
DIRECTORS, SENIOR MANAGEMENT AND EMPLOYEES

DIRECTORS

Our Board comprises nine Directors, including three executive Directors, three non-executive Directors and three independent non-executive Directors.

The following table sets forth certain information relating to our Directors:

Executive Directors

Name	Age	Position	Roles and responsibilities	Appointment date as Director	Relationship with other Directors
Mr. Chu Siu Ming (朱兆明)	74	Executive Director and Vice Chairman	Strategic planning and overall management of our Group	17 December 2012	Father of Mr. Dominic Chu and Mr. Haeta Chu
Mr. Chu Chun Ho, Dominic (朱俊豪)	41	Executive Director and co-chief executive officer	Strategic planning and execution	1 May 2013	Son of Mr. Chu and brother of Mr. Haeta Chu
Mr. Chu Chun Wah, Haeta (朱俊華)	39	Executive Director and co-chief executive officer	Brand licensing and supervision of our Group's retail operation	1 May 2013	Son of Mr. Chu and brother of Mr. Dominic Chu

Non-executive Directors

Name	Age	Position	Role and responsibilities	Appointment date as Director	Relationship with other Directors
Mr. Chong Hot Hoi (莊學海)	59	Non-executive Director and Chairman	Strategic planning	1 May 2013	Brother of Mr. Charles Chong
Mr. Chong Hok Hei, Charles (莊學熹)	54	Non-executive Director	Strategic planning	1 May 2013	Brother of Mr. H. H. Chong
Mr. Yu Fuk Lun (余福倫)	55	Non-executive Director	Strategic planning	1 May 2013	Nil

Independent Non-executive Directors

Name	Age	Position	Role and responsibilities	Appointment date as Director	Relationship with other Directors
Mr. Wan Kam To (尹錦滔)	60	Independent non-executive Director	As an independent Director	1 May 2013	Nil
Mr. Yau Tat Wang, Dennis (邱達宏)	65	Independent non-executive Director	As an independent Director	1 May 2013	Nil
Mr. Lam Man Tin (林文鈞)	54	Independent non-executive Director	As an independent Director	1 May 2013	Nil

Executive Directors

Mr. Chu Siu Ming (朱兆明), aged 74, is one of the founders of our Group. He is appointed as our executive Director and designated as Vice Chairman of our Board. He is responsible for advising on strategic planning and the overall management of our Group. He has over 20 years of experience in the wholesale and retail of footwear and has served as a director of Kong Tai Sundry Goods, which is one of our major operating subsidiaries, since September 1974. Mr. Chu is also a director of all the subsidiaries of our Group incorporated in BVI, and a director and shareholder of KTS International.

Mr. Chu is currently the permanent honorary president of Hong Kong Chiu Chow Merchants Mutual Assistance Society Limited, the vice president of Chiu Chau Industrial & Commercial Plastic United Association Limited and a director of Chiu On Association Hong Kong. Mr. Chu is the father of Mr. Dominic Chu, Mr. Haeta Chu and Ms. Chu Yuen Fan, Peggie.

Mr. Chu Chun Ho, Dominic (朱俊豪), aged 41, is appointed as our executive Director and our co-chief executive officer. Mr. Dominic Chu has joined our Group for 16 years and he is mainly responsible for the strategic planning and execution of business strategies of our Group. Mr. Dominic Chu is currently a director of Kong Tai Sundry Goods, and a director and shareholder of KTS International.

Apart from managing our business, Mr. Dominic Chu is also the vice chairman of the Scout Association of Hong Kong New Territories East Region, the vice chairman of the Hong Kong Youth Council, the executive director of Hong Kong Island Chaoren Association Limited, the honorary president of Sau Mau Ping District Junior Police Call and a member of the Industry Relationship Development Committee of the Business Administration Discipline Advisory Board of the Vocational Training Council. In 2009, Mr. Dominic Chu was awarded the 11th World Outstanding Chinese Award. Mr. Dominic Chu is the son of Mr. Chu and the brother of Mr. Haeta Chu and Ms. Chu Yuen Fan, Peggie.

Mr. Chu Chun Wah, Haeta (朱俊華), aged 39, is appointed as our executive Director and our co-chief executive officer. He graduated from Carleton University with a bachelor degree of arts in November 1998. Mr. Haeta Chu joined our Group in October 1998. Mr. Haeta Chu has had a major role in expanding the retail network and has been supervising the footwear retailing operations of our Group. In recent years, Mr. Haeta Chu has also taken part in fostering the business relationships with our major suppliers. He is currently a director of each of Kong Tai Sundry Goods, Grand Asian, Cobblers and Shoe Mart Company and an administrator of Shoes Culture. Mr. Haeta Chu is also a director and shareholder of KTS International.

Mr. Haeta Chu is currently the vice-chairman of Scout Association of Hong Kong New Territories East Region Development Fund, a director of Hong Kong Youth Council, the executive director of Hong Kong Island Chaoren Association Limited and a school director of Yan Oi Tong Pang Hung Cheung Kindergarten. Mr. Haeta Chu is the son of Mr. Chu and the brother of Mr. Dominic Chu and Ms. Chu Yuen Fan, Peggie.

Non-executive Directors

Mr. Chong Hot Hoi (莊學海), aged 59, is appointed as our non-executive Director and designated as Chairman of our Board. Mr. Chong joined our Group in 2005 and is currently a director of Kong Tai Sundry Goods. With over 30 years of experience in business management and investment in Hong Kong, Mr. Chong offers management advice and strategic guidance to the management team, and is responsible for the strategic planning of our Group. Mr. Chong is also a director and shareholder of each of KTS International and Chung Nam Fashion.

Mr. Chong has joined the Chung Nam group since May 1979. He has been the managing director of Chungnam Corporation Limited and Chung Nam Watch Company Limited respectively since 2000. Mr. Chong has been the honorary president of Hong Kong Watch Manufacturers Association Limited since 1991. He has served as the chairman of Hong Kong Watch and Clock Technology Centre Management Committee, Hong Kong Productivity Council since 2009. Mr. Chong obtained his bachelor of science degree in business administration from the University of Southern California in June 1977 and a master degree in business administration from the same university in June 1979. He was also a member of the Beta Alpha Psi honor society at the University of Southern California in 1976, the honorary fellow of The Professional Validation Council of Hong Kong Industries in 2004, a member of the Mandatory Provident Fund Schemes Advisory Committee from March 2005 to March 2011, and a recipient of the Bronze Bauhinia Star by the Government of Hong Kong Special Administrative Region in 2008. Mr. Chong is the brother of Mr. H. S. Chong and Mr. Charles Chong.

Mr. Chong Hok Hei, Charles (莊學熹), aged 54, is appointed as our non-executive Director. Mr. Chong offers management advice and strategic guidance to the management team, and is responsible for the strategic planning of our Group. He joined our Group in 2005 and is currently a director of Kong Tai Sundry Goods. Mr. Chong is also a director and a shareholder of each of KTS International and Chung Nam Fashion.

Mr. Chong joined the Chung Nam group as a sales manager in 1980. He has been the deputy managing director of Chungnam Corporation Limited since 2006 and the deputy managing director of Chung Nam Watch Company Limited since 1998. He also served as a director of business development of Hong Kong Watch Manufacturing Association Limited from June 2004 to June 2006. Mr. Chong obtained his bachelor of science degree in mechanical engineering from the University of Southern California in June 1980. Mr. Chong has also served as a director of Thunder Power Co. Ltd, a company listed on the Taiwan Stock Exchange (stock code: 4529) since June 2011. Mr. Chong is the brother of Mr. H. S. Chong and Mr. H. H. Chong.

Mr. Yu Fuk Lun (余福倫), aged 55, is appointed as our non-executive Director. Mr. Yu is a Certified Public Accountant of the Hong Kong Institute of Certified Public Accountants and a Certified Practicing Accountant of CPA Australia Limited. Mr. Yu obtained a master degree in business from the Victoria University of Technology, Australia (distance learning) in November 1997. Mr. Yu is currently a director of KTS International.

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Mr. Yu has over 20 years of experience in the fields of finance, accounting and corporate management. He has been the Group Chief Financial Officer of CN Group Limited since February 2007 and the Chief Executive Officer of Oasis Pacific Rim Limited since July 2011.

Mr. Yu was the Deputy General Manager at Samsung Hong Kong Limited from May 1994 to January 2001.

Independent non-executive Directors

Mr. Wan Kam To (尹錦滔), aged 60, is appointed as our independent non-executive Director. Mr. Wan has been a practising accountant in Hong Kong for over 30 years and has extensive experience in auditing and advisory work.

He joined Coopers & Lybrand in July 1975 and was admitted to the firm's partnership in May 1992. Mr. Wan retired as a partner of PricewaterhouseCoopers in June 2008.

Mr. Wan graduated from Hong Kong Polytechnic (now known as Hong Kong Polytechnic University) in October 1975 with a higher diploma in accountancy. He has been a fellow member of both the Hong Kong Institute of Certified Public Accountants and the Association of Chartered Certified Accountants since June 1989 and October 1983, respectively.

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Mr. Wan is a member of the Council of The Open University of Hong Kong and serves as a member of the board of directors in several charitable and service organisations. Mr. Wan was an independent non-executive director of Real Gold Mining Limited listed on the Stock Exchange (stock code: 246) between July 2011 and August 2011. In addition, he holds directorships in listed companies as follows:

Mindray Medical International Limited (NYSE: MR), a company listed on the New York Stock Exchange of USA	Independent director (September 2008 to present)
China Resources Land Limited (stock code: 1109), a company listed on the Stock Exchange	Independent non-executive director (March 2009 to present)
Fairwood Holdings Limited (stock code: 52), a company listed on the Stock Exchange	Independent non-executive director (September 2009 to present)
Huaneng Renewables Corporation Limited (stock code: 958), a company listed on the Stock Exchange	Independent non-executive director (August 2010 to present)
RDA Microelectronics, Inc. (NASDAQ: RDA), a company listed on NASDAQ	Independent director (November 2010 to present)
GreaterChina Professional Services Limited (stock code: 8193), a company listed on the Stock Exchange	Independent non-executive director (May 2011 to present)
Dalian Port (PDA) Company Limited (stock code: 2880), a company listed on the Stock Exchange	Independent non-executive director (June 2011 to present)
KFM Kingdom Holdings Limited (stock code: 3816), a company listed on the Stock Exchange	Independent non-executive director (September 2012 to present)
Shanghai Pharmaceuticals Holding Co., Ltd (stock code: 2607), a company listed on the Stock Exchange	Independent non-executive director (June 2013 to present)

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Mr. Yau Tat Wang, Dennis (邱達宏), aged 65, is appointed as our independent non-executive Director.

He is an advisor to the board of directors of A-Fontane Groups Ltd., a leading Hong Kong manufacturer of home textiles with its own retail distribution networks in Hong Kong, the PRC and South East Asia. He worked for the Hong Kong Trade Development Council from July 1970 to September 2002 and headed its international operations after serving on overseas postings in the Council's trade offices in Germany, Italy, Japan and the U.S. He joined Dah Sing Bank in 2002 as senior business advisor and was an executive director of Dah Sing Banking Group Limited (a company listed on the Stock Exchange (stock code: 2356)) from June 2004 to March 2007. He was appointed as the director-general of the Federation of Hong Kong Industries in 2007 and retired on completion of his term in 2012. During 2009 to 2010, he served as a part-time member of the Central Policy Unit of the Hong Kong Government.

Mr. Yau graduated from the University of Hong Kong with a bachelor of social sciences degree in November 1970 and the Harvard Business School by completing its advanced management program in May 1994. He was decorated Knight of the Order of the Crown by the King of Belgium in 2004.

Mr. Lam Man Tin (林文鈿), aged 54, is appointed as the independent non-executive Director of our Company.

Mr. Lam served as the managing director of Aeon Stores (Hong Kong) Co. Limited (a company listed on the Stock Exchange (stock code: 984)) from May 2006 to May 2012. Mr. Lam joined Aeon Stores Co., Ltd. in 1992 and has over 20 years of experience in retail and service industries. He was a director of Aeon Stores Co., Ltd. and an executive director of Aeon Stores (Hong Kong) Co. Limited from May 1999 to May 2012. He was engaged as a consultant of Aeon Stores (Hong Kong) Co., Limited following his resignation from the board until September 2012.

Mr. Lam graduated from the University of Hull with a master degree in strategic marketing (distance learning) in July 1996. He is also a founding member of the Hong Kong Yau Yat Chuen Lions Club.

Save as disclosed above, each of our Directors (i) did not hold other positions in our Company or other members of our Group as at the Latest Practicable Date; (ii) had no other relationship with any Directors, senior management or substantial or controlling shareholders of our Company as at the Latest Practicable Date; and (iii) did not hold any other directorships in listed public companies in the three years prior to the Latest Practicable Date. Immediately following completion of the Global Offering and the Capitalisation Issue, save as the interests in the Shares which are disclosed in the section headed "Substantial Shareholders" in this prospectus and the section headed "C. Further Information About Our Directors, Substantial Shareholders and Experts — 1. Disclosure of Interests" in Appendix V to this prospectus, each of our Directors will not have any interest in the Shares within the meaning of Part XV of the SFO.

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Save as disclosed in the section headed “Relationship with our Controlling Shareholders” in this prospectus, none of our Directors have any interests in any business apart from business of our Group which competes or is likely to compete, either directly or indirectly, with business of our Group.

Save as disclosed herein, to the best of the knowledge, information and belief of our Directors having made all reasonable enquiries, there were no other matters with respect to the appointment of our Directors that need to be brought to the attention of the Shareholders and there was no information relating to our Directors that is required to be disclosed pursuant to Rules 13.51(2)(h) to (v) of the Listing Rules as at the Latest Practicable Date.

SENIOR MANAGEMENT

Ms. Chan Mei Yin (陳美燕), aged 57, is appointed as our director of administration. She is also a director of Kong Tai Sundry Goods. Ms. Chan joined Kong Tai Sundry Goods in January 1977 and she had worked up the ranks during the past 36 years of service in our Group. She had been assisting the founder and senior management of our Group in general shipping, trade financing and treasury management. Currently, Ms. Chan is responsible for the general administration, human resources and trade finance management of our Group.

Ms. Chan was awarded the Diploma in Management Studies by Hong Kong Polytechnic (now known as Hong Kong Polytechnic University) jointly with Hong Kong Management Association in September 1988.

Ms. Chan Wai Man, Catherine (陳慧敏), aged 51, is appointed as our director of sales. Ms. Chan obtained a Certificate in Secretary and Administration from Sacred Heart Canossian Convent Commercial School in July 1981. She also attended various secretarial training programs and courses, which include Book Keeping under the Commercial Education Scheme of the London Chamber of Commerce and Industry and the Certificate Programme on Written Business English for Secretaries organised by the Hong Kong Management Association.

Ms. Chan joined our Group in January 2006. She has over 15 years of experience in sales and marketing and the development of sales network for footwear in Hong Kong and Taiwan. Before joining our Group, Ms. Chan was the general manager of a regional footwear company of over 200 shops, whose role was to oversee the retail operations of the company from July 1997 to November 2005.

Ms. Chu Yuen Fan, Peggie (朱婉芬), aged 43, is appointed as our director of business relations. She is also a director of Kong Tai Sundry Goods. Ms. Chu joined Kong Tai Sundry Goods in January 1992. Ms. Chu graduated from Carleton University with a bachelor of arts degree in economics in June 1992. Ms. Chu assisted in the early development of our Group in the area of business development and public relations, and has over 14 years of experience in the retail business of Hong Kong and the PRC.

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Ms. Chu is currently the vice president of Canadian University Association, a committee member of Hong Kong Chiu Chow Chamber of Commerce The Woman Community, a director of Hong Kong Island Chaoren Association Limited and the regional liaison of the China Outstanding Female Entrepreneurs Association Women in Hong Kong. Ms. Chu was awarded the 2009 Top 100 Outstanding Women Entrepreneur Award in China (2009 年中國百名傑出女企業家) and the 2010 Most Innovative Women Entrepreneur in China (2010年中國創新力女企業家) by the China Outstanding Female Entrepreneurs Association Women. In 2010, Ms. Chu further received the 2010 most Creative Chinese Entrepreneurial Leaders award (2010亞太最具創造力之華商領袖 • 女企業家) jointly presented by Asia-Pacific Chinese Entrepreneur Leaders Association, Asia-Pacific Culture & Fortune News and Asia-Pacific Culture & Fortune Forum. Ms. Chu is the daughter of Mr. Chu and the sister of Mr. Dominic Chu and Mr. Haeta Chu.

Mr. Ma Chun Fung, Horace (馬振峰) (formerly known as Ma Ka Keung (馬家強)), aged 42, is appointed as our chief financial officer. Mr. Ma graduated with a bachelor of business administration degree from the Chinese University of Hong Kong in December 1993. Mr. Ma obtained a bachelor of laws degree from the University of London (external degree) in August 2001 and a master of science degree from the Chinese University of Hong Kong in December 2005.

Mr. Ma has over 20 years of experience in risk and internal control. He is a certified public accountant registered with the Hong Kong Institute of Certified Public Accountants, a fellow of the Association of Chartered Certified Accountants, a certified internal auditor registered with the Institute of Internal Auditors and a holder of the Certification in Control Self-Assessment from the Institute of Internal Auditors.

Mr. Ma has active participation in the affairs and activities of the accountancy profession. He was a council member of the Hong Kong Institute of Certified Public Accountants from December 2009 to December 2011 and a committee member of the Association of Chartered Certified Accountants Hong Kong Branch from 2006 to 2010.

Mr. Ma also has ample experience in managing affairs and governance of listed companies in Hong Kong. From September 2010 to October 2011, he was an executive director of FAVA International Holdings Limited (a company listed on the Growth Enterprise Market of the Stock Exchange (stock code: 8108)). Mr. Ma was also an independent non-executive director of Dejin Resources Group Company Limited (a company listed on the Main Board (stock code: 1163) from June 2010 to June 2013. Since July 2007, he has served as an independent non-executive director of Ming Fai International Holdings Limited (a company listed on the Main Board (stock code: 3828)). He has also served as an independent non-executive director of Universe International Holdings Limited (a company listed on the Main Board (stock code: 1046)) since November 2008 and China Tianrui Group Cement Company Limited (a company listed on the Main Board (stock code: 1252)) since December 2011.

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Mr. Chow Wing Hang, John (周永恒), aged 33, is appointed as our financial controller. Mr. Chow has over nine years of experience in auditing and accounting. Prior to joining our Group in November 2011, he was an audit manager in PricewaterhouseCoopers Hong Kong from October 2007 to September 2011.

Mr. Chow obtained a bachelor degree in business administration from the City University of Hong Kong in July 2002. He is a member of the Hong Kong Institute of Certified Public Accountants and a fellow of the Association of Chartered Certified Accountants.

Save as disclosed in this prospectus, none of our senior management had other directorships in any listed companies during the Track Record Period.

COMPANY SECRETARY

Our company secretary is Mr. Chow Wing Hang, John. He is also our financial controller and is employed by us on a full-time basis. Please refer to his biographical details in the paragraph headed “Senior Management” above in this section.

EMPLOYEES

As at the Latest Practicable Date, we had a total of 394 employees which represented 257 employees in Hong Kong, 126 employees in Taiwan and 11 employees in Macau. The following table shows a breakdown of our employees by department as at the Latest Practicable Date:

Department	Number of employees
Management	10
Information Technology	7
Sales and Customer Services	312
Purchasing and Logistics	42
Accounting and finance	11
Human resources and administration	<u>12</u>
Total	<u><u>394</u></u>

COMPLIANCE ADVISER

Pursuant to Rule 3A.19 of the Listing Rules, our Company has appointed RHB OSK Capital as our compliance adviser. The compliance adviser will advise us on the following matters pursuant to Rule 3A.23 of the Listing Rules:

- (i) the publication of any regulatory announcement, circular or financial report;
- (ii) where a transaction, which might be a notifiable or connected transaction, is contemplated including share issues and share repurchases;

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- (iii) where our Company proposes to use the proceeds of the Global Offering in a manner different from that detailed in this prospectus or where our business activities, developments or results deviate from any forecast, estimate or other information of this prospectus; or
- (iv) where the Stock Exchange makes an inquiry of our Company regarding unusual movements in the price or trading volume of our Shares the possible development of a false market in its securities, or any other matters.

The term of this appointment will commence on the Listing Date and is expected to end on the date on which we comply with Rule 13.46 of the Listing Rules on the distribution of our annual report in respect of the financial results for the first full financial year commencing after the Listing Date.

BOARD COMMITTEES

Audit committee

Our Company established an audit committee with written terms of reference in accordance with Appendix 14 to the Listing Rules on 11 June 2013. The primary duties of the audit committee are, amongst other things, to review and supervise the financial reporting processes and internal control system.

The audit committee currently consists of Mr. Wan Kam To (as chairman), Mr. Yau Tat Wang, Dennis and Mr. Lam Man Tin.

Nomination committee

Our Company established a nomination committee with written terms of reference in accordance with Appendix 14 to the Listing Rules on 11 June 2013. The primary duties of the nomination committee are, amongst other things, to review the structure, size and composition of our Board, assess the independence of the independent non-executive Directors and to make recommendations to our Board on the appointment and removal of directors.

The nomination committee currently consists of Mr. Lam Man Tin (as chairman), Mr. H. H. Chong and Mr. Yau Tat Wang, Dennis.

Remuneration Committee

Our Company established a remuneration committee with written terms of reference in accordance with Appendix 14 to the Listing Rules on 11 June 2013. The primary duties of the remuneration committee are, amongst other things, to review and determine the terms of remuneration packages, bonuses and other compensation payable to the directors and senior management and to make recommendation to the Board on our Group's policy and structure for all remuneration of the directors and senior management.

The remuneration committee currently consists of Mr. Yau Tat Wang, Dennis (as chairman), Mr. H. H. Chong, Mr. Yu Fuk Lun, Mr. Wan Kam To and Mr Lam Man Tin.