#### THIS CIRCULAR IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION

If you are in any doubt as to any aspect of this circular or as to the action to be taken, you should consult your licensed securities dealer or registered institution in securities, bank manager, solicitor, professional accountant or other professional adviser.

If you have sold or transferred all your shares in Tang Palace (China) Holdings Limited, you should at once hand this circular and the accompanying form of proxy to the purchaser or the transferee or to the bank, licensed securities dealer or registered institution in securities or other agent through whom the sale or the transfer was effected for onward transmission to the purchaser or the transferee.

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this circular, 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 contents of this circular.



(Incorporated in the Cayman Islands with limited liability)
(Stock Code: 1181)

# PROPOSED BONUS ISSUE OF SHARES AND NOTICE OF EXTRAORDINARY GENERAL MEETING

Capitalised terms used on this cover shall have the same meanings as those defined in this circular unless the context requires otherwise.

A notice convening the EGM of the Company to be held at 2/F, The L. Place, 139 Queen's Road Central, Central, Hong Kong, Hong Kong on Tuesday, 26 September 2017 at 4:00 p.m. is set out on pages 11 to 13 of this circular. A form of proxy is enclosed with this circular. Whether or not you are able to attend the EGM in person, please complete and return the enclosed form of proxy in accordance with the instructions printed thereon to the Company's branch share registrar in Hong Kong, Tricor Investor Services Limited at Level 22, Hopewell Centre, 183 Queen's Road East, Hong Kong as soon as possible, but in any event not less than 48 hours before the time appointed for holding such meeting or any adjourned meeting. Completion and return of the form of proxy will not preclude you from attending and voting in person at the EGM or any adjournment thereof, should you so wish.

# **CONTENTS**

	Page
DEFINITIONS	1
EXPECTED TIMETABLE	3
LETTER FROM THE BOARD	5
NOTICE OF EXTRAORDINARY GENERAL MEETING	11

## **DEFINITIONS**

In this circular, the following expressions have the following meanings unless the context specifies otherwise:

specifies office wise.	
"Board"	the board of Directors of Tang Palace (China) Holding Limited
"Bonus Issue"	the proposed allotment and issue of Bonus Shares to the Qualifying Shareholders whose names appear on the register of members of the Company on the Record Date on the basis of one (1) Bonus Share for every four (4) existing Shares held by the Qualifying Shareholders
"Bonus Share(s)"	the new Shares to be allotted and issued by way of Bonus Issue by the Company as described in this circular
"CCASS"	Central Clearing and Settlement System established and operated by HKSCC
"Company"	Tang Palace (China) Holdings Limited, a company incorporated in the Cayman Islands with limited liability and the shares of which are listed on the Main Board of the Stock Exchange (Stock Code: 1181)
"Director(s)"	director(s) of the Company
"EGM"	the extraordinary general meeting of the Company to be convened and held on Tuesday, 26 September 2017 for the Shareholders to consider and approve the Bonus Issue
"Group"	the Company and its subsidiaries
"HKSCC"	Hong Kong Securities Clearing Company Limited
"Hong Kong"	the Hong Kong Special Administrative Region of the People's Republic of China
"Latest Practicable Date"	4 September 2017, being the latest practicable date prior to the printing of this circular for ascertaining certain information in this circular
"Listing Committee"	has the meaning ascribed to it under the Listing Rules
"Listing Rules"	the Rules Governing the Listing of Securities on the Stock Exchange
"Non-qualifying Shareholders"	Overseas Shareholder(s) who is (are) excluded from participating in the Bonus Issue, details of which have been included in the paragraph under the heading of the "Overseas Shareholders" in this circular

# **DEFINITIONS**

"Overseas Shareholders"	Shareholder(s) whose name(s) appear(s) on the register of members of the Company on the Record Date and whose address(es) as shown in the register of members of the Company on that date is(are) outside Hong Kong
"Qualifying Shareholders"	holders of Shares, not being Non-qualifying Shareholders, whose addresses as shown on the register of members of the Company on the Record Date and are entitled to the Bonus Issue
"Record Date"	Wednesday, 4 October 2017, being the date for ascertaining and determining the entitlement of the Shareholders to the Bonus Issue
"Share(s)"	ordinary issued share(s) of HK\$0.1 each in the share capital of the Company
"Share Registrar"	Tricor Investor Services Limited, the branch share registrar and transfer office of the Company in Hong Kong
"Shareholder(s)"	the holder(s) of the Shares
"Stock Exchange"	The Stock Exchange of Hong Kong Limited
"HK\$"	Hong Kong dollars, the lawful currency of Hong Kong

# **EXPECTED TIMETABLE**

The expected timetable for the proposed Bonus Issue is set out below:

EVENTS 2017
Despatch of circular and notice of the EGM Thursday, 7 September
Latest time for the lodging transfer of Shares for entitlement to attend and vote at the EGM 4:30 p.m.,  Tuesday, 19 September
Closure of register of members of the Company for determining the identity of the Shareholders who are entitled to attend and vote at the EGM From Wednesday, 20 September to Tuesday, 26 September (both days inclusive)
Latest time for lodging the proxy form for the EGM 4:00 p.m., Sunday, 24 September
Date and time of the EGM
Publication of poll results announcement of the EGM Tuesday, 26 September
The following events are conditional on the fulfilment of the conditions for the implementation of the proposed Bonus Issue:
Last day of dealings in Shares on a cum-entitlement basis relating to the Bonus Issue
First day of dealings in Shares on an ex-entitlement basis in relating to the Bonus Issue
Latest time for lodging transfers of Shares for registration in order to qualify for the Bonus Issue 4:30 p.m., Friday, 29 September
Closure of register of members of the Company for determining entitlement to the Bonus Issue From Tuesday, 3 October to Wednesday, 4 October (both days inclusive)
Record Date for determination of entitlement to the Bonus Shares

### **EXPECTED TIMETABLE**

EVENTS 2017
Register of members of the Company re-opens Friday, 6 October
Certificates of the Bonus Shares to be despatched On or before Tuesday, 10 October
Dealings in Bonus Shares commence

All times and dates in this circular refer to Hong Kong local times and dates. Dates or deadlines specified in the expected timetable above and elsewhere in this circular are indicative only and may be extended or varied by the Company. Any change to the expected timetable will be published or notified to the Shareholders as and when appropriate.



TANG PALACE (CHINA) HOLDINGS LIMITED

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1181)

#### **Executive Directors:**

Mr. YIP Shu Ming (Chairman)

Mr. CHAN Man Wai (Vice-Chairman)

Mr. KU Hok Chiu

Ms. WENG Peihe (Chief Executive Officer)

#### **Independent non-executive Directors:**

Mr. KWONG Chi Keung

Mr. KWONG Ping Man

Mr. CHEUNG Kin Ting Alfred

### Registered office:

Cricket Square, Hutchins Drive

P.O. Box 2681

Grand Cayman KY1-1111

Cayman Islands

# Head office and principal place of business in Hong Kong:

Unit 3, 10th Floor

Greenfield Tower, Concordia Plaza

No. 1 Science Museum Road

Kowloon

Hong Kong

7 September 2017

To the Shareholders

Dear Sirs or Madams,

# PROPOSED BONUS ISSUE OF SHARES AND NOTICE OF EXTRAORDINARY GENERAL MEETING

#### **INTRODUCTION**

Reference is made to the announcement of the Company dated 28 August 2017 in relation to the proposed Bonus Issue.

The purpose of this circular is to provide you with further details of the Bonus Issue and to give you notice of the EGM, at which ordinary resolution on the Bonus Issue will be proposed for consideration.

#### PROPOSED BONUS ISSUE

On 28 August 2017, the Board recommended the Bonus Issue to the Qualifying Shareholders whose names appear on the register of members of the Company on the Record Date on the basis of one (1) Bonus Share for every four (4) existing Shares held by the Qualifying Shareholders, subject to the approval by the Shareholders at the EGM.

Details of the Bonus Issue are set out below.

#### **Basis of Bonus Issue**

Subject to the conditions set out under the paragraph headed "Conditions of the Bonus Issue" below having been fulfilled, the Bonus Shares will be issued and credited as fully paid at par on the basis of one (1) Bonus Share for every four (4) existing Shares held by the Qualifying Shareholders whose names appear on the register of members of the Company on the Record Date.

On the basis of 425,349,000 existing Shares in issue as at the Latest Practicable Date, and (i) assuming no further Shares will be issued or repurchased on or before the Record Date; and (ii) there are no Non-qualifying Shareholders, it is anticipated that a total of 106,337,250 Bonus Shares credited as fully paid at par will be allotted and issued under the Bonus Issue and the amount of HK\$10,633,725 would be capitalised from the share premium account of the Company. After the completion of the Bonus Issue, there will be a total of 531,686,250 Shares in issue as enlarged by the allotment and issue of the Bonus Shares.

The actual number of Bonus Shares to be issued under the Bonus Issue will only be capable of determination after the Record Date.

#### Record Date and Closure of Register of Members

Subject to the conditions set out under the paragraph headed "Conditions of the Bonus Issue" below having been fulfilled, the Bonus Shares will be issued to the Qualifying Shareholders. Arrangement for the Non-qualifying Shareholders are further elaborated below under the paragraph headed "Overseas Shareholders". The Company proposed to hold the EGM to approve the Bonus Issue on Tuesday, 26 September 2017. The register of members of the Company will be closed from Wednesday, 20 September 2017 to Tuesday, 26 September 2017 (both days inclusive), during which no transfer of Shares will be registered. In order to qualify for attendance of and voting at the EGM, all completed share transfer documents together with the relevant share certificates must be lodged with the Company's branch share registrar in Hong Kong, Tricor Investor Services Limited at Level 22, Hopewell Centre, 183 Queen's Road East, Hong Kong no later than 4:30 p.m. on Tuesday, 19 September 2017.

For the purpose of determining the entitlement of the Shareholders under the Bonus Issue, the register of members of the Company will also be closed from Tuesday, 3 October 2017 to Wednesday, 4 October 2017 (both days inclusive), during which no transfer of Shares will be registered.

In order to qualify for the Bonus Issue, non-registered Shareholders should ensure that Share transfer documents together with the relevant share certificates must be lodged with the Company's branch share registrar in Hong Kong, Tricor Investor Services Limited at Level 22, Hopewell Centre, 183 Queen's Road East, Hong Kong no later than 4:30 p.m. on Friday, 29 September 2017.

#### **Overseas Shareholders**

If, as at the close of business on the Record Date, a Shareholder's address as recorded on the register of members of the Company is in a place outside Hong Kong, the Board will make enquiries as to whether the Bonus Issue to the Overseas Shareholders may contravene the applicable securities legislation of the relevant overseas places or the requirements of the relevant regulatory body or stock exchange. If, after making such enquiry, the Board is of the opinion that there is no legal restriction(s) under the laws of the relevant place or any requirement of the relevant regulatory body or stock exchange in that place, such Overseas Shareholders will be permitted to participate in the Bonus Issue. If, however, after making such enquiry, the Board is of the opinion that it would be necessary or expedient, on account either of the legal restriction(s) under the laws of the relevant place or any requirement of the relevant regulatory body or stock exchange in that place, not to offer to such Overseas Shareholders, no issue of the Bonus Shares will be made to such Overseas Shareholders, and they will be treated as Non-qualifying Shareholders.

Overseas Shareholders receiving a copy of the circular concerning the Bonus Issue may not treat the same as an invitation to participate in the Bonus Issue unless such invitation could lawfully be made to him/her/it without having to comply with any registration or other legal requirements in the relevant territory.

In circumstances where any Overseas Shareholders are not permitted to participate in the Bonus Issue, arrangements will then be made for the Bonus Shares which would otherwise have been issued to the Non-qualifying Shareholder(s), if any, to be sold in the market as soon as practicable after dealings in the Bonus Shares has commenced, if a premium, net of expenses, can be obtained. Any proceeds of such sale, after deduction of expenses, of HK\$100 or more will be distributed in Hong Kong dollars to the relevant Non-qualifying Shareholders and remittances will be posted to them, at their own risk. If the amount falling to be distributed to any such person is less than HK\$100, it will be retained for the benefit of the Company.

All Shareholders residing outside Hong Kong are strongly recommended that they should consult their bankers, brokers or other professional advisers as to whether any governmental or other consents are required or other formalities need to be observed to enable them to receive the Bonus Shares.

#### **Status of Bonus Shares**

The Bonus Shares, upon issued, will rank *pari passu* in all respects with the Shares then in issue, including the entitlement to receive dividends and other distributions the record date for which is on or after the date of allotment and issue of those Bonus Shares.

#### Fraction of Bonus Shares and odd lots arrangement

The total number of Bonus Shares to be issued to any Shareholders will be rounded down to a whole number if there are any fractional entitlements of the Bonus Shares. Such fractional entitlements arising from the Bonus Issue (if any) will not be issued to the Shareholders, but will be aggregated and sold for the benefit of the Company.

The Bonus Shares issued under the Bonus Issue may be allotted in odd lots (of less than a board lot of 2,000 Shares). The scale of the Bonus Issue is not significant and therefore no special dealing arrangements will be put in place by the Company to facilitate the trading or disposal of the Bonus Shares issued in odd lots. The Qualifying Shareholders should be aware that odd lots usually trade at a discount to the price of the whole board lots.

#### **Conditions of the Bonus Issue**

The Bonus Issue is conditional upon:

- (i) the passing of an ordinary resolution by the Shareholders at the EGM approving the Bonus Issue;
- (ii) the Listing Committee granting the listing of, and permission to deal in, the Bonus Shares; and
- (iii) compliance with the relevant statutory procedures and requirements (if any) under the laws of the Cayman Islands and articles of association of the Company to effect the Bonus Issue.

#### **Application for Listing**

An application has been made by the Company to the Listing Committee for the listing of, and permission to deal in, the Bonus Shares. Apart from making listing application to the Listing Committee, the Board does not propose to make application to any other stock exchanges for the listing of, and permission to deal in, the Bonus Shares. No new class of securities is to be listed pursuant to the Bonus Issue and that all necessary arrangements will be made to enable the Bonus Shares to be admitted into the CCASS.

#### Certificates for the Bonus Shares

It is expected that certificates for the Bonus Shares (which are not renounceable) will be posted by ordinary mail on or before Tuesday, 10 October 2017, after all the conditions having been fulfilled, at the risk of the Shareholders entitled thereto to their respective addresses shown on the register of members of the Company on the Record Date. In the case of a joint holding, the share certificates for the Bonus Shares will be posted to the address of the person whose name stands first on the register of members of the Company on the Record Date. Dealings in the Bonus Shares are expected to commence on Wednesday, 11 October 2017.

Each Shareholder will receive one Share certificate for all the Bonus Shares issued and allotted to him/her/it.

#### Reasons for the Bonus Issue

In recognition of the recent substantial increase in net profits for the relevant period and to encourage the Shareholders to continue to support the Company's future development by rewarding the Shareholders and sharing with them the positive results of the Company, the Board decided to propose the Bonus Issue, which will enable the Qualifying Shareholders to enjoy a pro-rata increase in number of shares being held by them in the Company without their incurring of any significant cost. The Board expects the Bonus Issue will motivate the Qualifying Shareholders continue to participate in the future growth and development of the Company. The Company as a whole, on the other hand, could benefit from the increased liquidity in the Shares by increasing the number of Shares that will be in issue, actual liquidity prospects will depend upon the extent of trading in the Bonus Shares.

#### **Trading Arrangements**

There will not be any change to the board lot size of the Shares.

Application has been made to the Listing Committee of the Stock Exchange for listing of and permission to deal in the Bonus Shares. Subject to the granting of the listing of, and permission to deal in, the Bonus Shares on the Stock Exchange as well as compliance with the stock admission requirements of HKSCC, the Bonus Shares will be accepted as eligible securities by HKSCC for deposit, clearance and settlement in CCASS with effect from the date on which dealings in the Bonus Shares commence on the Stock Exchange or such other date as shall be determined by HKSCC. All activities under CCASS are subject to the General Rules of CCASS and CCASS Operational Procedures in effect from time to time.

The Shares are not listed or dealt in on any stock exchange other than the Stock Exchange. The Directors do not intend to apply for listing of or permission to deal in the Bonus Shares on any stock exchange other than the Stock Exchange. Shareholders will receive one share certificate for all the Bonus Shares allotted to under the Bonus Issue.

Stamp duty in Hong Kong will be payable in respect of dealings in the Bonus Shares.

#### **EGM**

The notice convening the EGM is set out on pages 11 to 13 of this circular. An ordinary resolution on the Bonus Issue will be proposed to consider.

As at the Latest Practicable Date and to the best knowledge, belief and information of the Directors having made all reasonable enquiries, no Shareholder is required to abstain from voting on the resolution to approve the Bonus Issue at the EGM.

A form of proxy for use at the EGM is enclosed with this circular. Whether or not you are able to attend the EGM in person, you are advised to read the notice and to complete, sign and return the accompanying form of proxy in accordance with the instructions printed thereon to the Company's Share Registrar as soon as possible, and in any event not less than 48 hours before the time of the EGM or any adjournment thereof. Completion and return of the form of proxy will not preclude you from attending and voting in person at the EGM or any adjournment thereof should you so wish and in such event, the form of proxy shall be deemed to be revoked.

#### **VOTING BY POLL AT THE EGM**

Pursuant to Rule 13.39(4) of the Listing Rules, any vote of the Shareholders at a general meeting of the Company must be taken by way of a poll except where the chairman, in good faith, decides to allow a resolution which relates purely to a procedural or administrative matter to be voted on by a show of hands. Accordingly, the resolution to be considered and, if thought fit, passed at the EGM will be voted by way of a poll by the Shareholders. The Company will announce the results of the poll in the manner prescribed under Rule 13.39(5) of the Listing Rules.

#### RESPONSIBILITY STATEMENT

This circular, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the Listing Rules for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that to the best of their knowledge and belief the information contained in this circular is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this circular misleading.

#### RECOMMENDATION

The Directors consider that the ordinary resolution in respect of the proposed Bonus Issue is in the best interests of the Company and the Shareholders as a whole and recommend the Shareholders to vote in favour of such resolutions at the EGM.

By Order of the Board

Tang Palace (China) Holdings Limited

YIP Shu Ming

Chairman

#### NOTICE OF EXTRAORDINARY GENERAL MEETING



TANG PALACE (CHINA) HOLDINGS LIMITED

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1181)

#### NOTICE OF EXTRAORDINARY GENERAL MEETING

**NOTICE IS HEREBY GIVEN** that the extraordinary general meeting (the "EGM") of Tang Palace (China) Holdings Limited (the "Company") will be held at 4:00 p.m. on Tuesday, 26 September 2017 at 2/F, The L. Place, 139 Queen's Road Central, Central, Hong Kong for the purpose of considering and, if thought fit, passing with or without amendments, the following resolution of the Company as an ordinary resolution of the Company:

#### **ORDINARY RESOLUTION**

#### "THAT

(A) conditional upon the listing committee of The Stock Exchange of Hong Kong Limited (the "Stock Exchange") granting listing of, and permission to deal in, the new shares of HK\$0.1 each of Tang Palace (China) Holdings Limited (the "Company") to be issued pursuant to this resolution, an appropriate amount standing to the credit of the share premium account of the Company be capitalised to pay up in full at par, such number of new shares of HK\$0.1 each of the Company which is equal to one-fourth of the total number of the issued shares in the Company (the "Bonus Share(s)") on Wednesday, 4 October 2017 ("Record Date") and which shall be allotted and issued credited as fully paid to and among the shareholders of the Company whose names are on the register of members of the Company at the close of business on the Record Date on the basis of one (1) Bonus Share for every four (4) ordinary shares of HK\$0.1 each in the Company (the "Shares") held by such shareholders of the Company on the Record Date (the "Bonus Issue"), other than those shareholders (the "Non-Qualifying Shareholders") whose addresses as shown on the register of members of the Company at the close of business on the Record Date are in jurisdiction outside Hong Kong and in respect of whom the directors of the Company (the "Directors") consider the exclusion from the Bonus Issue to be necessary or expedient in accordance with the Rules Governing the Listing of Securities on the Stock Exchange and the memorandum and articles of association of the Company;

#### NOTICE OF EXTRAORDINARY GENERAL MEETING

- (B) the Bonus Shares to be allotted and issued pursuant to Resolution (A) shall rank pari passu in all respects with the existing issued Shares and that the Directors and/or the company secretary of the Company be and are hereby authorised to deal with any fractions arising from the Bonus Issue including, without limitation, the aggregation and the sale of the Bonus Shares representing such fractions and to retain the net proceeds for the benefit of the Company;
- (C) the Directors and/or the company secretary of the Company be and are hereby authorized to arrange for the Bonus Shares which would otherwise have been issued to the Non-Qualifying Shareholders, if any, to be sold in the market as soon as practicable after dealing in the Bonus Shares has commenced, and distribute the net proceeds of sale, after deduction of expenses, in Hong Kong dollars to the Non-Qualifying Shareholders, if any, pro rata to their respective shareholdings and to post to them the remittances therefor at their own risk, unless the amount to be distributed to any such persons is less than HK\$100, in which case the Directors and/or the company secretary of the Company be and are hereby authorized to retain such amount for the benefit of the Company; and
- (D) the Directors and/or the company secretary of the Company be and are hereby authorised to do all acts and things as may be necessary and expedient in connection with the Bonus Issue and/or the issue of the Bonus Shares."

By Order of the Board

Tang Palace (China) Holdings Limited

YIP Shu Ming

Chairman

Hong Kong, 7 September 2017

Head office and principal place of business in Hong Kong:
Unit 3, 10th Floor
Greenfield Tower
Concordia Plaza,
No. 1 Science Museum Road
Kowloon
Hong Kong

#### NOTICE OF EXTRAORDINARY GENERAL MEETING

#### **Notes:**

- 1. A member of the Company entitled to attend and vote at the above meeting (or at any adjournment thereof) is entitled to appoint in written form one or more proxies to attend and vote instead of him. A proxy need not be a member of the Company.
- 2. In the case of joint holders of Shares, any one of such joint holders may vote, either in person or by proxy, in respect of such Shares as if he/she were solely entitled thereto, but if more than one of such joint holders are present at the above meeting (or at any adjournment thereof), whether in person or by proxy, then one of the said persons so present whose name stands first on the register of members of the Company in respect of such Shares shall alone be entitled to vote in respect thereof.
- 3. To be valid, a proxy form and the power of attorney or other authority, if any, under which it is signed or a notarially certified copy of such power or authority must be deposited at Tricor Investor Services Limited, the branch share registrar and transfer office (the "Hong Kong Share Registrar") of the Company in Hong Kong, at Level 22, Hopewell Centre, 183 Queen's Road East, Hong Kong, not less than 48 hours before the time fixed for holding the above meting or any adjournment thereof.
- 4. To ascertain shareholders' eligibility to attend and vote at the meeting, the register of members of the Company will be closed from Wednesday, 20 September 2017 to Tuesday, 26 September 2017, both dates inclusive, during which no share transfers will be effected. In order to qualify to attend and vote at the meeting, all completed transfer forms accompanied by the relevant share certificates must be lodged with the Hong Kong Share Registrar not later than 4:30 p.m. on Tuesday, 19 September 2017.
- 5. To ascertain the entitlement of the Shareholders to the Bonus Issue (if approved in EGM), the register of members of the Company will also be closed from Tuesday, 3 October 2017 to Wednesday, 4 October 2017, both days inclusive, during which no transfer of Shares will be registered. In order to qualify for the Bonus Issue, non-registered Shareholders should ensure that Share transfer documents together with the relevant share certificates must be lodged with the Company's branch share registrar in Hong Kong, Tricor Investor Services Limited at Level 22, Hopewell Centre, 183 Queen's Road East, Hong Kong no later than 4:30 p.m. on Friday, 29 September 2017.
- 6. Delivery of an instrument appointing a proxy should not preclude a member from attending and voting in person at the above meeting or any adjournment thereof and in such event, the instrument appointing a proxy shall be deemed to be revoked.
- 7. The translation into Chinese language of this notice is for reference only. In case of any inconsistency, the English version shall prevail.
- 8. As at the date of this notice, the executive Directors of the Company are Mr. YIP Shu Ming, Mr. CHAN Man Wai, Mr. KU Hok Chiu and Ms. WENG Peihe; and the independent non-executive Directors of the Company are Mr. KWONG Chi Keung, Mr. KWONG Ping Man and Mr. CHEUNG Kin Ting Alfred.