

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



VALUE PARTNERS GROUP LIMITED

惠理集團有限公司

(incorporated in the Cayman Islands with limited liability)

(Stock Code: 806)

CHANGE OF INDEPENDENT NON-EXECUTIVE DIRECTOR, CHAIRMAN OF THE AUDIT COMMITTEE, AND MEMBER OF THE NOMINATION COMMITTEE AND THE REMUNERATION COMMITTEE

The Board announces that with effect from 14 August 2018,

- (a) Mr. Lee Siang Chin has tendered his resignation as an independent non-executive Director, the chairman of the Audit Committee and a member of the Nomination Committee and the Remuneration Committee; and
- (b) Mr. Wong Poh Weng has been appointed as an independent non-executive Director, the chairman of the Audit Committee and a member of the Nomination Committee and the Remuneration Committee.

RESIGNATION OF MR. LEE SIANG CHIN

The board (the “**Board**”) of directors (the “**Directors**”) of Value Partners Group Limited (the “**Company**”) announces that Mr. Lee Siang Chin (“**Mr. Lee**”) has tendered his resignation as an independent non-executive Director, the chairman of the audit committee (the “**Audit Committee**”) and a member of the nomination committee (the “**Nomination Committee**”) and the remuneration committee (the “**Remuneration Committee**”) of the Company with effect from 14 August 2018, as he wishes to retire from all external commitments.

Mr. Lee has confirmed that there is no disagreement between him and the Board and there is no matter relating to his resignation which needs to be brought to the attention of shareholders of the Company and The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”).

The Board would like to express its gratitude to Mr. Lee for his valuable contribution to the Company since our listing on the Stock Exchange in 2007.

APPOINTMENT OF MR. WONG POH WENG

The Board is pleased to announce that Mr. Wong Poh Weng (“**Mr. Wong**”) has been appointed as an independent non-executive Director, the chairman of the Audit Committee and a member of the Nomination Committee and the Remuneration Committee with effect from 14 August 2018.

Mr. Wong Poh Weng, aged 66, has over 40 years of experience in professional accounting firms. He joined Coopers & Lybrand, London in 1972 after graduation (BSc, University of Essex, United Kingdom), qualified as a Chartered Accountant in 1976 and was seconded to Coopers and Lybrand Hong Kong in 1978. Mr. Wong became a partner of RSM Hong Kong in 1986 and has served in various capacities in the RSM International Network. He is currently the chairman of RSM Hong Kong, the chairman of the RSM Asia Pacific Executive Committee and a member of the RSM International Board of Directors. Mr. Wong has been a fellow member of the Hong Kong Institute of Certified Public Accountants since 1986 and a fellow member of the Institute of Chartered Accountants in England and Wales since 1983.

Mr. Wong has entered into a letter of appointment with the Company in respect of his appointment for a term starting from the date hereof to the conclusion of the next annual general meeting of the Company, which may be terminated by either party by giving at least three month’s prior notice in writing. Pursuant to the Company’s articles of association, Mr. Wong is subject to re-election at the first general meeting of the Company after his appointment, and in the case that he is re-elected, then he is subject to retirement by rotation and re-election at annual general meetings of the Company in accordance with the terms of the Company’s articles of association.

Upon the appointment of Mr. Wong as an independent non-executive Director, he will be entitled to receive a fee of HK\$360,000 per annum, accrued on a day to day basis and payable in one lump sum in arrears. He is also eligible to participate in the share option scheme of the Company. The emoluments of Mr. Wong have been approved, and are subject to annual review, by the Remuneration Committee, with reference to prevailing market conditions and to his duties and responsibilities at the Company.

Save as disclosed above, as at the date of this announcement, Mr. Wong (i) does not hold any position with the Company or its subsidiaries; (ii) has not held any directorships in other listed public companies in the past three years; (iii) does not have any relationships with any Directors, senior management, substantial or controlling shareholders (as defined in the Rules Governing the Listing of Securities on the Stock Exchange (the “**Listing Rules**”)) of the Company; and (iv) does not have any interest in the shares or underlying shares in the Company within the meaning of Part XV of the Securities and Futures Ordinance, Chapter 571 of the Laws of Hong Kong. There is no other matter in relation to the appointment of Mr. Wong that needs to be brought to the attention of shareholders of the Company and there is no other information relating to Mr. Wong which is required to be disclosed pursuant to Rule 13.51(2)(h) to (v) of the Listing Rules. Mr. Wong has confirmed that he meets the independence criteria as set out in Rule 3.13 of the Listing Rules.

The Board would like to take this opportunity to express its warmest welcome to Mr. Wong for joining the Board.

By Order of the Board
Value Partners Group Limited
CHEUNG Kwong Chi, Aaron
Company Secretary

Hong Kong, 14 August 2018

As of the date of this Announcement, our Directors are Dato' Seri Cheah Cheng Hye, Mr. So Chun Ki Louis, Dr. Au King Lun and Ms. Hung Yeuk Yan Renee as Executive Directors and Dr. Chen Shih Ta Michael, Mr. Nobuo Oyama and Mr. Wong Poh Weng as Independent Non-executive Directors.