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## **ADDCHANCE HOLDINGS LIMITED**

### **互益集團有限公司**

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

**(Stock Code: 3344)**

### **APPOINTMENT OF CHAIRMAN AND EXECUTIVE DIRECTOR**

The Board of Directors (the “**Board**”) of Addchance Holdings Limited (the “**Company**”, together with its subsidiaries, collectively the “**Group**”) is pleased to announce that Mr. Poon Sum (潘森) (“**Mr. Poon**”) has been appointed as an executive director of the Company and the Chairman of the Board with effect from 19 April 2017.

Mr. Poon, aged 53, has over 27 years of experience in the oil, paints and coatings industry and the trading of chemicals in Hong Kong and the People’s Republic of China. Currently, he is also an executive director and honorary chairman of Tou Rong Chang Fu Group Limited (formerly known as PetroAsian Energy Holdings Limited) (Stock Code: 850) and an executive director, chief executive officer, chief financial officer and executive corporate secretary of Gold Horn International Enterprises Group Limited (Stock Code: GHE/P, a company listed on the TSX Venture Exchange, Canada).

Pursuant to the service agreement with the Company, Mr. Poon’s appointment is for a term of 3 years commencing on 19 April 2017, subject to retirement from office by rotation and re-election at annual general meetings of the Company at least once every three years according to the articles of association of the Company. He is entitled to a monthly emolument of HK\$250,000 and housing allowance of up to the maximum of HK\$1,500,000 per annum for being the executive Director of the Company. The emolument was determined by the Board and the remuneration committee of the Company with reference to the prevailing market conditions, qualification, duties and responsibilities of Mr. Poon. Mr. Poon will hold office until the next annual general meeting of the Company and will retire at that general meeting, and, being eligible, has offered himself for re-election pursuant to the Articles of Association of the Company. In accordance with code provision A.4.2 of the Corporate Governance Code as contained in Appendix 14 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”), a director appointed should be subject to election by shareholders at the first general meeting after appointment. In particular, Mr. Poon, as appointed by the Board, shall hold office until the next following general meeting of the Company and be eligible to offer himself for re-election at such meeting.

As at the date of this announcement, Mr. Poon (i) owns 3,608,000 shares of the Company personally; (ii) holds 3,800 million shares of the Company through Gold Train Investments Limited which is wholly-owned by him; and (iii) is deemed to be interested in 4,000,000 shares of the Company held by his wife. Mr. Poon is holding/deemed to be holding an aggregate of 3,807,608,000 shares of the Company, representing approximately 73.98% of the entire issued share capital of the Company and is the controlling shareholder.

Save as disclosed above, as at the date of this announcement, Mr. Poon does not (i) hold any other position with the Company or its subsidiaries; (ii) hold any other directorships in any other public companies, the securities of which are listed on any securities market in Hong Kong or overseas in the last three years; and (iii) have any relationship with any other Directors, senior management or substantial or controlling shareholders of the Company (as defined in the Listing Rules).

Save as disclosed herein, as at the date of this announcement, Mr. Poon did not have any interest in the shares or underlying shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

Save as disclosed above, as at the date of this announcement, there is no other information relating to Mr. Poon's appointment which is required to be disclosed pursuant to Rules 13.51(2)(h) to 13.51(2)(v) of the Listing Rules and 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 welcome Mr. Poon in joining the Board.

By Order of the Board  
**Addchance Holdings Limited**  
**Poon Sum**  
*Chairman*

Hong Kong, 19 April 2017

*As at the date of this announcement, the Board comprises (i) Mr. Poon Sum (Chairman), Mr. Cheung Tat Chung (Chief Executive Officer), Mr. Lo Ping and Mr. Zheng Jun as executive Directors; (ii) Mr. Chui Chi Yun, Robert and Mr. Zhao Xu as non-executive Directors; and (iii) Mr. Chan Shu Kin, Dr. Tse Kwok Sang and Mr. Chiu Wai Piu as independent non-executive Directors.*