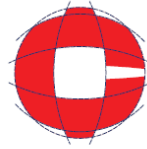


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中持基業控股有限公司
Kate China Holdings Limited

KATE CHINA HOLDINGS LIMITED

中持基業控股有限公司

(incorporated in Hong Kong with limited liability)

(Stock code: 8125)

CHANGE OF DIRECTORS AND CHIEF EXECUTIVE OFFICER

AND

CHANGE OF COMPOSITION OF COMMITTEES

The Board announces that with effect from 28 April 2016:

CHANGE OF DIRECTORS AND CEO

- (1) Mr. Fok has resigned as an executive Director and the CEO;
- (2) Mr. Lu has resigned as an independent non-executive Director;
- (3) Mr. Lam has been appointed as an independent non-executive Director; and
- (4) Mr. Tsang has been appointed as the CEO.

CHANGE OF COMPOSITION OF COMMITTEES

- (1) Mr. Lu has ceased to be a member of each of the Audit Committee, the Compliance Committee and the Nomination Committee and the chairman of the Remuneration Committee; and
- (2) Mr. Lam has been appointed as a member of each of the Audit Committee, the Compliance Committee and the Nomination Committee and the chairman of the Remuneration Committee.

RESIGNATION OF EXECUTIVE DIRECTOR AND INDEPENDENT NON-EXECUTIVE DIRECTOR AND CHIEF EXECUTIVE OFFICER

The board (the “**Board**”) of directors (the “**Director(s)**”) of Kate China Holdings Limited (the “**Company**”) announces that (1) Mr. Fok Chun Kit (“**Mr. Fok**”) has resigned as an executive Director and the chief executive officer (the “**CEO**”) of the Company with effect from 28 April 2016 due to his other commitments and (2) Mr. Lu Tak Ming (“**Mr. Lu**”) has resigned as an independent non-executive Director with effect from 28 April 2016 due to his other commitments.

Each of Mr. Fok and Mr. Lu has confirmed that he has no disagreements with the Board and there are no matters in respect of his resignation that need to be brought to the attention of The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) and the shareholders (the “**Shareholder(s)**”) of the Company.

The Board members would like to take this opportunity to express its sincere gratitude to Mr. Fok and Mr. Lu for their contributions towards the Company during their tenure in office.

APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR

The Board is pleased to announce that Mr. Lam Cheok Va (“**Mr. Lam**”) has been appointed as an independent non-executive Director with effect from 28 April 2016.

The biographical details of Mr. Lam are set out as follows:

Mr. Lam Cheok Va

Mr. Lam, aged 58, is a member of the Standing Committee of Yunnan Province Committee of the Chinese People’s Political Consultative Conference. He is also the President of Macau Yunnan Chamber of Commerce, the Director General of Macau Small and Medium Enterprises Chamber of Commerce, a director of China Federation of Overseas Entrepreneurs, a director of Macau Chamber of Commerce, an executive director of Macau Region China Council for the Promotion of Peaceful National Reunification, and a member of Advisory Board of School of Language and Translation of Macau Polytechnic Institute.

Mr. Lam has over 35 years of experience in business including entertainment, food and beverage, retail, tourism and consulting. He is currently a director of Macau Resources Group Limited, of which its securities are traded on the Over-The-Counter Market, the United States (OTCBB: MRGLF).

Save as disclosed above, Mr. Lam has not held any other directorships in public companies listed in Hong Kong or any other major exchanges in the last three years preceding the date of this announcement.

Mr. Lam is appointed for an initial term of two years, and his directorship will be subject to re-election in accordance with the Company’s articles of association or the Rules (the “**GEM Listing Rules**”) Governing the Listing of Securities on the Growth Enterprise Market (the “**GEM**”) of the Stock Exchange.

Mr. Lam is entitled to an annual director’s remuneration of HK\$120,000 per annum, which was determined having considered his experience, duties and responsibilities and the prevailing market rate of companies of comparable size and similar operation.

Mr. Lam has confirmed that he meets the independence criteria as set out in Rule 5.09 of the GEM Listing Rules.

Mr. Lam does not hold any other position with the Company or its subsidiaries and does not have any relationship with any Directors, senior management of the Company, substantial or controlling Shareholders. As at the date of this announcement, Mr. Lam does not have any interest in the shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance. Mr. Lam has confirmed there is no other matter that is required to be disclosed pursuant to the requirements of Rule 17.50(2)(h) to (v) of the GEM Listing Rules or needs to be brought to the attention of the Shareholders.

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

APPOINTMENT OF CHIEF EXECUTIVE OFFICER

The Board is pleased to announce that Mr. Tsang Kei Cheong (“**Mr. Tsang**”), an executive Director, has been appointed as the CEO with effect from 28 April 2016.

The biographical details of Mr. Tsang are set out as follows:

Mr. Tsang Kei Cheong

Mr. Tsang, aged 38, an executive Director, is the head of Design Department, and is responsible for project management, including monitoring the design team’s output for all company projects and tendering submissions; and assisting the review of project costs and budget. Mr. Tsang joined our group in 2004 and has over 16 years of experience in the interior design and consultancy industry.

Mr. Tsang is entitled to increase the annual director’s remuneration to HK\$105,000 per annum, which was determined having considered his experience, duties and responsibilities and the prevailing market rate of companies of comparable size and similar operation.

CHANGE OF COMPOSITION OF COMMITTEES

The Board also announces that, upon the resignation of Mr. Lu, he has ceased to be a member of each of the audit committee (the “**Audit Committee**”), the compliance committee (the “**Compliance Committee**”) and the nomination committee (the “**Nomination Committee**”) of the Company and the chairman of the remuneration committee (the “**Remuneration Committee**”) of the Company.

The Board further announces that with effect from 28 April 2016, Mr. Lam has been appointed as a member of each of the Audit Committee, the Compliance Committee and the Nomination Committee and the chairman of the Remuneration Committee.

By order of the Board
Kate China Holdings Limited
Chan Chi Yuen
Chairman

Hong Kong, 28 April 2016

As at the date of this announcement, the executive Directors are Mr. Chan Chi Yuen (Chairman), Mr. Tsang Kei Cheong (Chief Executive Officer) and Mr. Liu Rongsheng; and the independent non-executive Directors are Mr. Chan Chiu Hung Alex, Mr. Wu Zhao and Mr. Lam Cheok Va.

This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the Rules Governing the Listing of Securities on the Growth Enterprise Market (“GEM”) of The Stock Exchange of Hong Kong Limited 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, (i) the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive; (ii) there are no other matters the omission of which would make any statement herein or in this announcement misleading; and (iii) all opinions expressed in this announcement have been arrived at after due and careful consideration and are founded on bases and assumptions that are fair and reasonable.

This announcement will remain on the “Latest Company Announcements” page of the GEM website at www.hkgem.com for at least 7 days from the date of its posting and on the website of the Company at www.katechina.hk.