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

- (1) APPOINTMENT OF EXECUTIVE DIRECTORS,
CHAIRMAN, CEO, CHAIRMAN OF
THE NOMINATION COMMITTEE AND MEMBER OF
THE REMUNERATION COMMITTEE;**
- (2) RESIGNATION OF EXECUTIVE DIRECTOR,
CHAIRMAN, CEO, CHAIRMAN OF
THE NOMINATION COMMITTEE AND MEMBER OF
THE REMUNERATION COMMITTEE; AND**
- (3) CHANGE OF PRINCIPAL PLACE OF BUSINESS
IN HONG KONG, CHANGE OF CONTACT TELEPHONE
AND FACSIMILE NUMBERS**

**APPOINTMENT OF EXECUTIVE DIRECTORS, CHAIRMAN, CEO,
CHAIRMAN OF THE NOMINATION COMMITTEE AND MEMBER OF
THE REMUNERATION COMMITTEE**

The Board announces that (i) Mr. Lam Wa was appointed as an ED and the Chairman, the chairman of the Nomination Committee and a member of the Remuneration Committee; and (ii) Mr. Sun Sizhi was appointed as an ED, and CEO, both with effect from 31 July 2015.

**RESIGNATION OF EXECUTIVE DIRECTOR, CHAIRMAN, CEO,
CHAIRMAN OF THE NOMINATION COMMITTEE AND MEMBER OF
THE REMUNERATION COMMITTEE**

The Board announces that Mr. Lee resigned as an ED, the Chairman, CEO, the chairman of the Nomination Committee and a member of the Remuneration Committee with effect from 31 July 2015.

CHANGE OF PRINCIPAL PLACE OF BUSINESS IN HONG KONG, CHANGE OF CONTACT TELEPHONE AND FACSIMILE NUMBERS

The principal place of business of the Company in Hong Kong will be changed to Suites 911-912 on Level 9, One Pacific Place, 88 Queensway, Hong Kong with effect from 31 July 2015. The contact telephone and facsimile numbers of the Company shall be changed to (852) 2607 7300 and (852) 2547 8808 respectively with effect from the same date.

APPOINTMENT OF EXECUTIVE DIRECTORS, CHAIRMAN, CEO, CHAIRMAN OF THE NOMINATION COMMITTEE AND MEMBER OF THE REMUNERATION 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 (i) Mr. Lam Wa (“**Mr. Lam**”) has been appointed as an executive director of the Company (“**ED**”) and the chairman of the Board (“**Chairman**”), the chairman of the nomination committee of the Board (“**Nomination Committee**”) and a member of the remuneration committee of the Board (“**Remuneration Committee**”); and (ii) Mr. Sun Sizhi (“**Mr. Sun**”) has been appointed as an ED and chief executive officer of the Company (“**CEO**”), both with effect from 31 July 2015.

Pursuant to the Company’s articles of association, each of Mr. Lam and Mr. Sun 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. Lam is set out below:

Mr. Lam Wa (林華), aged 48, has over 15 years of experience in real estate and construction industry. Mr. Lam was granted the qualification as a civil engineer (土木工程師) by the Human Resources Department of Hubei Province* (湖北省人事廳) in December 1995.

Mr. Lam is the chairman of Hubei Three Gorges Huaxiang Group Limited*, (湖北三峽華翔集團有限公司) which is principally engaged in real estate development. Mr. Lam is the chairman of Xuling City Jiankun Huaxiang Real Estate Development Limited* (遂寧市健坤華翔房地產開發有限公司), which is principally engaged in real estate development, sales operations and property management. Mr. Lam is the vice president of the Rongqiao Group Limited Stock Company* (融僑集團股份有限公司) and the general manager of Wuhan Rongqiao Real Estate Development Limited* (武漢融僑房地產開發有限公司), which are both principally engaged in real estate development.

Mr. Lam is a member of Wuhan Chinese People's Political Consultative Conference. Mr. Lam is an honorary chairman of Fujian Commerce Association* (福建省福建商會), an executive council member of the Chinese Chamber of Commerce Association of Investment Enterprises* (中國僑商投資企業協會), honorary chairman of Fuqing Commerce Association of Wuhan City* (武漢市福清商會), honorary chairman of Yanyang City Fuqing Commerce Association* (襄陽市福清商會), and a chairman of Fuzhou Commerce Association of Wuhan City* (武漢市福州商會).

The biographical details of Mr. Sun is set out below:

Mr. Sun Sizhi (孫思志), aged 46, has years of experience in real estate projects development, organization and management of real estate companies, system and standard of real estate enterprises and legal process operation. Mr. Sun also has experience in golf real estate development and industry connection and also golf course management and operation and golf course construction. Mr. Sun is an intermediate real estate economist, a certified real estate valuer and a registered real estate agent. Mr. Sun graduated from Yunnan University and obtained a Bachelor Degree in Applied Mathematics in 1991. He received civil construction training in Guangzhou University from January 1993 to December 1994 and project management training from Beijing Huaxia Elite Training Centre (北京華夏精英培訓中心) in 2002. Mr. Sun was office director and sales manager of Shenzhen Xuansheng Industrial Development Co., Ltd. (深圳宣盛實業發展有限公司) from July 1991 to December 1999, manager of Nanfang Broadcasting (南方廣電) under Beida Jade Bird Group Co., Ltd. (北大青鳥集團有限公司) from January 2000 to July 2002, general manager of Beijing Xuanwei Group Co., Ltd. (北京宣威集團有限公司) from July 2002 to December 2004, General Manager of a golf club company and Executive Deputy General Manager of a real estate company under Kingkey Group (京基集團) (Shenzhen) from April 2005 to February 2010, and Deputy General Manager of Dongguan Mingju Real Estate Development Co., Ltd. (東莞名巨房地產開發有限公司) from February to October 2014. Mr. Sun worked as a consultant of the Tianrui International (天瑞國際) project in Anshun, Guizhou prior to joining Dongguan Mingju Real Estate Development Co., Ltd. (東莞名巨房地產開發有限公司). Mr. Sun was the executive director of Asia Resources Holdings Limited (stock code: 899), a company listed on the Main Board of The Stock Exchange of Hong Kong Limited (“**Stock Exchange**”), from December 2014 to January 2015. Mr. Sun was appointed as an independent-non-executive director of Global Energy Resources International Group Limited (stock code: 8192), a company listed on the Growth Enterprise Market of the Stock Exchange with effect from 8 June 2015.

Save as disclosed above, each of Mr. Lam and Mr. Sun (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.

There are no other matters or information relating to the appointment of Mr. Lam and Mr. Sun 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 the respective service agreements dated 31 July 2015 entered into between the Company and each of Mr. Lam and Mr. Sun, both of Mr. Lam and Mr. Sun will hold office for an initial term of three years commencing on 31 July 2015 which will continue thereafter. During the tenure, the appointment may be terminated by either party giving the other not less than three months' notice in writing. Under the respective service agreements, the annual base salary of Mr. Lam and Mr. Sun shall be HK\$1,200,000 and HK\$600,000, respectively. Each of Mr. Lam and Mr. Sun is also entitled to discretionary bonus to be determined at the discretion of the Board or, if so delegated, the Remuneration Committee.

The remuneration of each of Mr. Lam and Mr. Sun was determined and recommended by the Remuneration Committee and approved by the Board based on their respective qualifications, experience, level of responsibilities undertaken and prevailing market conditions. The remuneration of Mr. Lam and Mr. Sun 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. Lam and Mr. Sun for joining the Board.

RESIGNATION OF EXECUTIVE DIRECTOR, CHAIRMAN, CEO, CHAIRMAN OF THE NOMINATION COMMITTEE AND MEMBER OF THE REMUNERATION COMMITTEE

The Board announces that Mr. Lee Chi Sang (“**Mr. Lee**”) has tendered his resignation as an ED, Chairman, CEO, the chairman of the Nomination Committee and member of the Remuneration Committee with effect from 31 July 2015 due to his other personal commitments. Despite Mr. Lee's resignation as an ED, he remained as directors of Mega Expo (Hong Kong) Limited and certain subsidiaries of the Company.

Mr. Lee 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. Lee for his valuable contribution during his term of service with the Company.

CHANGE OF PRINCIPAL PLACE OF BUSINESS IN HONG KONG, CHANGE OF CONTACT TELEPHONE AND FACSIMILE NUMBERS

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

Hong Kong, 31 July 2015

As at the date of this announcement, the Board comprises Mr. Lam Wa, Mr. Si Tze Fung, Mr. Liu Gejiang and Mr. Sun Sizhi as executive directors; Mr. Yeung Chun Yue, David, Mr. Wong Ka Fai, Paul and Mr. Choi Hung Fai as independent non-executive directors.

* *for identification purposes only*