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DAN FORM HOLDINGS COMPANY LIMITED
丹楓控股有限公司

(Incorporated in Hong Kong with limited liability)

(Stock Code: 271)

**(1) APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTORS,
CHAIRMEN AND MEMBERS OF BOARD COMMITTEES
AND
(2) PROPOSED CHANGE OF COMPANY NAME**

**(1) APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTORS,
CHAIRMEN AND MEMBERS OF BOARD COMMITTEES**

The Board is pleased to announce that:

1. Mr. Li Chak Hung has been appointed as an independent non-executive director, chairman of each of the audit committee and nomination committee, and a member of the remuneration committee of the Company with effect from 10th March, 2017; and
2. Mr. Choi Kin Man has been appointed as an independent non-executive director, chairman of the remuneration committee and a member of each of the audit committee and nomination committee of the Company with effect from 10th March, 2017.

(2) PROPOSED CHANGE OF COMPANY NAME

The Board proposes to change the English name of the Company from “Dan Form Holdings Company Limited” to “Asiasec Properties Limited”, and to change its Chinese name from “丹楓控股有限公司” to “亞證地產有限公司”.

The Change of Company Name is subject to approval by the Shareholders and the Registrar of Companies in Hong Kong.

The Change of Company Name is to be considered and approved, if thought fit, by the Shareholders in the forthcoming annual general meeting of the Company. A circular containing, among other things, information in relation to the Change of Company Name, together with a notice convening the annual general meeting, will be despatched to the Shareholders as soon as practicable.

(1) APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTORS, CHAIRMEN AND MEMBERS OF BOARD COMMITTEES

The board (the “**Board**”) of directors (the “**Directors**”) of Dan Form Holdings Company Limited (the “**Company**” together with its subsidiaries, the “**Group**”) is pleased to announce that:

1. Mr. Li Chak Hung (“**Mr. Li**”) has been appointed as an independent non-executive director, chairman of each of the audit committee and nomination committee, and a member of the remuneration committee of the Company with effect from 10th March, 2017; and
2. Mr. Choi Kin Man (“**Mr. Choi**”, together with Mr. Li, the “**New Directors**”) has been appointed as an independent non-executive director, chairman of the remuneration committee and a member of each of the audit committee and nomination committee of the Company with effect from 10th March, 2017.

Mr. Li

Mr. Li Chak Hung, aged 52, graduated from The Chinese University of Hong Kong and holds a Bachelor’s Degree of Business Administration. Mr. Li is a Certified Public Accountant (Practising) of the Hong Kong Institute of Certified Public Accountants and a Fellow of The Taxation Institute of Hong Kong. He has over 25 years’ experience in accounting, auditing, taxation and financial management. Mr. Li is currently an independent non-executive director of SkyOcean International Holdings Limited (Stock Code: 593) and Sandmartin International Holdings Limited (Stock Code: 482), and was an independent non-executive director of Alibaba Pictures Group Limited (formerly known as ChinaVision Media Group Limited) (Stock Code: 1060) from September 2004 to June 2014, whereas all companies are listed on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”).

Mr. Li has entered into a service contract with the Company with an initial term until the next annual general meeting of the Company and will be subject to retirement by rotation and re-election at the annual general meetings of the Company in accordance with the Articles of Association of the Company or any other applicable laws from time to time whereby he shall vacate his office. Mr. Li’s remuneration will be determined by the Company with reference to prevailing market conditions and the terms of remuneration policy of the Company.

Mr. Choi

Mr. Choi Kin Man, aged 57, graduated from Jinan University holding a Bachelor’s degree in Journalism and from University of South Australia with a Master’s degree in business administration. Mr. Choi has over 15 years of experience in the media and public relations industry, and is currently the managing director of Shima & Co. Limited. Mr. Choi was previously a director of Capital Communications Corp., and had participated in a number of public relations and communications projects.

Mr. Choi has entered into a service contract with the Company with an initial term until the next annual general meeting of the Company and will be subject to retirement by rotation and re-election at the annual general meetings of the Company in accordance with the Articles of Association of the Company or any other applicable laws from time to time whereby he shall vacate his office. Mr. Choi's remuneration will be determined by the Company with reference to prevailing market conditions and the terms of remuneration policy of the Company.

Save as disclosed above, each of the New Directors have not held any directorship in other public companies, the securities of which are listed on any securities market in Hong Kong or overseas for the last three years.

Save as disclosed above, none of the New Directors have any interest or short position (both within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong)) in the shares, underlying shares or debentures of the Company or any of its associated corporation (as defined under Part XV of the Securities and Futures Ordinance).

Save as disclosed above, as at the date of this announcement, none of the New Directors (i) holds any other positions in the Company or its subsidiaries; nor (ii) has any other relationship with any other directors, senior management, substantial shareholders or controlling shareholders of the Company.

Each of the New Directors has confirmed that he met the independence criteria as set out in Rule 3.13 of the Listing Rules. Save as disclosed above, there is no other information in relation to the appointment of the New Directors which is required to be disclosed nor are/were they involved in any of the matters required to be disclosed pursuant to Rules 13.51(2) (h) to (v) of the Listing Rules; and there is no other matter that needs to be brought to the attention of the shareholders of the Company (the "Shareholders").

The Board would like to take this opportunity to welcome Mr. Li and Mr. Choi for joining the Board.

COMPLIANCE WITH RULES 3.10(2) AND 3.25 OF LISTING RULES, AND CODE PROVISION A.5.1 OF CORPORATE GOVERNANCE CODE

Following the appointments as set out above, the Company has complied with (i) Rule 3.10(2) of the Listing Rules in relation to the professional qualifications or accounting or related financial management expertise required for at least one independent non-executive director; (ii) Rule 3.25 with regard to the composition of the remuneration committee; and (iii) code provision A.5.1 of Corporate Governance Code as set out in Appendix 14 of the Listing Rules with regard to the composition of the nomination committee.

NON-COMPLIANCE WITH RULES 3.10(1), 3.10A AND 3.21 OF LISTING RULES

Following the appointments set out above, the Company comprises 5 executive Directors, 1 non-executive Director, and 2 independent non-executive Directors. As a result, the number of independent non-executive Directors remains below the minimum number required under Rules 3.10(1) and 3.10A of the Listing Rules. In addition, the Company is not in compliance with the requirements set out under the Listing Rules in Rule 3.21 with regard to the composition of the audit committee.

The Company considers that the failure of meeting the abovementioned requirements of the Listing Rules is temporary in nature and will endeavour to ensure that the vacancies are filled as soon as practicable, with the relevant appointments to be made within three (3) months from 22nd December, 2016 to meet the requirements under Rules 3.11 and 3.23 of the Listing Rules. Further announcement(s) will be made by the Company as and when appropriate.

(2) PROPOSED CHANGE OF COMPANY NAME

The Board proposes to change the English name of the Company from “Dan Form Holdings Company Limited” to “Asiasec Properties Limited”, and to change its Chinese name from “丹楓控股有限公司” to “亞證地產有限公司”.

Conditions of the Change of Company Name

The proposed Change of Company Name is subject to the following conditions:

- (a) the passing of a special resolution by the Shareholders at a general meeting of the Company to approve the Change of Company Name; and
- (b) the Registrar of Companies in Hong Kong granting approval for the Change of Company Name.

Subject to the satisfaction of the conditions set out above, the Change of Company Name will take effect on the date of entry of the new name of the Company on the register maintained by the Registrar of Companies in Hong Kong.

Reasons for the Change of Company Name

The Board considers that the Change of Company Name will better reflect the current business of properties development conducted by the Group and its direction of future development. The Board believes that the new English and Chinese names of the Company will provide the Company with a fresh corporate image and identity which will benefit the Company’s future business development. Therefore, the Board considers that the Change of Company Name is in the best interests of the Company and the Shareholders as a whole.

Effects of the Change of Company Name

The proposed Change of Company Name will not affect any rights of the Shareholders or the Company's daily operations or its financial position. Once the Change of Company Name has become effective, any new share certificates of the Company issued thereafter will bear the new name of the Company. All the existing share certificates in issue bearing the present name of the Company will, after the proposed Change of Company Name having become effective, continue to be effective and as documents of title to the shares of the Company and will continue to be valid for trading, settlement, registration and delivery purposes. Accordingly, there will not be any arrangement for free exchange of the existing share certificates of the Company for new share certificates bearing the new name of the Company.

In addition, subject to the confirmation by the Stock Exchange, the English and Chinese stock short names of the Company for trading in the securities on the Stock Exchange will also be changed after the Change of Company Name becomes effective. Further announcement(s) will be made by the Company in relation to the effective date of the Change of Company Name and details of the change of the English and Chinese stock short names of the Company.

General

The Change of Company Name is to be considered and approved, if thought fit, by the Shareholders in the forthcoming annual general meeting of the Company. A circular containing, among other things, information in relation to the Change of Company Name, together with a notice convening the annual general meeting, will be despatched to the Shareholders as soon as practicable.

On behalf of the Board
Dan Form Holdings Company Limited
Edwin Lo King Yau
Executive Director

Hong Kong, 10th March, 2017

As at the date of this announcement, the Board comprises Mr. Patrick Lee Seng Wei (Chief Executive), Mr. Edwin Lo King Yau, Mr. Tao Tsan Sang, Mr. Liu Kin Sun and Ms. Cindy Yung Yee Mei being the Executive Directors; Mr. Lee Seng Hui (Chairman) being the Non-Executive Director; and Mr. Li Chak Hung and Mr. Choi Kin Man being the Independent Non-Executive Directors.