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品牌中国
BRANDING CHINA

Branding China Group Limited
品牌中國集團有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 863)

RESIGNATION OF DIRECTORS
RESIGNATION OF CHAIRMAN
APPOINTMENT OF CHIEF EXECUTIVE OFFICER
AND
CHANGE OF COMPOSITION OF BOARD COMMITTEES

RESIGNATION OF DIRECTORS

The board (the “**Board**”) of directors (the “**Director(s)**”) of Branding China Group Limited (the “**Company**”), hereby announces that Mr. Fan Youyuan, Mr. Patrick Zheng, Mr. Huang Wei and Mr. Song Yijun have resigned as the executive Directors and Mr. Lin Zhiming and Ms. Hsu Wai Man, Helen have resigned as independent non-executive Directors with effect from 3 May 2018 (after trading hours) due to the change in control of the Company.

Each of the above Directors has confirmed that (i) he/she has no claim against the Company in respect of his/her resignation; (ii) he/she has no disagreement with the Board; and (iii) there are no other matters in relation to his/her resignation that needs to be brought to the attention of the Stock Exchange and the Shareholders.

The Company would like to take this opportunity to express its sincere gratitude to all of the above Directors for their contributions to the Company during the tenure of office.

RESIGNATION OF CHAIRMAN

With effect from 3 May 2018 (after trading hours), Mr. Fang Bin has resigned as the chairman of the Company but remains as an executive Director.

APPOINTMENT OF CHIEF EXECUTIVE OFFICER

With effect from 3 May 2018 (after trading hours), Mr. Lo Ken Bon (“**Mr. Lo**”), currently an executive Director, is appointed as the Chief Executive Officer of the Company. Mr. Lo’s biography was set out in the announcement of the Company dated 16 April 2018.

CHANGE OF COMPOSITION OF BOARD COMMITTEES

Following the resignation of those Directors mentioned herein, the respective composition of the board committees has been changed as follows:

- (1) Ms. Hsu Wai Man, Helen has resigned as the chairman of the audit committee of the Company (the “**Audit Committee**”) and Mr. Lin Zhiming has resigned as a member. Mr. Chau Shing Yim, David has been appointed as the chairman of the Audit Committee and Mr. Chia Kee Loong, Lawrence has been appointed as a member. The Audit Committee now comprises Mr. Chau Shing Yim, David (as chairman), Mr. Chia Kee Loong, Lawrence and Mr. Zhou Ruijin.
- (2) Mr. Zhou Ruijin has resigned as the chairman of the remuneration committee of the Company (the “**Remuneration Committee**”), and Mr. Lin Zhiming and Ms. Hsu Wai Man, Helen have resigned as the members of the Remuneration Committee. Mr. Chau Shing Yim, David has been appointed as the chairman of the Remuneration Committee, and Mr. Lo and Mr. Chia Kee Loong, Lawrence have been appointed as the members.
- (3) Mr. Zhou Ruijin has resigned as the chairman of the nomination committee of the Company (the “**Nomination Committee**”), and Mr. Lin Zhiming and Ms. Hsu Wai Man, Helen have resigned as the members. Mr. Lo has been appointed as the chairman of the Nomination Committee, and Mr. Chau Shing Yim, David and Mr. Chia Kee Loong, Lawrence have been appointed as the members.

By order of the Board
Branding China Group Limited
Lo Ken Bon
Executive Director

Hong Kong, 3 May 2018

As at the date of this announcement, the executive Directors are Mr. Lo Ken Bon, Mr. Ko Chun Shun, Johnson and Mr. Fang Bin, and the independent non-executive Directors are Mr. Chau Shing Yim, David, Mr. Chia Kee Loong, Lawrence and Mr. Zhou Ruijin.