

*Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.*



## **HSIN CHONG CONSTRUCTION GROUP LTD.**

**新昌營造集團有限公司\***

*(Incorporated in Bermuda with limited liability)*

**(Stock Code: 00404)**

### **APPOINTMENTS OF NON-EXECUTIVE DIRECTORS**

The board of directors (the “Board”) of Hsin Chong Construction Group Ltd. (the “Company”) is pleased to announce that Mr. CHEN Lei (“Mr. Chen”), Mr. LIN Zhuo Yan (“Mr. Lin”) and Mr. CHUI Kwong Kau (“Mr. Chui”) have been appointed as Non-executive Directors respectively with effect from 23 May 2015. The respective biographical details of Mr. Chen, Mr. Lin and Mr. Chui are set out below:

**(a) Mr. Chen**

Mr. Chen, aged 31, joined Tewoo Import and Export Trade Co., Ltd.\* (天津物產進出口貿易有限公司), a subsidiary of Tewoo Group Co., Ltd.\* (天津物產集團有限公司), in January 2015 as the deputy general manager. Mr. Chen served as an officer of the Beijing court system and has held various positions such as the deputy department head of the legal affair department of Tianjin Er-shang Group Co., Ltd.\* (天津二商集團有限公司). He has extensive experience in the fields of corporate legal affair, risk prevention and control.

Mr. Chen obtained a bachelor degree in management from the Beijing University of Chemical Technology (北京化工大學) and a master degree in law from the Tsinghua University (清華大學). He has obtained various professional qualifications such as legal qualification (Mainland China) and corporate legal counsel.

**(b) Mr. Lin**

Mr. Lin, aged 46, is the Honorary Chairman of World Association of Small and Medium Enterprises (世界中小企業協會), Permanent Standing Vice President of China Foreign Trade Council (中國對外貿易理事會), and President of Outlets Branch of China General Chamber of Commerce (中國商業聯合會奧特萊斯分會). Mr. Lin has over 20 years of experience in large enterprise operation and management as well as investment and operation of mega-sized projects. He received the Commandery of Sant'Agata Honour and was awarded the "Prize of Most Innovative Real Estate Figure in China for the Year" (中國年度最具創新力地產人物大獎), "Prize for Influential Enterprise in China" (中國企業影響力大獎), "Prize for Business Leaders in China for the Year" (中國年度商業領袖大獎) and "Prize for Outstanding Brand Innovators in China" (中國品牌創新傑出人物大獎). Mr. Lin holds a master's degree.

In 2013 and 2015 respectively, the Company completed two very substantial acquisition in respect of:

- (i) the commercial property of New Times Plaza in Beijing, China whereby Mr. Lin was the sole beneficial owner of one of the vendors; and
- (ii) the property located in Foshan, China whereby the vendor is a company wholly and beneficially owned by Mr. Lin. He is also the warrantor in this transaction.

Mr. Lin is also the spouse of Ms. MA Kwing, Pony, who has indirect shareholding interests in Summit View Holdings Limited and Neo Summit Limited which in turn are substantial shareholders of the Company under the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) ("SFO").

**(c) Mr. Chui**

Mr. Chui, aged 48, is an executive director of China Energy Development Holdings Limited (stock code: 228) and a non-executive director of Ngai Shun Holdings Limited (stock code:1246), the shares of both companies are listed on the Main Board of The Stock Exchange of Hong Kong Limited (the "Stock Exchange"). He is also an executive director of Hong Kong Life Sciences and Technologies Group Limited (stock code: 8085) and an independent non-executive director of Aurum Pacific (China) Group Limited (stock code: 8148), the shares of both companies are listed on the Growth Enterprise Market of the Stock Exchange. He has over 15 years' experiences in accounting and auditing fields.

Save as disclosed above, as at the date of this announcement, (a) Mr. Chen, Mr. Lin and Mr. Chui do not hold any other major appointments and have not held any position or directorship in any other listed public companies in the last three years; (b) they do not have any relationship with any directors, senior management, or substantial or controlling shareholders of the Company; and (c) they do not hold any position with the Company or its subsidiaries.

As at the date of this announcement, within the meaning of Part XV of the SFO:–

- (a) Mr. Lin (i) through his spouse (Ms. Pony MA Kwing) has 1,466,858,789 ordinary shares of the Company; and (ii) through his controlled corporation (Rich Century Development Limited) has 4,398,265,830 convertible preference shares of the Company. He also through his spouse (Ms. Pony MA Kwing) has 57,846,436 ordinary shares of Synergis Holdings Limited, which is a non wholly-owned subsidiary of the Company, the shares of which are listed on the main board of the Stock Exchange; and
- (b) Mr. Chen and Mr. Chui do not have any interest in the shares of the Company.

Pursuant to their respective letter of appointment with the Company, Mr. Chen, Mr. Lin and Mr. Chui are appointed for a term of 2 years commencing from 23 May 2015 up to and including 22 May 2017 (which is renewable upon expiry) respectively. They will hold office until the first general meeting of the Company after their appointment at which they will be eligible for re-election. Thereafter, they will be subject to retirement by rotation and re-election at least once every three years at annual general meetings pursuant to the Bye-laws of the Company. Mr. Chen, Mr. Lin and Mr. Chui, as Non-executive Directors, are entitled to an annual director's fee of HK\$250,000 respectively, which are determined with reference to their duties and responsibilities in the Company, the Company's remuneration policy and the prevailing market situation (subject to review by the Board from time to time).

Save as disclosed above, there is no other information that is required to be disclosed pursuant to the requirements under Rules 13.51(2)(h) to 13.51(2)(v) of the Rules Governing the Listing of Securities on the Stock Exchange nor are there any other matters that need to be brought to the attention of the shareholders of the Company in respect of the appointments of Mr. Chen, Mr. Lin and Mr. Chui.

The Board would like to express its warmest welcome to Mr. Chen, Mr. Lin and Mr. Chui on their appointments.

By order of the Board of  
**Hsin Chong Construction Group Ltd.**  
**Wilfred WONG Ying Wai**  
*Chairman and Chief Executive Officer*

Hong Kong, 22 May 2015

*As at the date of this announcement, the Board comprises Dr. Wilfred WONG Ying Wai (Chairman and Chief Executive Officer), Mr. Joseph CHOI Kin Hung and Mr. ZHOU Wei as Executive Directors; Mr. Clifford King CHIU and Mr. YAN Jie as Non-executive Directors; and Dr. Joseph CHOW Ming Kuen, Mr. CHENG Sui Sang, Mr. GAO Jingyuan and Ms. LEE Jai Ying as Independent Non-executive Directors.*

\* for identification purposes only