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## 南旋控股有限公司

### **NAMESON HOLDINGS LIMITED**

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 1982)**

#### **(1) APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR**

#### **(2) RESIGNATION OF NON-EXECUTIVE DIRECTOR**

#### **(3) CHANGE OF COMPOSITION OF NOMINATION COMMITTEE AND AUDIT COMMITTEE**

The Board is pleased to announce that, with effect from 16 April 2018,

#### **APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR**

Mr. Ip Shu Kwan, Stephen has been appointed as an independent non-executive Director of the Company.

#### **RESIGNATION OF NON-EXECUTIVE DIRECTOR**

Mr. Lau Ka Keung has resigned as a non-executive Director of the Company.

#### **CHANGE OF COMPOSITION OF NOMINATION COMMITTEE AND AUDIT COMMITTEE**

Mr. Wong Wai Yue and Mr. Ip Shu Kwan, Stephen have been appointed as a member of the Nomination Committee and the Audit Committee respectively.

#### **APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR**

The board (the “**Board**”) of directors (the “**Directors**”) of Nameson Holdings Limited (the “**Company**”) is pleased to announce the appointment of Mr. Ip Shu Kwan Stephen (“**Mr. Ip**”) as an independent non-executive Director of the Company with effect from 16 April 2018.

The biographical details of Mr. Ip are set out as follows.

Mr. Ip Shu Kwan, Stephen (葉澍堃), aged 66, graduated from the University of Hong Kong with a degree in social sciences in 1973. Mr. Ip joined the Hong Kong Government in November 1973 and was promoted to the rank of Director of Bureau in April 1997. He worked in the Hong Kong Government as a Principal Official from July 1997 to June 2007. Mr. Ip held certain senior positions which include Commissioner of Insurance, Commissioner for Labour, Secretary for Economic Services and Secretary for Financial Services. Mr. Ip took up the position of Secretary for Economic Development and Labour in July 2002. His portfolio in respect of economic development covered air and sea transport, logistics development, tourism, energy, postal services, meteorological services, competition and consumer protection. He was also responsible for labour policies including matters relating to employment services, labour relations and employees rights.

In his capacity as Secretary for Economic Development and Labour, Mr. Ip was a member of the Hong Kong Airport Authority Board, the Mandatory Provident Fund Authority Board, the Hong Kong International Theme Parks Company Board as well as the Chairman of the Logistics Development Council, Port Development Board, Maritime Industry Council and Aviation Development Advisory Committee. Mr. Ip retired from the Hong Kong Government in July 2007. Mr. Ip received the Gold Bauhinia Star award from the Hong Kong Government in 2001, and is an unofficial Justice of the Peace. Mr. Ip was an independent non-executive director of Synergis Holdings Limited from September 2008 to December 2017. Mr. Ip is currently an independent non-executive director of four companies listed on the main board of The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”), namely, China Resources Cement Holdings Limited since August 2008, Lai Sun Development Company Limited since December 2009, Kingboard Laminates Holdings Limited since May 2011 and Luk Fook Holdings (International) Limited since October 2011.

Mr. Ip has entered into a letter of appointment with the Company for an initial fixed term of three years with effect from 16 April 2018 and he is subject to retirement by rotation and re-election at the annual general meeting of the Company in accordance with the articles of association of the Company. Mr. Ip is entitled to a director’s fee of HK\$300,000 per annum under such letter of appointment subject to authorisation given by shareholders of the Company in general meeting. The emolument of Mr. Ip is determined by the Board with reference to his duties and responsibilities with the Company.

As at the date of this announcement, Mr. Ip does not have (i) any interests in the shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong); and (ii) any relationship with any Directors, senior management, substantial shareholders or controlling shareholders (as defined under the Rules Governing the Listing of Securities on the Stock Exchange (the “**Listing Rules**”)) of the Company.

Save as disclosed in this announcement, (i) Mr. Ip did not hold any directorship in any other listed company in Hong Kong or overseas in the past three years; (ii) there is no further information required to be disclosed pursuant to Rule 13.51(2)(h) to (v) of the Listing Rules; and (iii) there are no other matters that need to be brought to the attention of the shareholders of the Company.

The Board would like to take this opportunity to express its warmest welcome to Mr. Ip for his new role in the Company.

## **RESIGNATION OF NON-EXECUTIVE DIRECTOR**

The Board announces that Mr. Lau Ka Keung (“**Mr. Lau**”) has resigned as a non-executive Director of the Company with effect from 16 April 2018 in order to devote more time to his other commitments.

Mr. Lau has confirmed to the Board that he has no disagreement with the Board and that there is no matter relating to his resignation that needs to be brought to the attention of the shareholders of the Company. He has also confirmed that he does not have any claim of whatever nature against the Company or any of its subsidiaries.

The Board would like to extend its sincere gratitude to Mr. Lau for his valuable contributions to the Company during his tenure of office.

## **CHANGE OF COMPOSITION OF NOMINATION COMMITTEE AND AUDIT COMMITTEE**

The Board announced that, with effect from 16 April 2018, Mr. Wong Wai Yue and Mr. Ip Shu Kwan, Stephen have been appointed as a member of the Nomination Committee and the Audit Committee respectively.

As a result of the above changes, the Nomination Committee will comprise Mr. Wong Ting Chung (Chairman), Mr. Wong Wai Yue, Mr. Kan Chung Nin, Tony and Mr. Ong Chor Wei, and the Audit Committee will comprise Mr. Ong Chor Wei (Chairman), Mr. Tam Wai Hung, David, Mr. Kan Chung Nin, Tony, Mr. Fan Chun Wah, Andrew and Mr. Ip Shu Kwan, Stephen.

By order of the Board of  
**Nameson Holdings Limited**  
**Mr. Wong Ting Chung** *BBS, JP*  
*Chairman*

16 April 2018

*As at the date of this announcement, the Board comprises Mr. Wong Ting Chung BBS, JP (Chairman and chief executive officer), Mr. Wong Wai Yue (Vice Chairman), Mr. Wong Wai Wing, Raymond, Mr. Wong Ting Chun, Mr. Li Po Sing and Ms. Chan Mei Hing, Aurora, as executive Directors; Mr. Tam Wai Hung, David and Mr. Wong Ting Kau, as non-executive Directors; Ms. Fan Chiu Fun, Fanny GBM, GBS, JP, Mr. Kan Chung Nin, Tony SBS, JP, Mr. Ong Chor Wei, Mr. Fan Chun Wah, Andrew JP, Ms. Lee Bik Kee, Betty and Mr. Ip Shu Kwan Stephen GBS, JP, as independent non-executive Directors.*