

CORPORATE GOVERNANCE

DIRECTORS



Dr. Charles CHAN Kwok Keung

Chairman
Non-executive Director
Chairman of Executive Committee
Member of Remuneration Committee

Aged 61, was appointed as a Non-executive Director of the Company on 1 April 2011. Dr. Chan serves as the Chairman of the Board and the chairman of the Executive Committee since January 2015 and as a member of the Remuneration Committee since February 2015. Dr. Chan has over 30 years of international corporate management experience in the construction and the property sectors, as well as in strategic investments. He is the chairman and executive director of ITC Corporation Limited, a company listed on the Main Board of The Stock Exchange of Hong Kong Limited ("Stock Exchange"). Dr. Chan holds an Honorary Degree of Doctor of Laws and a Bachelor's Degree in Civil Engineering. Dr. Chan is a director of both Young Lion Holdings Limited and Shaw Brothers Limited, which are shareholders of the Company.



Mark LEE Po On

Executive Director and
Group Chief Executive Officer
Member of Executive Committee
Member of Risk Committee

Aged 60, joined the Company on 1 February 2007. Mr. Lee was appointed as the Group General Manager in September 2009 and was re-titled as the Group Chief Executive Officer in January 2015. He was appointed as Executive Director in March 2010. Mr. Lee also serves as a member of the Executive Committee and the Risk Committee. In addition, he holds directorships in a number of the subsidiaries of the Company. Mr. Lee is a non-executive director of Hanwell Holdings Limited, a company listed on the Singapore Exchange Limited. Before joining TVB and during the period from late 1987 to January 2007, Mr. Lee worked as an executive director of a listed consortium engaged in real estate, hotel, media, entertainment and retail business in Hong Kong and overseas. During 1992 to 1996, Mr. Lee also took up the position of executive director and CEO of Asia Television Limited which was a former affiliate of the consortium. During the early period from 1977 to 1987, Mr. Lee worked with KPMG, an international accounting firm, in various offices including Hong Kong, Los Angeles and Shanghai. Mr. Lee is a member of the Institute of Chartered Accountants in England and Wales and also the Hong Kong Institute of Certified Public Accountants.



CHEONG Shin Keong

Executive Director
Member of Executive Committee
Member of Risk Committee
General Manager

Aged 59, was appointed as an Executive Director of the Company on 1 January 2015. Mr. Cheong serves as a member of the Executive Committee and the Risk Committee. In addition, he holds directorships in a number of the subsidiaries of the Company. Mr. Cheong joined the Company as Controller, Marketing & Sales in March 1989 and assumed the duties of General Manager in April 2004. He is responsible for marketing and sales function under Hong Kong TV broadcasting, as well as Hong Kong digital media business. Mr. Cheong has extensive experience in the advertising and marketing industry and contributes actively to the professional development of marketing in Hong Kong through leading marketing industry bodies. He is a Fellow and Executive Committee Member of the Hong Kong Management Association as well as a Fellow and Hong Kong Regional Board President of the Chartered Institute of Marketing.



Mona FONG

Non-executive Director

Aged 81, also known as Lee Mong Lan and wife of the late Sir Run Run Shaw, has been a Director of the Company since October 1988. She was appointed as Deputy Chairperson on 25 October 2000, as Acting Managing Director and Managing Director on 31 May 2006 and 1 January 2009 respectively. Ms. Fong retired as Deputy Chairperson and Managing Director of the Company on 31 March 2012 and was re-designated as a Non-executive Director of the Company with effect from 1 April 2012. Ms. Fong is the chairperson and managing director of the Shaw group of companies. She is also the chairperson of The Shaw Foundation Hong Kong Limited, The Shaw Prize Foundation Limited and The Sir Run Run Shaw Charitable Trust and a member of the Board of Trustees of Shaw College of The Chinese University of Hong Kong.



Jonathan Milton NELSON

Non-executive Director

Aged 59, was appointed as a Non-executive Director of the Company on 1 April 2011. Mr. Nelson is the chief executive officer and the founder of Providence Equity Partners L.L.C. (together with its affiliated investment funds, "Providence"), a private equity firm that manages US\$44 billion of committed capital. Mr. Nelson has been investing in private equity transactions for over 32 years, focusing on media, telecom, and entertainment sectors. Mr. Nelson serves on the board of directors of Soccer United Marketing, LLC, and Univision Communications, Inc. Mr. Nelson was a managing director of Narragansett Capital, Inc. which he joined in 1983. Mr. Nelson received a Master of Business Administration from the Harvard Business School in 1983, and a Bachelor of Arts from Brown University in 1977. He is a trustee of Brown University, the Institute for Advanced Study and The Rockefeller University, and a member of the Board of Dean's Advisors at Harvard Business School.



Anthony LEE Hsien Pin

Non-executive Director
Member of Audit Committee
Member of Nomination Committee

Aged 58, was appointed as a Non-executive Director of the Company on 3 February 2012. Mr. Lee was an Alternate Director to Mrs. Christina Lee Look Ngan Kwan, his mother, a former Non-executive Director of the Company, between 3 September 2002 and 3 February 2012. Mr. Lee serves as a member of the Audit Committee and the Nomination Committee. Mr. Lee is a director of Hysan Development Company Limited, a company listed on the Main Board of the Stock Exchange, and a director of Lee Hysan Estate Company, Limited. He is also a director and a substantial shareholder of Australian-listed Beyond International Limited. Mr. Lee received a Bachelor of Arts Degree from Princeton University and a Master of Business Administration Degree from The Chinese University of Hong Kong.

DIRECTORS



CHEN Wen Chi
Non-executive Director
Member of Executive Committee

Aged 60, was appointed as a Non-executive Director of the Company on 3 February 2012. Mr. Chen was appointed as Alternate Director to his wife, Ms. Cher Wang Hsiueh Hong, a former Non-executive Director of the Company, between 13 May 2011 and 3 February 2012. He serves as a member of the Executive Committee and holds directorships in certain subsidiaries of the Group in Taiwan. Mr. Chen is a director of HTC Corp., as well as the chairman of VIA Technologies, Inc., Xander International Corp. and Chander Electronics Corp., all of which are listed on the Taiwan Stock Exchange Corporation. Mr. Chen also holds seats on several industry advisory bodies, and has been a member of the World Economic Forum for over ten years. He holds an MSEE degree from National Taiwan University and an MSCS degree from the California Institute of Technology. Mr. Chen is a director of both Young Lion Holdings Limited and Shaw Brothers Limited, which are shareholders of the Company.



Thomas HUI To
Non-executive Director
Member of Executive Committee

Aged 43, was appointed as a Non-executive Director of the Company on 23 April 2015. He serves as a member of the Executive Committee. Mr. Hui is the managing director of Gravity Corporation, a company which focuses on investing and operating in the media sector in Greater China. Prior to joining Gravity Corporation, Mr. Hui was an independent non-executive director and the chairman of the audit committee and a member of the remuneration committee of KingSoft Corporation Limited, a leading Chinese internet based software developer, distributor and service provider which is listed on the Main Board of the Stock Exchange. Before that, Mr. Hui was the president, chief operation officer and an executive director of GigaMedia Limited, a company listed on the NASDAQ stock market. Prior to that, Mr. Hui also was a non-executive director of JC Entertainment Corporation, a Korean online game company listed on the KOSDAQ stock market. He was an executive director in the investment banking division of Goldman Sachs (Asia) L.L.C., Hong Kong, and an investment banker at Merrill Lynch & Co. as well as serving as a management consultant at McKinsey & Company. Mr. Hui holds a Master Degree of Engineering in Electrical Engineering from Cornell University and a Bachelor Degree of Science in Electrical Engineering from the University of Wisconsin, Madison. Mr. Hui is a director of both Young Lion Holdings Limited and Shaw Brothers Limited, which are shareholders of the Company.



Dr. Raymond OR Ching Fai SBS, JP
Independent Non-executive Director
Chairman of Remuneration Committee
Chairman of Nomination Committee
Chairman of Risk Committee
Member of Audit Committee

Aged 66, was appointed as an Independent Non-executive Director of the Company on 6 December 2012. He serves as the chairman of the Remuneration Committee and, the Nomination Committee and the Risk Committee, as well as a member of the Audit Committee. Dr. Or is the chairman, an executive director and the chief executive officer of China Strategic Holdings Limited, a vice-chairman and an independent non-executive director of G-Resources Group Limited, the chairman and an independent non-executive director of Esprit Holdings Limited, and an independent non-executive director of Chow Tai Fook Jewellery Group Limited, Industrial and Commercial Bank of China Limited, and Regina Miracle International (Holdings) Limited, all of which are listed on the Main Board of the Stock Exchange. Dr. Or is also a non-executive director and deputy chairman of Aquis Entertainment Limited, a company listed on the Australian Securities Exchange. Dr. Or has rich experiences in insurance, banking and financial services industries. He was formerly the general manager and a director of The Hongkong and Shanghai Banking Corporation Limited, the chairman of HSBC Insurance Limited, the chief executive and vice chairman of Hang Seng Bank Limited, and the chairman of Hang Seng Insurance Company Limited and Hang Seng Bank (China) Limited. He was also the chairman of the Hong Kong Association of Banks. Dr. Or graduated from the University of Hong Kong with a Bachelor's degree in Economics and Psychology. He was awarded a Silver Bauhinia Star from the Hong Kong Special Administrative Region and Honorary University Fellow from the University of Hong Kong in 2009, and is a Justice of the Peace.



Dr. William LO Wing Yan JP
Independent Non-executive Director
Chairman of Audit Committee
Member of Remuneration Committee
Member of Nomination Committee
Member of Risk Committee

Aged 55, was appointed as an Independent Non-executive Director of the Company on 11 February 2015. Dr. Lo serves as the chairman of the Audit Committee, a member of the Remuneration Committee, and the Nomination Committee and the Risk Committee. Dr. Lo is the vice chairman of Lovable International Holdings Limited which owns one of the largest toys and children products distribution networks in China. Dr. Lo serves as an independent non-executive director of CSI Properties Limited, SITC International Holdings Company Limited, Varitronix International Limited, Jingrui Holdings Limited and Ronshine China Holdings Limited, all of which are listed on the Main Board of the Stock Exchange. Dr. Lo is also an independent non-executive director of Nam Tai Property Inc. which is listed on the New York Stock Exchange. Dr. Lo is an experienced executive in the TMT (technology, media and telecommunications) and the consumer sectors. He started his career in McKinsey & Company Inc. as a management consultant and held senior positions in China Unicom, Hongkong Telecom, Citibank HK, I.T Limited and South China Media Group in the past. Dr. Lo graduated from Cambridge University with a M.Phil. Degree in Pharmacology and a Ph.D. Degree in Molecular Neuroscience. Dr. Lo is the founding governor of the Charles K. Kao Foundation for Alzheimer's Disease and the ISF Academy as well as the present chairman of Junior Achievement HK.



Professor Caroline WANG Chia-Ling
Independent Non-executive Director
Member of Risk Committee

Aged 63, was appointed as an Independent Non-executive Director of the Company on 1 April 2015. She serves as a member of the Risk Committee. Professor Wang is Professor of Business Practice at Business School of The Hong Kong University of Science and Technology. She was appointed as Adjunct Professor at HKUST in 2003 when she was the highest ranked Asian women executive at IBM globally. She had over 25 years of experiences with IBM in the US and across Asia Pacific. Among the various management roles she held while based in the US, Japan, and Greater China, Professor Wang had been Vice President of Marketing as well as Vice President of Business Transformation and Information Technology. Professor Wang was awarded a Master's Degree of Science from Harvard University and a Master's Degree of Arts from University of Wisconsin-Milwaukee.



Dr. Allan ZEMAN GBM, GBS, JP
Independent Non-executive Director

Aged 67, was appointed as Independent Non-executive Director of the Company on 1 April 2015. Dr. Zeman is the chairman of Lan Kwai Fong group in Hong Kong. Dr. Zeman serves as an independent non-executive director of Wynn Macau Limited, Pacific Century Premium Developments Limited, Sino Land Company Limited, Tsim Sha Tsui Properties Limited, Global Brands Group Holding Limited, all of which are listed on the Main Board of the Stock Exchange. Dr. Zeman was the chairman of Hong Kong Ocean Park from July 2003 to June 2014, he is now the honorary advisor to the Park. Dr. Zeman serves as the board of director of the Alibaba Entrepreneurs Fund, a member of the board of West Kowloon Cultural District Authority, and is the chairman of its Performing Arts Committee. He is also a board member of the Airport Authority of Hong Kong, the appointed member of the Economic Development Commission of Hong Kong, a member of the General Committee of the Hong Kong General Chamber of Commerce, a governor of the board of governors of Our Hong Kong Foundation and a representative of Hong Kong China to the APEC Business Advisory Council (ABAC). Dr. Zeman is also a member of the board of governors of The Canadian Chamber of Commerce in Hong Kong, a member of the Asian Advisory Board of the Richard Ivey School of Business, The University of Western Ontario and the vice patron of the Hong Kong Community Chest. Dr. Zeman is a holder of Honorary Doctorate of Laws Degree from The University of Western Ontario, Canada. In 2012, he was awarded Honorary Doctorate Degrees of Business Administration from City University of Hong Kong and The Hong Kong University of Science and Technology.

DIRECTORS



Harvey CHANG Hsiao Wei

Alternate Director to Chen Wen Chi

Aged 64, was appointed as an Alternate Director to Mr. Chen Wei Chi, a Non-executive Director of the Company on 23 April 2015. Between 3 February 2012 and 22 April 2015, Mr. Chang was Alternate Director to Ms. Cher Wang Hsiueh Hong, a former Non-executive Director of the Company. Mr. Chang is the chairman and CEO of Liann Yee Production Co., Ltd. He also holds directorships in certain subsidiaries of the Group in Taiwan. Mr. Chang is a director of Lite-On Technology Corp., which is listed on the Taiwan Stock Exchange Corporation. He was president and CEO of Taiwan Mobile Co., Ltd., a company listed on the Taiwan Stock Exchange Corporation, from 2003 till December 2010, vice chairman of Taiwan Fixed Network Co., Ltd., a subsidiary of Taiwan Mobile Co., Ltd.. He was the chairman of Taiwan Fund, Inc., a listed company on the New York Stock Exchange, from 2005 to January 2012. Mr. Chang received his MBA from the Wharton School, University of Pennsylvania in 1977; and B.S. Degree from the National Taiwan University in 1973. He was elected to be an Eisenhower Fellow in 2002.



Jessica Huang POULEUR

Alternate Director to Jonathan Milton Nelson

Aged 35, was appointed as an Alternate Director to Mr. Jonathan Milton Nelson, a Non-executive Director of the Company, on 14 July 2014. Ms. Pouleur is an investment professional and a director based in the Singapore office of Providence Equity Asia Advisors Pte. Ltd.. Prior to joining Providence Equity Asia Limited in 2007, Ms. Pouleur was a manager at AIG Global Investment Group as part of their Greater China private equity coverage team. Before that, she was an analyst in the Asia Debt Capital Markets and healthcare investment banking groups at Citigroup. Ms. Pouleur received a Bachelor of Arts from Barnard College. Ms. Pouleur is a director of both Young Lion Holdings Limited and Shaw Brothers Limited, which are substantial shareholders of the Company.

SENIOR MANAGEMENT



Peter AU Wai Lam

Assistant General Manager

Aged 67, was appointed as Assistant General Manager on 15 September 2009. Mr. Au rejoined the Company as Operation Audit Manager – Internal Audit Department in May 2008. He was appointed as Controller – Costs Management in January 2009 and promoted to his current position in September 2009. Mr. Au is responsible for artistes' recruitment, training and development, and the operations of the Art sub-division and computer graphics department of TVB. He holds directorships in a number of the subsidiaries of the Company. Mr. Au has had many years of experience in programme production and broadcasting. Between 2000 and 2005, Mr. Au was chief executive officer of Toronto Chinese Canadian Broadcasting Corporation, Canada. Prior to 2000, he took up a number of positions at TV stations, including TVB, Radio Television Hong Kong and Canadian Television Network in Canada.



Desmond CHAN Shu Hung

Assistant General Manager

Aged 48, joined TVB as General Counsel in May 2010. He was appointed as Assistant General Manager in December 2012 and is responsible for international operations and legal and regulatory matters of the Company. Mr. Chan holds directorships in a number of the subsidiaries of the Company. Mr. Chan has had extensive experience in television and telecommunications industries. He worked at Asia Television Limited from 1994 to 1999, and i-Cable Communications Limited from 1999 to 2010. Mr. Chan received Master of Laws degrees from City University of Hong Kong, Renmin University of China and University of Strathclyde of United Kingdom respectively. He is a solicitor of Hong Kong Special Administrative Region (not currently in private practice).



Felix TO Chi Hak

Assistant General Manager

Aged 52, was appointed as Assistant General Manager in October 2015 and is responsible for Programming and Production Divisions. Mr. To served in TVB Network Vision Limited, an associate of the Company, as CEO between 2012 and 2014, and joined TVB as Programme Controller and Assistant to Group CEO in January 2015, and promoted to his current position in October 2015. Mr. To has had extensive experience in the media industry in Hong Kong, ranging from newspapers, publishing, advertising, radio, to pay and free TV. Before joining TVB, he was in various management positions overseeing production and programming in Asia Television Limited between 1996 and 1999; i-Cable Communications Limited between 2002 and 2005; and now TV between 2008 and 2012.



Adrian MAK Yau Kee

Chief Financial Officer and Company Secretary

Aged 55, joined TVB as CFO and Company Secretary in November 2004. Mr. Mak holds directorships in a number of the subsidiaries of the Company. Prior to his current positions, Mr. Mak was CFO of Global Digital Creations Holdings Limited, a company listed on the Growth Enterprise Market of the Hong Kong Stock Exchange, between 2001 and 2003, and CFO of CyberCity Holdings Limited between 2000 and 2001. Between 1992 and 2000, Mr. Mak served as an associate director in the Corporate Finance Division at the Hong Kong Securities and Futures Commission. Between 1983 and 1992, Mr. Mak worked at various offices of KPMG (Hong Kong, London and Birmingham offices). He is a fellow member of the Hong Kong Institute of Certified Public Accountants and a fellow member of the Institute of Chartered Accountants in England and Wales.