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SOUND GLOBAL LTD.
桑德國際有限公司

(Incorporated in the Republic of Singapore with limited liability)

(Company Registration Number 200515422C)

(Hong Kong Stock Code: 967)

**RESIGNATION OF AN INDEPENDENT NON EXECUTIVE DIRECTOR, THE
CHAIRMAN OF AUDIT COMMITTEE AND NOMINATION COMMITTEE, AND A
MEMBER OF REMUNERATION COMMITTEE**

The board (“**Board**”) of directors (“**Directors**”) of Sound Global Ltd. (the “**Company**”, together with its subsidiaries, the “**Group**”) hereby announces that Mr. Wong See Meng (“**Mr. Wong**”) has resigned as an independent non-executive Director (“**INED**”), the chairman of audit committee and nomination committee, and a member of remuneration committee of the Company on 26 March 2015 due to family and personal commitments.

Mr. Wong has confirmed that he has no disagreement with the Board. Before his resignation, Mr. Wong and the other members of the audit committee held a meeting on 26 March 2015 and recommended to the Board (1) to set up an independent review committee to look into the outstanding audit issues and to carry out a forensic review of the outstanding audit issues with the assistance of independent professional advisers; and (2) to appoint independent professional advisers shortlisted by the audit committee. Save as disclosed above, both Mr. Wong and the Board are not aware of any other matters relating to the resignation of Mr. Wong that need to be brought to the attention of The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) and the shareholders of the Company.

The Board noted that as a result of the resignation of Mr. Wong, the numbers of INEDs and the audit committee of the Company have fallen below the minimum number as required under Rules 3.10(1) and 3.21 of the Rules Governing the Listing of Securities on the Stock Exchange (the “**Listing Rules**”). The current number of INEDs also does not represent at least one-third of the Board as required under Rule 3.10A of the Listing Rules. In addition, given that the remaining two INEDs and

members of the audit committee, namely Mr. Fu Tao (“**Mr. Fu**”) and Mr. Seow Han Chiang Winston (“**Mr. Seow**”) do not possess the appropriate professional qualifications or accounting or related financial management expertise as required under Rules 3.10(2) and 3.21 of the Listing Rules, the resignation of Mr. Wong constitutes non-compliance of Rule 3.10(2) and Rule 3.21 of the Listing Rules.

Upon the resignation of Mr. Wong, Mr. Seow will serve the position of acting chairman of both of audit committee and nomination committee of the Company.

The Board shall use its best endeavour to look for a suitable candidate to fill up the above-mentioned vacancies as soon as practicable and within three months required under Rules 3.11, 3.23 and 3.27 of the Listing Rules. The Company will make further announcement(s) as and when appropriate.

The Board hereby expresses its gratitude to Mr. Wong for his valuable contribution to the Company during his term of office.

By Order of the Board
Sound Global Ltd.
Zhang Jingzhi

Hong Kong, 31 March 2015

As of the date of this announcement, the executive Directors are Wen Yibo, Zhang Jingzhi, Wang Kai, Luo Liyang and Jiang Anping; and the independent non-executive Directors are Fu Tao and Seow Han Chiang Winston