

DIRECTORS AND SENIOR MANAGEMENT OF THE ENLARGED GROUP

PROPOSED DIRECTORS

All the existing Directors will resign as Directors which shall take effect immediately following completion of the Acquisition.

The proposed Directors of the Enlarged Group immediately following completion of the Acquisition consist of seven Directors, of whom four are executive Directors and three are independent non-executive Directors. The Board is responsible and has general powers for the management and conduct of our business. The following table shows certain information regarding the proposed members of the Board immediately following completion of the Acquisition:

Name	Age	Position/Title	Role and responsibilities	Proposed date of appointment as a Director	Date of joining as a director of the Enlarged Group
Mr. Shie Tak Chung (佘德聰先生)	59	Chairman and executive Director	Responsible for the overall corporate strategies formation and management and business development of the Enlarged Group	Date of completion of the Acquisition	17 January 2005
Mr. Tsoi Kin Sze (蔡建四先生)	45	Chief executive officer and executive Director	Responsible for the overall business management and overseeing the business operation of the Enlarged Group	Date of completion of the Acquisition	17 January 2005
Mr. Wu Zhisong (吳志松先生)	46	Executive Director	Responsible for overseeing the financial matters of the Enlarged Group	Date of completion of the Acquisition	20 August 2014
Mr. Lee Lit Mo Johnny (李烈武先生)	44	Executive Director	Responsible for overseeing the corporate matters and business development of the Enlarged Group	Date of completion of the Acquisition	Date of completion of the Acquisition
Mr. Ma Sai Yam (馬世欽先生)	52	Independent non-executive Director	Serving as chairman of the compliance and remuneration committees and member of each of the audit and nomination committees; advising on corporate governance, connected transactions and other corporate and compliance matters	Date of completion of the Acquisition	Date of completion of the Acquisition

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Name	Age	Position/Title	Role and responsibilities	Proposed date of appointment as a Director	Date of joining as a director of the Enlarged Group
Mr. Zhang Senquan (張森泉先生)	38	Independent non-executive Director	Serving as chairman of the audit committee and a member of each of the compliance, remuneration and nomination committees; advising on corporate governance matters	Date of completion of the Acquisition	Date of completion of the Acquisition
Mr. Wang Yiming (王藝明先生)	38	Independent non-executive Director	Serving as a member of the audit committee; advising on corporate governance matters	Date of completion of the Acquisition	Date of completion of the Acquisition

Executive Directors

Mr. Shie Tak Chung (佘德聰先生) (“**Mr. Shie**”), aged 59, is proposed to be appointed as an executive Director and Chairman of the Board immediately following completion of the Acquisition. Mr. Shie has been a director of China General and Hui An China General since 2005. Mr. Shie will be responsible for the overall corporate strategies formation and management and business development of the Enlarged Group.

Mr. Shie has about 10 years of management experience in the real estate industry in the PRC. Mr. Shie is one of the two ultimate shareholders of Fujian Jiande Group Company Limited (福建建德集團有限公司). Mr. Shie obtained a bachelor’s degree majoring in International Economics and Trade from Xiamen University in January 2014 through online course. Mr. Shie holds a lot of important social positions, including committee member of the Fujian Committee of the Chinese People’s Political Consultative Conference (中國人民政治協商會議福建省委員會委員), council member of Hong Kong Association for the Promotion of Peaceful Reunification of China (中國和平統一促進會香港總會理事), honorary president (life) of Hong Kong Federation of Fujian Associations (香港福建社團聯會永遠名譽主席), honorary president of 1st World Association of Shishi Natives (世界石獅同鄉聯誼會首屆名譽會長), consultant of Fujian Chamber of Commerce (旅港福建商會顧問), executive director of the Hong Kong Fujian Charitable Education Fund (香港福建希望工程基金會執行董事), honorary president (life) of Shishi City Residents’ Association (石獅市旅港同鄉公會永遠榮譽會長), vice supervisor of the General Association of Xiamen (H.K.) Limited (香港廈門聯誼總會副監事長), council member of China Overseas Friendship Association (中華海外聯誼會理事), executive council member of Fujian Overseas Friendship Association (福建海外聯誼會常務理事) and committee member of All-China Federation of Returned Overseas Chinese (中華全國歸國華僑聯合會委員). He is the brother-in-law of Mr. Lee Lit Mo Johnny.

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Mr. Shie is solely and beneficially interested in Fame Build which will hold 35% of the enlarged issued share capital of the Company upon completion of the Acquisition. Thus, Mr. Shie will be one of the Controlling Shareholders upon completion of the Acquisition.

Mr. Shie was a director of the following companies which were incorporated in Hong Kong and were deregistered pursuant to section 291AA of the Predecessor Hong Kong Companies Ordinance which provides that a defunct, solvent company be dissolved by way of deregistration. It is confirmed by Mr. Shie that all the following deregistration were voluntary by way of submitting an application to the Companies Registry of Hong Kong. The relevant details are as follows:

Name of company	Nature of business	Date of submission of application for deregistration	Date of deregistration
Prosper Grand (Hong Kong) Limited	Never commenced business	17 August 2000	22 December 2000
Prism International Investment Limited	Never commenced business	23 September 2005	3 February 2006
Billion Man Investment Limited	Never commenced business	14 February 2008	27 June 2008
Yoshida Seiko (HK) Limited	Never commenced business	18 March 2009	24 July 2009

Moreover, Mr. Shie was a director of the following companies which were struck off and/or dissolved. The details are as follow:

Name of company	Place of incorporation	Nature of business	Date of deregistration	Other particulars
Take World (Holding) Company Limited	Hong Kong	Never commenced business	12 April 2012	Such company was struck off according to section 291 of the Predecessor Hong Kong Companies Ordinance which provides that the Registrar of Companies in Hong Kong can strike a defunct company off from the Register of Companies

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Name of company	Place of incorporation	Nature of business	Date of deregistration	Other particulars
Tak Fi (UK) Investment Co. Limited	United Kingdom	Never commenced business	20 June 1993	Struck off due to non-commencement of business
Tak Fi Business Development Inc.	Canada	Never commenced business	4 April 1995	Such company was dissolved according to section 210 of the Canada Business Corporations Act which provides that a company could be dissolved before commencing business

Mr. Shie was the legal representative of the following companies, which were established in the PRC, the business licences of which were revoked due to its failure to participate in annual examination. It is confirmed by Mr. Shie that all the following companies have ceased their respective business operation resulting that they did not undergo annual examination. The relevant details are as follows:

Name of company	Nature of Business	Date of deregistration
Zhenjiang Huijiang Real Estate Development Co., Ltd* (鎮江匯江房地產開發有限公司)	Real estate properties development and distribution but such company had ceased business operation before deregistration	22 December 2004
Xiamen Jiahui Real Estate Development Co., Ltd* (廈門嘉匯房地產開發有限公司)	Real estate properties development and management but such company had ceased business operation before deregistration	7 December 1999

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Name of company	Nature of Business	Date of deregistration
Zhenjiang Dehui Shopping Center Co., Ltd* (鎮江德輝購物中心有限責任公司)	Retail business but such company had ceased business operation before deregistration	30 June 2008
Xi'an Tangcheng Dehui Professional Hospital* (西安唐城德輝專科醫院)	Provision of medical service but such company had ceased business operation before deregistration	2 September 2003
Fujian Zhonghui Construction Material Co., Ltd* (福建中輝建材有限公司)	Manufacture of stone glazed tile but such company had ceased business operation before deregistration	29 November 2002

Mr. Shie was a director of Tak Fi Far East Limited which was incorporated in Hong Kong and was engaged in the business of leather manufacturing. Such company has been put into creditors' voluntary winding up that was commenced on 3 July 2003. The company was wound up on 20 April 2004.

Mr. Tsoi Kin Sze (蔡建四先生) (“Mr. Tsoi”), aged 45, is proposed to be appointed as an executive Director and chief executive officer of the Company immediately following completion of the Acquisition. Mr. Tsoi has been a director of China General and the chairman and legal representative of Hui An China General since 2005. Mr. Tsoi will be responsible for the overall business management and overseeing the business operation of the Enlarged Group.

Mr. Tsoi has about 10 years of management experience in the real estate industry in the PRC. Mr. Tsoi is one of the two ultimate shareholders of Fujian Jiande (Holdings) Limited (福建建德集團有限公司). Mr. Tsoi holds a lot of important social positions, including committee member of Fujian Committee of the Chinese People's Political Consultative Conference (中國人民政治協商會議福建省委員會委員), council member of Fujian Overseas Friendship Association (福建海外聯誼會理事), executive committee member of Shishi City CPPCC (石獅市政協常委), honorary president of China Charity Federation (石獅市中華慈善總會名譽會長), vice president of Shishi City Federation of Industry & Commerce (石獅市工商聯副會長) and executive vice president of Shishi City Residents' Association (石獅市旅港同鄉會常務副會長).

Mr. Tsoi is solely and beneficially interested in Talent Connect which will hold 35% of the enlarged issued share capital of the Company upon completion of the Acquisition. Thus, Mr. Tsoi will be one of the Controlling Shareholders upon completion of the Acquisition.

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Mr. Wu Zhisong (吳志松先生) (“**Mr. Wu**”), aged 46, is proposed to be appointed as an executive Director immediately following completion of the Acquisition. Mr. Wu has been an executive director, the legal representative and general manager of Houde Enterprise since 20 August 2014. Mr. Wu will be responsible for overseeing the financial matters of the Enlarged Group.

Mr. Wu has been the financial controller of Fujian Jiande Group Company Limited (福建建德集團有限公司) since December 2011 and was the financial controller of Shishi Jiande Property Development Company Limited (石獅市建德房地產有限公司) from August 2006 to December 2011. Prior to joining Shishi Jiande Property Development Company Limited, Mr. Wu worked as a civil servant at the National Tax Bureau of Quanzhou* (泉州市國家稅務局). Mr. Wu holds important social positions, including committee member of the Shishi City Committee of the Chinese People’s Political Consultative Conference (中國人民政治協商會議石獅市委員會委員), vice chairman of the Shishi Youth Chamber of Commerce (石獅市青年商會副會長), executive council member of the Fujian Youth Chamber of Commerce (福建省青年商會常務理事) and chairman of the Shishi GO Association* (石獅市圍棋協會會長). Mr. Wu obtained a bachelor’s degree majoring in applied chemistry from Huaqiao University (華僑大學) in July 1990. Mr. Wu has become a qualified intermediate economist in taxation of the PRC since December 1995 and has become a qualified intermediate accountant of the PRC since December 1999.

Mr. Lee Lit Mo Johnny (李烈武先生) (“**Mr. Lee**”), aged 44, is proposed to be appointed as an executive Director immediately following completion of the Acquisition. Mr. Lee will be principally responsible for overseeing the corporate matters and development of the Enlarged Group.

Mr. Lee has more than 10 years of experience in financial industry. Mr. Lee was an executive director of Juda International Holdings Limited, the shares of which are listed on the Stock Exchange (stock code: 1329), from August 2010 to December 2013. He was an associate director of direct investment division of CCB International Asset Management Limited from March 2006 to August 2008. From April 2001 to March 2006, Mr. Lee worked in Core Pacific-Yamaichi Capital Limited and was responsible for corporate finance transactions and handling initial public offering projects and resigned as a senior manager in March 2006. From September 1996 to April 2001, he worked initially as investment analyst and later as assistant fund manager at SIIC Asset Management Company Limited (formerly known as Seapower Asset Management Company Limited). Mr. Lee graduated from McGill University in Montreal, Canada with a bachelor’s degree in Commerce majoring in Finance and Management Information Systems in June 1995. He is the brother-in-law of Mr. Shie.

Independent non-executive Directors

Mr. Ma Sai Yam (馬世欽先生) (“**Mr. Ma**”), aged 52, is proposed to be appointed as an independent non-executive Director immediately following completion of the Acquisition. Mr. Ma will be the chairman of the compliance and remuneration committees and a member of the audit and nomination committees.

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Mr. Ma is a practicing solicitor in Hong Kong and has accumulated over 17 years of experience in the legal field. He was admitted to practice law as a solicitor in Hong Kong in September 1997 and has been a member of The Law Society of Hong Kong since.

Mr. Ma has been a partner and a practicing solicitor of Ma Tang & Co., since March 2002. Prior to his current position, he had served as a consultant and a practicing solicitor of Tang, Lai & Leung from June 2000 to March 2002. His experience in corporate governance and management of listed companies include his current appointments as an independent non-executive director and a member of the audit, nomination and remuneration committees of Golden Power Group Holdings Limited, the shares of which are listed on GEM the Stock Exchange (stock code: 8038), with effect from May 2015.

Mr. Ma graduated from the University of London in the United Kingdom as an external student in August 1991 with a Bachelor’s science degree in Economics. He subsequently obtained a Postgraduate Certificate in Laws from The University of Hong Kong in June 1995 and a master degree in laws from Renmin University of China in the PRC in January 2012. The Directors and proposed Directors confirm that, during the one year immediately prior to the Latest Practicable Date, none of Mr. Ma and Ma Tang & Co., has been providing professional services to the Company, members of the Group, the Target Company, members of the Target Group, the Controlling Shareholders, or any of their respective associates.

Mr. Zhang Senquan (張森泉先生) (“Mr. Zhang”), aged 38, is proposed to be appointed as an independent non-executive Director immediately following completion of the Acquisition. Mr. Zhang will be the chairman of the audit committee and a member of the compliance, nomination and remuneration committees.

Mr. Zhang is a member of Hong Kong Institute of Certified Public Accountants and China Institute of Certified Public Accountants. Mr. Zhang is currently (i) an independent director of Topchoice Medical Investment Co. Inc. (通策醫療投資股份有限公司), the shares of which are listed on the Shanghai Stock Exchange (stock code: 600763), with effect from December 2014 and (ii) an independent non-executive director of Casablanca Group Limited, the shares of which are listed on the Stock Exchange (stock code: 2223), with effect from April 2015. From May 2014 to June 2015, Mr. Zhang served as the joint company secretary and chief financial officer of Huazhong In-Vehicle Holdings Company Limited, the shares of which are listed on the Stock Exchange (stock code: 6830). From March 2013 to April 2014, Mr. Zhang served as head of the Strategic Development Department of Goodbaby International Holdings Limited, the shares of which are listed on the Stock Exchange (stock code: 1086). He has more than 10 years of professional experience in accounting and auditing, and worked at Ernst & Young, KPMG and Deloitte Touche Tohmatsu serving several positions from audit staff to audit partner from 1999 to 2012. Mr. Zhang received his bachelor’s degree from Fudan University in China in 1999.

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Mr. Wang Yiming (王藝明先生) ("Mr. Wang"), aged 38, is proposed to be appointed as an independent non-executive Director immediately following completion of the Acquisition. Mr. Wang will be a member of the audit committee.

Mr. Wang became a professor of the School of Economics of Xiamen University (廈門大學經濟學院) in August 2009 and an associate professor in August 2006. He served as a tutor of doctoral students from September 2010, a tutor of master's degree students from September 2005 and a lecturer from August 2004 in the School of Economics of Xiamen University. From January 2006 to June 2006, he was a visiting scholar of the Department of Economics of the University of California, San Diego.

Mr. Wang graduated from Xiamen University with a bachelor's degree in Economics in 1998, a master's degree in Economics in 2001 and a doctor's degree in Economics in 2004.

Each of the proposed Directors will enter into a service contract or a letter of appointment with the Company for a term of three years commencing from the completion date of the Acquisition and to continue thereafter until terminated by a three months' notice in writing served by either party on the other without payment of compensation.

Each of the proposed Directors will be entitled to the amount of annual emolument for acting as the director of, committee member of and/or holding other positions with the Company or other members of the Group to be determined by the remuneration committee of the Company. Each of the proposed executive Directors may also be entitled to a bonus for each financial year of the Company which is at the discretion of the Board and determined by reference to performance of each proposed Director concerned and the Enlarged Group's performance for the financial year concerned and based on the recommendation from the remuneration committee of the Company.

Save as disclosed above, each of the proposed Directors confirms that he (i) did not hold any directorships in the last three years prior to the Latest Practicable Date in public companies the securities of which are listed on any securities market in Hong Kong or overseas; (ii) does not hold any other positions with any member of the Enlarged Group; and (iii) does not have any relationships with any directors, senior management or substantial or controlling shareholders of the Company or the Target Company nor any interests in the Shares within the meaning of Part XV of the SFO.

Save as disclosed above, each of the proposed Directors is not aware of any other matters that need to be brought to the attention of the holders of securities of the Company nor is there any information to be disclosed by the Company pursuant to any of the requirements under Rule 13.51(2) of the Listing Rules.

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SENIOR MANAGEMENT OF THE TARGET GROUP

The Target Group has experienced management teams of relevant experience in real estate development, business management and finance. The following table sets forth information regarding the senior management of the Target Group who will remain following completion of the Acquisition. The Company believes the Target Group’s experienced and stable management teams have contributed to the success of the Target Group and will further enhance the Target Group’s execution capabilities.

Name	Age	Position	Effective date of position	Date of joining of the Enlarged Group
Mr. Lu Chengdao (盧成道先生)	38	Executive director, general manager and legal representative of Yangzhou Dehui, supervisor of Yangzhou Detai	Date of completion of the Acquisition	August 2012
Mr. She Qiyuan (佘啟元先生)	55	Deputy general manager of Yangzhou Dehui and executive director, general manager and legal representative of Yangzhou Detai	Date of completion of the Acquisition	August 2012
Mr. Wang Delin (王德林先生)	46	General manager, director and vice chairman of Hui An China General	Date of completion of the Acquisition	February 2006
Mr. Wang Jingdong (汪敬東先生)	43	Deputy general manager of Hui An China General	Date of completion of the Acquisition	February 2006
Mr. Lin Jingfeng (林景峰先生)	44	Assistant general manager of Hui An China General	Date of completion of the Acquisition	February 2006

Mr. Lu Chengdao (盧成道先生) (“**Mr. Lu**”), aged 39, has been the general manager, executive director and legal representative of Yangzhou Dehui since August 2012. He has also been the supervisor of Yangzhou Detai since September 2013. Mr. Lu obtained a bachelor’s degree majoring in Accounting from Beijing Technology and Business University (北京商學院) in June 1998.

Mr. She Qiyuan (佘啟元先生) (“**Mr. She**”), aged 56, has been the deputy general manager of Yangzhou Dehui since August 2012. He has also been the executive director, general manager and legal representative of Yangzhou Detai since September 2013. Mr. She was graduated from the PLA Institute of Economics and Management (中國人民解放軍軍事經濟學院) in June 2005.

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Mr. Wang Delin (王德林先生) (“**Mr. Wang**”), aged 47, has been the general manager, director and vice chairman of Hui An China General since February 2006. Mr. Wang became an assistant engineer in June 2000.

Mr. Wang Jingdong (汪敬東先生) (“**Mr. Wang**”), aged 44, has been the deputy general manager of Hui An China General since February 2006. Mr. Wang obtained a bachelor’s degree majoring in industrial and civil constructions from Fuzhou University (福州大學) in June 1994. Mr. Wang has become a senior engineer in June 2006 and a certified grade one constructor in July 2006.

Mr. Lin Jingfeng (林景峰先生) (“**Mr. Lin**”), aged 45, has been the assistant general manager of Hui An China General since February 2006. Mr. Lin obtained a degree majoring in marketing and accounting from Huaqiao University (華僑大學) in July 1992.

COMPANY SECRETARY

Mr. Wong Kin Tak (黃健德先生) (“**Mr. Wong**”), aged 43, will be appointed as the company secretary of the Company immediately following completion of the Acquisition. Mr. Wong will be responsible for the secretarial affair of the Enlarged Company.

Mr. Wong is a member of Hong Kong Institute of Certified Public Accountants and Association of Chartered Certified Accountants. Currently, Mr. Wong is a director of Now Consulting Limited, which is a business consultant and corporate service provider in Hong Kong. From February 2011 to November 2012, Mr. Wong was the financial controller and assistant company secretary of China Paper Holdings Limited, the shares of which are listed on the Singapore Exchange Limited. From November 2009 to February 2011, he was a senior consultant of Zhongxi Certified Public Accountants Co., Ltd (中喜會計師事務所), which is an accounting firm in the PRC. From May 2003 to September 2009, Mr. Wong was the financial controller and joint company secretary of Beauty China Holdings Limited, the shares of which are listed on the Singapore Exchange Limited. From October 2001 to June 2002, Mr. Wong was the financial controller and company secretary of Natural Beauty Bio-Technology Limited, the shares of which are listed on the Stock Exchange (stock code: 157). Mr. Wong graduated from Hong Kong Baptist University with a Bachelor’s degree of business administration (Hons) in Accounting.

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BOARD COMMITTEES

The proposed Directors will replace the existing Directors to form four Board committees for the Enlarged Group immediately after Resumption. The table below set out the membership information of these committees on which each proposed Director serves:

Board Committee Director	Audit Committee	Remuneration Committee	Nomination Committee	Compliance Committee
<i>Chairman and Executive Director</i>				
Mr. Shie Tak Chung		M	C	
<i>Executive Directors</i>				
Mr. Tsoi Kin Sze				
Mr. Wu Zhisong				
Mr. Lee Lit Mo Johnny				M
<i>Independent Non-executive Directors</i>				
Mr. Ma Sai Yam	M	C	M	C
Mr. Zhang Senquan	C	M	M	M
Mr. Wang Yiming	M			

Notes:

C Chairman of the relevant Board committees

M Member of the relevant Board committees

Audit Committee

The Company will establish an audit committee of the Company (the “**Audit Committee**”) upon completion of the Acquisition with written terms of reference in compliance with Rule 3.21 of the Listing Rules and the Corporate Governance Code (the “**CG Code**”) as set out in Appendix 14 to the Listing Rules. The primary duties of the Audit Committee are to review and supervise the financial reporting process and internal control system of the Enlarged Group and to review the Company’s interim and annual reports and financial statements. The audit committee of the Company will consist of Mr. Ma Sai Yam, Mr. Wang Yiming and Mr. Zhang Senquan and will be chaired by Mr. Zhang Senquan. All of them are proposed independent non-executive Directors.

Nomination Committee

The Company will establish a nomination committee of the Company (the “**Nomination Committee**”) upon completion of the Acquisition with written terms of reference in compliance with the CG Code. The primary function of the Nomination Committee is to make recommendations to the Board on potential candidates to fill vacancies on or additional appointment to the Board and for senior management positions. Nominations of directors and

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senior management candidates by the nomination committee are based on considerations such as vacancy available, the candidate's competence and experience, possession of requisite skills and qualifications, independence and integrity. The Nomination Committee will consist of Mr. Ma Sai Yam, Mr. Shie Tak Chung and Mr. Zhang Senquan and will be chaired by Mr. Shie Tak Chung, proposed Chairman of the Board and a proposed executive Director.

Remuneration Committee

The Company will establish a remuneration committee of the Company (the "**Remuneration Committee**") upon completion of the Acquisition with written terms of reference in compliance with the Rule 3.25 of the Listing Rules and CG Code. The primary duties of the Remuneration Committee are to determine the specific remuneration packages of all executive Directors and senior management of the Company, including benefits-in-kind, pension rights and compensation payments, and to advise the Board on the remuneration of the non-executive Directors. In developing remuneration policies and making recommendation as to the remuneration of the Directors and senior management of the Company, the Remuneration Committee will take into account the performance of the Enlarged Group as well as individual Directors and senior management of the Company. The Remuneration Committee will consist of Mr. Ma Sai Yam, Mr. Shie Tak Chung and Mr. Zhang Senquan and will be chaired by Mr. Ma Sai Yam, a proposed independent non-executive Director.

Compliance Committee

The Company will establish a compliance committee of the Company (the "**Compliance Committee**") upon completion of the Acquisition with written terms of reference. The primary duties of the Compliance Committee is to review and monitor the legal and compliance aspects of the Enlarged Group to ensure that the Enlarged Group is in compliance with all applicable laws and regulations. The Compliance Committee will comprise Mr. Ma Sai Yam, Mr. Lee Lit Mo Johnny and Mr. Zhang Senquan. Mr. Ma Sai Yam, a proposed independent non-executive Director, will be the chairman of the Compliance Committee.

REMUNERATION POLICY

It is expected that, upon completion of the Acquisition, the Enlarged Group will be able to offer competitive remuneration packages to the proposed Directors and senior management of the Company including discretionary bonus, retirement scheme benefits and share options are structured to commensurate with their individual job duties, qualifications, performance and years of experience.

TRAINING FOR DIRECTORS

Pursuant to the revised CG Code which has come into effect since 1 April 2012, the proposed Directors have participated in continuous professional development to develop and refresh their knowledge and skills to ensure that their contribution to the Board remains informed and relevant and ensure they keep abreast of the changes in the applicable laws and regulations and the overall development of the operations of the Company.

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COMPLIANCE ADVISER

The Company has appointed Cinda International Capital Limited as its compliance adviser on 23 October 2014 pursuant to Rule 3A.19 of the Listing Rules. Pursuant to Rule 3A.23 of the Listing Rules, the compliance adviser will advise the Company, among others, at the following circumstances:

- (i) before the publication of any regulatory announcement, circular or financial report;
- (ii) where a transaction, which might be a notifiable or connected transaction, is contemplated including share issues and share repurchases; and
- (iii) where the Stock Exchange makes an inquiry of the Company regarding unusual movements in the price or trading volume of the Shares.

The term of the appointment will commence on the date of Resumption and end on the date on which the Company sends its financial results as required under Rule 13.46 of the Listing Rules for the first full financial year commencing after Resumption.