company's principal office in Hong Kong at 30th Floor, Asia Orient Tower, Town Place, 33 Lockhart Road, Wanchai, Hong Kong as soon as possible and in any event not less than 48 hours before the time appointed for the holding of such meeting or any adjournment thereof. Completion and return of the form of proxy shall not preclude you from attending and voting in person at the meeting or any adjourned meeting should you so desire.



# ASIA STANDARD HOTEL GROUP LIMITED (泛海酒店集團有限公司)\*

(Incorporated in Bermuda with limited liability)

(Stock Code: 0292)

Executive Directors:-

Mr. Poon Jing (Chairman)

Mr. Lim Yin Cheng (Chief Executive)

Mr. Fung Siu To, Clement

Mr. Poon Tin Sau, Robert

Mr. Wong Shu Pui

Non-executive Director:-

Mr. Liang Shangli

Independent non-executive Directors:-

Mr. Ip Chi Wai

Mr. Leung Wai Keung, Richard

Mr. Hung Yat Ming

Registered Office:-

Canon's Court

22 Victoria Street

Hamilton HM12 Bermuda

Principal Office in Hong Kong:-

30th Floor

Asia Orient Tower

Town Place

33 Lockhart Road

Wanchai Hong Kong

29 July 2005

To the Shareholders

Dear Sirs.

# GENERAL MANDATES TO ISSUE SHARES AND REPURCHASE SHARES AND RE-ELECTION OF DIRECTORS

#### INTRODUCTION

This circular includes information required by the Stock Exchange of Hong Kong Limited ("Stock Exchange") to be given to shareholders of the Company ("Shareholders") on the proposals to:—

(1) the grant to the Directors general mandates to issue shares of HK\$0.02 each in the capital of the Company ("Shares") and to repurchase Shares; and

<sup>\*</sup> For identification purposes only

#### (2) the re-election of the retiring Directors; and

to give Shareholders the notice of annual general meeting at which resolutions approving the above proposals will be considered and voted upon.

#### GENERAL MANDATES

At the annual general meeting of Shareholders held on 27 August 2004 approval was given by Shareholders for the granting of, inter alia, a general mandate to the Directors (i) to repurchase Shares on the Stock Exchange up to 10% of the issued share capital of the Company; and (ii) allot and issue Shares not exceeding 20% of the aggregate nominal amount of the share capital of the Company in issue at the date of passing the relevant resolutions. In accordance with the terms of the approval, these general mandates will shortly expire on 26 August 2005 upon the conclusion of the forthcoming annual general meeting ("AGM"). To keep in line with current corporate practice, the grant of fresh general mandate for the same purpose is being sought from Shareholders and an Ordinary Resolution to grant the mandate to repurchase up to 10% of the issued share capital of the Company ("Repurchase Mandate") to the Directors will be proposed at the forthcoming AGM. The explanatory statement required by the Rules Governing the Listing of Securities of the Stock Exchange ("Listing Rules") to be sent to Shareholders in connection with the proposed resolution on the Repurchase Mandate is set out in Appendix I to this circular.

Ordinary Resolutions will also be proposed (i) to grant to the Directors a general mandate to allot and issue additional Shares up to an amount not exceeding 20% of the aggregate nominal value of the issued share capital of the Company at the date of passing such resolution ("Share Issue Mandate"); and (ii) to approve in addition to the Share Issue Mandate to issue and allot Shares under (i) above of such number of Shares purchased by the Company in accordance with the Repurchase Mandate.

The Repurchase Mandate and Share Issue Mandate if granted to Directors will be valid for the period from the date of passing the resolutions up to the date of the next annual general meeting in 2006, or the expiration of the period with which the next annual general meeting of the Company is required by the bye-laws of the Company (the "Bye-Laws") or any applicable laws to be held, or the revocation or variation of the Repurchase Mandate and Share Issue Mandate by Ordinary Resolutions of the Shareholders in general meeting of the Company, whichever of these three events occurs first.

#### RE-ELECTION OF DIRECTORS

In accordance with Bye-Law 99, one-third of the Directors retiring by rotation at the AGM are Messrs. Fung Siu To, Clement and Poon Tin Sau, Robert. By virtue of Bye-law 102(B), Messrs. Leung Wai Keung, Richard and Hung Yat Ming, both appointed by the board ("Board") of Directors on 22 September 2004, shall retire at the AGM. Messrs. Fung Siu To, Clement, Poon Tin Sau, Robert, Leung Wai Keung, Richard and Hung Yat Ming, being eligible, offer themselves for re-election. As required by the Listing Rules, the biographical information of the above Directors proposed to be re-elected at the AGM are set out in Appendix II to this circular.

#### RECOMMENDATION

The Directors believe that the proposed resolutions as set out in the Notice of AGM are in the interests of the Company and the Shareholders as a whole. Accordingly, the Directors recommend that all Shareholders should vote in favour of all such resolutions at the AGM.

#### PROCEDURE BY WHICH A POLL MAY BE DEMANDED

Pursuant to Bye-Law 70, at any general meeting a resolution put to the vote of the meeting shall be decided on a show of hands unless a poll is (before or on the declaration of the result of the show of hands or on the withdrawal of any other demand for a poll) be demanded:—

- (a) by the Chairman of the meeting; or
- (b) by at least three Shareholders present in person or by a duly authorized corporate representative or by proxy for the time being entitled to vote at the meeting; or
- (c) by any Shareholder or Shareholders present in person or by a duly authorized corporate representative or by proxy and representing not less than one-tenth of the total voting rights of all the Shareholders having the right to vote at the meeting; or
- (d) by any Shareholder or Shareholders present in person or by a duly authorized corporate representative or by proxy and holding Shares conferring a right to vote at the meeting being Shares on which an aggregate sum has been paid up equal to not less than one-tenth of the total sum paid up on all the Shares conferring that right.

#### ANNUAL GENERAL MEETING

The Notice of AGM (as appearing on pages 10 to 14 of this circular) sets out the proposed resolutions for the Share Issue Mandate, the Repurchase Mandate and the re-election of Directors.

A form of proxy is herewith enclosed for use at the AGM. If you are not able to attend the AGM in person, you are requested to complete the form of proxy in accordance with the instructions printed thereon and return it to the Company's principal office in Hong Kong at 30th Floor, Asia Orient Tower, Town Place, 33 Lockhart Road, Wanchai, Hong Kong as soon as possible and in any event not less than 48 hours before the time fixed for holding the AGM. Completion and deposit of the form of proxy will not preclude you from attending and voting at the AGM if you so wish.

Yours faithfully,
For and on behalf of

ASIA STANDARD HOTEL GROUP LIMITED

Poon Jing

Chairman

This appendix serves as the explanatory statement required to be sent to Shareholders by the Listing Rules in connection with the repurchase by companies with a primary listing on the Stock Exchange of their own securities. The intention of this explanatory statement is to provide Shareholders with all the information reasonably necessary to enable them to make an informed decision on whether to vote for or against the proposed Repurchase Mandate to be granted to the Directors, which relates to shares.

#### 1. FUNDING OF REPURCHASE

It is envisaged that repurchase will be funded entirely from the Company's available cash flow or working capital facilities which are funds otherwise available for dividend or distribution and thus legally available for such in accordance with the provision of the memorandum of association of the Company ("Memorandum of Association") and Bye-Laws and the laws of Bermuda. There might be a material adverse impact on the working capital or gearing levels of the Company (as compared with the position disclosed in the financial statement for the year ended 31 March 2005) in the event the Repurchase Mandate was exercised in full at any one time. However, the Directors do not propose to exercise the Repurchase Mandate to such an extent as would, in the circumstances, have a material adverse effect on the working capital requirements of the Company or the gearing levels which in the opinion of the Directors are from time to time appropriate for the Company.

#### 2. REASONS FOR REPURCHASE

Repurchases of securities will only be made when the Directors believe that such a repurchase will benefit the Company and the Shareholders. Such repurchase may, depending on market conditions and funding arrangements at the time, lead to an enhancement of the net value of the Company and its earnings and/or its net assets per Share.

#### 3. EXERCISE OF THE REPURCHASE MANDATE

As at 22 July 2005 being the latest practicable date prior to printing of this circular ("Latest Practicable Date"), the issued share capital of the Company was 5,052,108,681 Shares. Subject to the passing of the relevant ordinary resolution approving the Repurchase Mandate on the basis of 5,052,108,681 Shares in issue at the date of the AGM (assuming no further Shares are issued or repurchased after the Latest Practicable Date and up to the date of passing such resolution), the Company would be allowed under the Repurchase Mandate to repurchase a maximum of 505,210,868 Shares during the period from the passing of the resolution granting the Repurchase Mandate up to the conclusion of the next annual general meeting or the expiration of the period within which the next annual general meeting of the Company is required by the Bye-Laws or any relevant law to be held or when revoked or varied by an Ordinary Resolution of the Shareholders in general meeting of the Company whichever occurs first.

#### 4. SHARES PRICES

In each of the previous twelve months before the Latest Practicable Date, the highest and lowest traded prices for the Shares on the Stock Exchange were as follows:—

	Traded Ma	<b>Traded Market Price</b>	
	Highest	Lowest	
	HK\$	HK\$	
2004			
July	0.260	0.230	
August	0.255	0.230	
September	0.365	0.250	
October	0.360	0.305	
November	0.370	0.300	
December	0.360	0.275	
2005			
January	0.350	0.310	
February	0.445	0.300	
March	0.520	0.380	
April	0.450	0.370	
May	1.220	0.390	
June	0.850	0.560	
July (up to the Latest Practicable Date)	1.000	0.770	

#### 5. UNDERTAKING

#### (a) Directors, their Associates and Connected Person

None of the Directors nor, to the best of the knowledge and belief of the Directors, having made all reasonable enquiries, any of their respective associates (as defined in the Listing Rules) has any present intention, in the event that the proposed Repurchase Mandate is approved by the Shareholders, to sell securities to the Company.

No connected person of the Company (as defined in the Listing Rules) has notified the Company that he/she has a present intention to sell securities to the Company nor has he/she undertaken not to sell any of the securities held by him/her to the Company in the event that the Company is authorized to make purchase of securities.

#### (b) Undertaking of the Directors

The Directors have undertaken to the Stock Exchange to exercise the power of the Company to make purchase pursuant to the proposed resolution in accordance with the Listing Rules and all applicable laws of Bermuda, and in accordance with the Memorandum of Association and the Bye-Laws.

#### (c) Effect of Takeovers Code

If as the result of a repurchase of securities, a Shareholder's proportionate interest in the voting rights of the Company increase, such increase will be treated as an acquisition for the purpose of the Hong Kong Code on Takeovers and Mergers ("Takeovers Code"). As result, a Shareholder or a group of Shareholders acting in concert, depending on the level of increase of the Shareholders' interest, could obtain or consolidate control of the Company and become obliged to make a mandatory offer in accordance with Rule 26 of the Takeovers Code. As at the Latest Practicable Date, Asia Orient Holdings Limited ("AOHL") and Asia Standard International Group Limited ("ASIGL"), in which AOHL has controlling interest, together hold 3,749,148,774 Shares representing approximately 74.2% of the issued capital of the Company. Mr. Poon Jing (a Director of the Company and having controlling interest in AOHL) is personally interested in 248,937 Shares representing less than 0.01% of the issued capital of the Company. Assuming the full exercise of the power under the Repurchase Mandate, the interest of AOHL, ASIGL and Mr. Poon Jing in the issued share capital of the Company will be increased to approximately 82.46% and the Directors are not aware of any consequences which may arise under the Takeovers Code as a result of any repurchase of Shares made under the Repurchase Mandate. The Directors will not repurchase Share on the Stock Exchange if the repurchase would result in the number of the listed securities which are in the hands of the public falling below 25%.

#### 6. SHARE PURCHASE MADE BY THE COMPANY

No purchase of Shares have been made by the Company during the six months prior to the Latest Practicable Date (whether on the Stock Exchange or otherwise).

## BIOGRAPHICAL INFORMATION OF DIRECTORS TO BE RE-ELECTED AT THE AGM

As required by the Listing Rules, the following are the particulars of the Directors to be re-elected at the AGM:-

#### FUNG Siu To, Clement

Aged 57. Director of the Company, Chairman of ASIGL and AOHL and an executive director of Q9 Technology Holdings Limited. Mr. Fung is a holder of a Bachelor of Applied Science (Civil Engineering) degree. He joined the Group in 1994 and has over 20 years of experience in project management and construction. As at the Latest Practicable Date, Mr. Fung has personal interest in 3,949,400 shares in and has options to subscribe for 1,718,000 shares of AOHL at subscription price of HK\$3.30 per share. He was also granted option to subscribe 20 million shares of ASIGL at subscription price of HK\$0.325 per share. There is no service contract between the Company and Mr. Fung. The remuneration of Mr. Fung will be determined by the Board with reference to his experience and the remuneration level in the industry together with his work and contribution to the Company. During the financial year ended 31 March 2005, Mr. Fung received no remuneration or benefit. Mr. Fung is not appointed for a specific term and he is subject to retirement by rotation and re-election at the annual general meeting of the Company in accordance with the Bye-Laws. He is the brother-in-law of Mr. Poon Jing, the Chairman of the Company.

#### POON Tin Sau. Robert

Aged 59. Director of Food and Beverage. Mr. Poon was a restaurant entrepreneur in United States of America during the period from 1970 to 1996 and joined the Group in 1996. As at the Latest Practicable Date, Mr. Poon does not hold any interest in the Company within the meaning of Part XV of Securities and Futures Ordinance ("SFO"). Mr. Poon has entered into a service contract with a subsidiary of the Company with no fixed term. He is entitled to remuneration and other benefits from time to time to be reviewed and determined by the Board with reference to his experience and the remuneration level in the industry together with his work and contribution to the Company. During the financial year ended 31 March 2005, Mr. Poon received a total emolument in HK\$862,860. Mr. Poon is a brother to Mr. Poon Jing, the Chairman of the Company.

#### LEUNG Wai Keung, Richard

Aged 42. Independent Non-Executive Director and a member of audit committee of the Company. Mr. Leung is currently a Barrister-at-Law. He has about 9 years of experience in accounting and financial management in several firms and thereafter practicing as a barrister for 9 years. Mr. Leung is a member of the Chartered Association of Certified

### BIOGRAPHICAL INFORMATION OF DIRECTORS TO BE RE-ELECTED AT THE AGM

Accountants, the Institute of Chartered Secretaries and Administrators and the Chartered Institute of Arbitrators and admitted to the High Court of Hong Kong as a barrister. He holds a master degree in Accounting and Finance from the University of Lancaster and obtained a bachelor of laws from Manchester Metropolitan University. He is an independent non-executive director and a member of audit committee of ASIGL. As at the Latest Practicable Date, Mr. Leung does not hold any interest in the Company within the meaning of Part XV of SFO. There is no service contract between the Company and Mr. Leung. Mr. Leung is entitled to a director's fee, the amount of which is to be determined by the Board with reference to his experience together with his work and contribution to the Company. During the financial year ended 31 March 2005, Mr. Leung received director's fee of HK\$58,333. Mr. Leung is not appointed for a specific term and he is subject to retirement by rotation and re-election at the annual general meeting of the Company in accordance with the Bye-Laws. Other than his being an independent non-executive director of the substantial shareholder, Mr. Leung does not have any relationship with any other directors, senior management or substantial shareholder of the Company.

#### **HUNG** Yat Ming

Aged, 53. Independent Non-Executive Director and a member of audit committee of the Company. Mr. Hung is currently a financial consultant. He has over 25 years of experience in audit, accounting and financial management in several firms in Sydney and Hong Kong and was executive director of Baker Group International Holdings Limited. Mr. Hung is a member of the Institute of Chartered Accountants of Scotland and the Hong Kong Institute of Certified Public Accountants. He graduated from the University of Hong Kong with a bachelor degree in Mathematics and obtained a post-graduate diploma in Accountancy from the University of Strathclyde, Scotland. He is an independent non-executive director and a member of audit committee of AOHL. As at the Latest Practicable Date, Mr. Hung does not hold any interest in the Company within the meaning of Part XV of SFO. There is no service contract between the Company and Mr. Hung. Mr. Hung is entitled to a director's fee, the amount of which is to be determined by the Board with reference to his experience together with his work and contribution to the Company. During the financial year ended 31 March 2005, Mr. Hung received director's fee of HK\$58,333. Mr. Hung is not appointed for a specific term and he is subject to retirement by rotation and re-election at the annual general meeting of the Company in accordance with the Bye-Laws. Other than the relationship arising from his being an independent non-executive director of the substantial shareholder, Mr. Hung does not have any relationship with any other directors, senior management or substantial shareholder of the Company.



# ASIA STANDARD HOTEL GROUP LIMITED (泛海酒店集團有限公司)\*

(Incorporated in Bermuda with limited liability)

(Stock Code: 0292)

#### NOTICE OF ANNUAL GENERAL MEETING

**NOTICE IS HEREBY GIVEN** that the annual general meeting of the shareholders of Asia Standard Hotel Group Limited ("**Company**") will be held at Basement 1, Empire Hotel, 33 Hennessy Road, Wanchai, Hong Kong on 26 August 2005 (Friday) at 10:00 a.m. for the purpose of considering and, if thought fit, passing the following Resolutions:—

- 1. To receive and consider the audited financial statements and the reports of the Directors and auditors for the year ended 31 March 2005;
- 2. To re-elect retiring Directors and approve the remuneration of the Directors;
- 3. To appoint auditors and authorize the board of Directors to fix their remuneration;
- 4. As special business to consider and, if thought fit, pass with or without amendments, the following Resolutions as Ordinary Resolutions:—

#### A. "THAT

- (a) subject to paragraph 4A(c), the Directors be and are generally and unconditionally authorised to exercise during the Relevant Period (as defined in paragraph 4A(d)) all the powers of the Company to allot, issue or otherwise deal with shares of HK\$0.02 each in the capital of the Company ("Shares") and securities convertible into Shares or warrants or similar rights to subscribe for Shares and to make or grant offers, agreements and options which might require the exercise of such powers;
- (b) the approval in paragraph 4A(a) shall authorise the Directors during the Relevant Period to make or grant offers, agreements and options which might require the exercise of such power after the end of the Relevant Period;

<sup>\*</sup> For identification purposes only

- (c) the aggregate nominal amount of share capital allotted or agreed conditionally, or unconditionally, to be allotted (whether pursuant to an option or otherwise) by the Directors pursuant to the approval in paragraph 4A(a) and 4A(b), otherwise than pursuant to:—
  - (i) a Rights Issue (as defined in paragraph 4A(d));
  - (ii) the exercise of rights of subscription or conversion attaching to any warrants issued by the Company or any securities which are convertible into Shares;
  - (iii) the exercise of subscription or conversion right under the terms of any warrants of the Company or any option granted under any share option scheme or similar arrangement for the time being adopted for the grant or issue to officers and/or employees of the Company and/or any of its subsidiaries of options to subscribe for or rights to acquire Shares; and
  - (iv) any scrip dividend or similar arrangement providing for the allotment of Shares in lieu of the whole or part of a dividend on Shares in accordance with the Bye-Laws of the Company;

shall not exceed 20 per cent of the aggregate nominal amount of the share capital of the Company in issue at the date of passing of this Resolution and the said approval shall be limited accordingly;

(d) for the purpose of this Resolution:-

"Relevant Period" means the period from the passing of this Resolution until whichever is the earliest of:—

- (i) the conclusion of the next annual general meeting of the Company; or
- (ii) the expiration of the period within which the next annual general meeting of the Company is required by the Bye-Laws of the Company or any applicable laws to be held; or
- (iii) the revocation or variation of the authority given under this Resolution by an ordinary resolution of the shareholders of the Company in general meeting.

"Rights Issue" means the allotment, issue or grant of Shares pursuant to an offer of Shares open for a period fixed by the board of Directors of the Company made to holders of Shares whose names appear on the register of members of the Company on a fixed record date in proportion to their then holdings of such Shares (subject to such exclusions or other arrangements as the board of Directors of the Company may deem necessary or expedient in relation to fractional entitlements or having regard to any restrictions or obligations under the laws of, or the requirements of any recognized regulatory body or any stock exchange in, or in any territory outside, Hong Kong)."

#### B. "THAT

- (a) subject to paragraph 4B(b), the Directors be and are generally and unconditionally authorised to exercise during the Relevant Period (as defined in paragraph 4B(c)) all powers of the Company to repurchase Shares of the Company listed on the Stock Exchange of Hong Kong Limited ("Stock Exchange") or any other stock exchange on which the securities of the Company may be listed and recognized by the Securities and Futures Commission of Hong Kong and the Stock Exchange for this purpose subject to and in accordance with all applicable laws and the requirements of the Rules Governing the Listing of Securities on the Stock Exchange or that of any other stock exchange as amended from time to time;
- (b) the aggregate nominal amount of the Shares to be repurchased by the Company pursuant to paragraph 4B(a) during the Relevant Period shall not exceed 10 per cent of the aggregate nominal amount of the share capital of the Company in issue at the date of passing of this Resolution and approvals granted under paragraph 4B(a) of this Resolution shall be limited accordingly;
- (c) for the purpose of this Resolution:-

"Relevant Period" means the period from the passing of this Resolution until whichever is the earliest of:—

(i) the conclusion of the next annual general meeting of the Company; or

- (ii) the expiration of the period within which the next annual general meeting of the Company is required by the Bye-Laws of the Company or any applicable laws to be held; or
- (iii) the revocation or variation of the authority given under this Resolution by way of ordinary resolution of the shareholders of the Company in general meeting."
- C. "THAT conditional upon Resolutions 4A and 4B in the notice convening this meeting of which this Resolution forms part being passed, the general mandate granted to the Directors to exercise the powers of the Company to allot, issue or otherwise deal with Shares pursuant to Resolution 4A above be and is hereby extended by the addition to the aggregate nominal amount of the share capital which may be allotted by the Directors pursuant to such general mandate of an amount representing the aggregate nominal amount of the share capital of the Company repurchased by the Company under the authority granted pursuant to Resolution 4B above."

By Order of the Board **Lee Tai Hay, Dominic** *Secretary* 

Hong Kong, 29 July 2005

Registered Office:—
Canon's Court
22 Victoria Street
Hamilton HM12
Bermuda

Principal Office in Hong Kong:—30th Floor
Asia Orient Tower
Town Place
33 Lockhart Road
Wanchai
Hong Kong

#### Notes:-

- 1. Every shareholder entitled to attend and vote at the above meeting is entitled to appoint one or more proxies to attend and vote instead of him. A proxy need not be a shareholder of the Company.
- 2. A form of proxy for use at the above meeting is enclosed herewith.
- 3. Where there are joint registered holders of any Shares, any one of such persons may vote at the meeting, either personally or by proxy, in respect of such Shares as if he was solely entitled thereto provided that if more than one of such joint holders be present at the meeting personally or by proxy that one of the said persons so present whose name stands first on the register of shareholders in respect of such Shares shall alone be entitled to vote in respect thereof.
- 4. To be valid, a form of proxy, together with the power of attorney or other authority, if any, under which it is signed or a notarially certified copy of that power of attorney or authority, must be deposited at the Company's principal office in Hong Kong at 30th Floor, Asia Orient Tower, Town Place, 33 Lockhart Road, Wanchai, Hong Kong not less than 48 hours before the time appointed for holding the meeting (or any adjournment thereof).
- 5. Shareholders are recommended to read the circular of the Company containing information concerning the Resolutions proposed in this notice.

As at the date hereof, the board of Directors of the Company comprises Mr. Poon Jing, Mr. Lim Yin Cheng, Mr. Fung Siu To Clement, Mr. Poon Tin Sau Robert, Mr. Wong Shu Pui, Mr. Liang Shangli, Mr. Ip Chi Wai\*, Mr. Leung Wai Keung Richard\* and Mr. Hung Yat Ming\*.

# Independent non-executive director