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衍生集團(國際)控股有限公司

Hin Sang Group (International) Holding Co. Ltd.

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 6893)

CHANGE OF DIRECTORS

The board (the “**Board**”) of directors (the “**Directors**”) of Hin Sang Group (International) Holding Co. Ltd. (the “**Company**”, together with its subsidiaries, the “**Group**”) announces that Mr. Tsui Nam Hung (“**Mr. Tsui**”) has retired as an independent non-executive Director, and ceased to act as members of the audit committee (the “**Audit Committee**”) and nomination committee (the “**Nomination Committee**”) and chairman of the remuneration committee (the “**Remuneration Committee**”) of the Company with effect from 16 October 2017 in order to focus on his other personal business.

Mr. Tsui has confirmed that he has no disagreements with the Board and that there are no matters in relation to his retirement that need to be brought to the attention of the shareholders of the Company and The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”).

The Board further announces that Mr. Lau Chi Kit (“**Mr. Lau**”) has been appointed as an independent non-executive Director, members of the Audit Committee and Nomination Committee and chairman of the Remuneration Committee of the Company, with effect from 16 October 2017.

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

Mr. Lau, aged 72, retired from The Hongkong and Shanghai Banking Corporation Limited (“**HSBC**”) in December 2000 after more than 35 years’ of service. Among the senior positions he held in HSBC, he was the assistant general manager and head of Personal Banking Hong Kong and assistant general manager and head of strategic implementation, Asia-Pacific Region. He is a fellow of the Hong Kong Institute of Bankers (the “**Institute**”). He was the chairman of the Institute’s executive committee (from January 1999 to December 2000) and is currently the honorary advisor of the Institute’s executive committee. He has served as a member of a number of committees appointed by the Government of Hong Kong Special Administration Region, including the Advisory Council on the Environment (from October 1998 to December 2001), the Advisory Committee on Human Resources Development in the Financial Services Sector (from June 2000 to May 2001), the Corruption Prevention Advisory Committee of the Independent Commission Against Corruption (from January 2000 to December 2003), the Environment and Conservation Fund Committee (from August 2000 to October 2006), the Innovation and Technology Fund (Environment) Projects Vetting Committee (from January 2000 to December 2004) and the Law Reform Commission’s Privacy Sub-committee (from February 1990 to March 2006). He has also served as the chairman of Business Environment Council Limited (from September 1998 to December 2001). He was appointed as an independent non-executive director of Highlight China IoT International Limited (stock code: 1682) from 8 September 2010 to 28 September 2017.

Currently, he is also an independent non-executive director of Royale Furniture Holdings Limited (stock code: 1198), Leoch International Technology Limited (stock code: 842), Century Sunshine Group Holdings Limited (stock code: 509) and Janco Holdings Limited (stock code 8035). He is also an executive director of Chinlink International Holdings Limited (stock code:997). The shares of Royale Furniture Holdings Limited, Leoch International Technology Limited, Century Sunshine Group Holdings Limited, Chinlink International Holdings Limited are listed on the Main Board of the Stock Exchange. The shares of Janco Holdings Limited are listed on the Growth Enterprise Market of the Stock Exchange.

Save as disclosed above, Mr. Lau does not hold any other positions with the Company and other members of the Group nor does he hold any directorships in any listed companies in the last three years.

The Board considers that Mr. Lau is independent and satisfies all the independence criteria under Rule 3.13 of the Rules Governing the Listing of Securities on the Main Board of The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”).

Mr. Lau has entered into a service agreement (the “**Service Agreement**”) with the Company for a fixed term of one year commencing on 16 October 2017 subject to renewal as confirmed by the Company and subject to termination of not less than one (1) month’s prior notice in writing served by either party in accordance with the Service Agreement. He will be subject to retirement by rotation and re-election at the general meetings of the Company in accordance with the articles of association of the Company.

Mr. Lau is entitled to a remuneration of HK\$180,000 per annum in accordance with the Service Agreement. Mr. Lau’s remuneration package is determined by the Board according to the Group’s policy on the Directors’ and senior management’s remuneration and with reference to the recommendation from the Remuneration Committee of the Board. His appointment was nominated by the Nomination Committee and his remuneration was determined by the Board and reviewed by the Remuneration Committee with reference to the prevailing market conditions and the remuneration of existing independent non-executive Directors.

As at the date of this announcement, Mr. Lau is not interested in any shares, underlying shares or debentures of the Company within the meaning of Part XV of the Securities and Futures Ordinance (Cap. 571 of the Laws of Hong Kong), nor does he have any relationships with any Directors, senior management, substantial shareholders or controlling shareholders of the Company.

Mr. Lau has confirmed that there is no other information relating to his appointment that is required to be disclosed pursuant to Rule 13.51(2)(h) to (v) of the Listing Rules and there is no other matter that needs to be brought to the attention of the shareholders of the Company in connection with his appointment.

The Board would like to take this opportunity to express its great appreciation to Mr. Tsui for his valuable contribution to the Board during his term of office and express its warmest welcome to Mr. Lau in joining the Group.

By Order of the Board
Hin Sang Group (International) Holding Co. Ltd.
Pang Siu Hin
Chairman

Hong Kong, 12 October 2017

As at the date of this announcement, the executive directors are Mr. Pang Siu Hin, Ms. Kwan Lai Man and Dr. Dong Meixian; the non-executive directors are Ms. Wong Wai Ling and Mr. Yuen Chi Ping; and the independent non-executive directors are Mr. Lee Luk Shiu, Dr. Tang Sing Hing, Kenny and Mr. Tsui Nam Hung.