

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 content of this announcement.



(incorporated in the Cayman Islands with limited liability)
(Stock Code: 1360)

**(1) APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR, MEMBER OF AUDIT COMMITTEE AND MEMBER OF NOMINATION COMMITTEE; AND
(2) RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTOR, MEMBER OF AUDIT COMMITTEE AND MEMBER OF NOMINATION COMMITTEE**

APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR, MEMBER OF AUDIT COMMITTEE AND MEMBER OF NOMINATION COMMITTEE

The Board announces that Mr. Choi Hung Fai was appointed as an INED, member of the Audit Committee and member of the Nomination Committee with effect from 17 July 2015.

RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTOR, MEMBER OF AUDIT COMMITTEE AND MEMBER OF NOMINATION COMMITTEE

The Board announces that Mr. Law Sung Ching, Gavin resigned as an INED, member of the Audit Committee and member of the Nomination Committee with effect from 17 July 2015.

APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR, MEMBER OF AUDIT COMMITTEE AND MEMBER OF NOMINATION COMMITTEE

This announcement is made by Mega Expo Holdings Limited (“**Company**”) in accordance with Rule 13.51(2) of the Rules Governing the Listing of Securities on the Stock Exchange (“**Listing Rules**”).

The board of directors (the “**Board**”) of Company is pleased to announce that Mr. Choi Hung Fai (“**Mr. Choi**”) has been appointed as an independent non-executive director of the Company (“**INED**”) and the member of the audit committee (“**Audit Committee**”) and member of the nomination committee (“**Nomination Committee**”) of the Board with effect from 17 July 2015.

Pursuant to the Company’s articles of association, Mr. Choi will hold office until the next following general meeting and shall then be eligible for re-election at such general meeting. The biographical details of Mr. Choi is set out below:

Mr. Choi Hung Fai (蔡雄輝), aged 29, has over 6 years of experience in securities trading, corporate finance and project investment. Mr. Choi possesses knowledge in financial analysis, corporate finance and corporate governance. Mr. Choi graduated with a bachelor’s degree in business administration from the Chinese University of Hong Kong, and obtained a master of finance degree in corporate finance from the University of New South Wales in Australia and Mr. Choi is an individual member of the Global Association of Risk Professionals.

Mr. Choi is currently a manager and a licensed representative of a company (“**Firm**”), which is licensed to carry on type 6 (advising on corporate finance) regulated activity under the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) (“**SFO**”). The Firm is principally engaged in the provision of corporate finance advisory services and an indirect wholly-owned subsidiary of a public company (“**Parentco**”) listed on the Growth Enterprise Market of the Stock Exchange of Hong Kong Limited. During Mr. Choi’s service at the Firm, Mr. Choi is principally responsible for (i) advising on corporate finance activities, merger & acquisitions and corporate restructurings for private and public companies in the People’s Republic of China and Hong Kong and (ii) formulating and executing investment projects, corporate finance activities and compliance matters of Parentco.

Mr. Choi (i) does not have any relationship with any directors, senior management, substantial shareholders or controlling shareholders of the Company; (ii) does not have and is not deemed to have any interest in the shares of the Company within the meaning of Part XV of the SFO; (iii) has not held any other directorship in any other public companies the securities of which are listed on any securities market in Hong Kong or overseas for the last three years; and (iv) does not hold any other positions in the Company and its subsidiaries as at the date of this announcement.

Mr. Choi has met the independent guidelines set out in Rule 3.13 of Listing Rules and there are no other matters or information relating to the appointment of Mr. Choi that need to be brought to the attention of the shareholders of the Company or to be disclosed pursuant to Rules 13.51(2)(h) to (v) of the Listing Rules.

Pursuant to an appointment letter dated 17 July 2015, Mr. Choi will hold office for a term of one year. Mr. Choi is entitled to receive a remuneration of HK\$20,000 per month.

The remuneration of Mr. Choi was determined and recommended by the remuneration committee of the Board (“**Remuneration Committee**”) and approved by the Board based on his qualifications, experience, level of responsibilities undertaken and prevailing market conditions. Mr. Choi’s remuneration will be subject to annual review by the Remuneration Committee or the Board (as the case may be).

The Board would like to extend its warm welcome to Mr. Choi for joining the Board.

RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTOR, MEMBER OF AUDIT COMMITTEE AND MEMBER OF NOMINATION COMMITTEE

The Board announces that Mr. Law Sung Ching, Gavin (“**Mr. Law**”) has tendered his resignation as an INED, member of the Audit Committee and member of the Nomination Committee with effect from 17 July 2015 due to his other personal commitments.

Mr. Law has confirmed that he has no disagreement with the Board and there is no other matter in relation to his resignation that need to be brought to the attention of the shareholders of the Company.

The Board takes this opportunity to express its gratitude to Mr. Law for his valuable contribution during his term of service with the Company.

By the order of the Board
Mega Expo Holdings Limited
Yau Yan Ming, Raymond
Company Secretary

Hong Kong, 17 July 2015

As at the date of this announcement, the Board comprises Mr. Lee Chi Sang, Mr. Si Tze Fung, Mr. Liu Gejiang as executive Directors; Mr. Yeung Chun Yue, David, Mr. Wong Ka Fai, Paul and Mr. Choi Hung Fai as independent non-executive Directors.