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Gold Tat Group International Limited

金達集團國際有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8266)

RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTORS AND APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTORS, CHAIRMAN AND MEMBER OF AUDIT COMMITTEE, CHAIRMAN AND MEMBER OF REMUNERATION COMMITTEE, MEMBERS OF NOMINATION COMMITTEE AND EXECUTIVE DIRECTOR

Mr. Cheung has resigned as independent non-executive director, chairman of the audit committee and remuneration committee and member of the nomination committee of the Company with effect from 3 March 2015.

Mr. Heung has resigned as independent non-executive director and member of the audit committee, nomination committee and remuneration committee of the Company with effect from 3 March 2015.

Mr. YC Tam has been appointed as an independent non-executive director, chairman of the audit committee and remuneration committee and a member of the nomination committee of the Company with effect from 3 March 2015.

Mr. KY Tam has been appointed as an independent non-executive director, a member of each of the audit committee, nomination committee and remuneration committee of the Company with effect from 3 March 2015.

Mr. Wong has been appointed as an executive director of the Company with effect from 3 March 2015.

RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTORS

The board of the directors (the “**Board**”) of Gold Tat Group International Limited (the “**Company**”) wishes to announce that Mr. Cheung Kwan Hung, Anthony (“**Mr. Cheung**”) and Mr. Heung Chee Hang, Eric (“**Mr. Heung**”), have tendered their resignation as independent non-executive directors of the Company with effect from 3 March 2015 due to other business commitments. Immediately following their resignations, Mr. Cheung ceased to be the chairman of the audit committee and remuneration committee and the member of the nomination committee of the Company and Mr. Heung also ceased to be the member of each of the audit committee, nomination committee and remuneration committee of the Company.

Mr. Cheung and Mr. Heung have confirmed with the Board that they have no disagreement with the Board and there are no matters regarding their resignations which need to be brought to the attention of the shareholders of the Company (the “**Shareholders**”).

APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTORS

The Board is also pleased to announce that Mr. Tam Yiu Cheung (“**Mr. YC Tam**”) and Mr. Tam Kin Yip (“**Mr. KY Tam**”) have been appointed as independent non-executive directors of the Company with effect from 3 March 2015 (the “**Appointment Date**”).

In addition, Mr. YC Tam has been appointed as the chairman of the audit committee and remuneration committee and a member of the nomination committee of the Company with effect from the Appointment Date. Mr. KY Tam has also been appointed as a member of each of the audit committee, nomination committee and remuneration committee of the Company with effect from the Appointment Date.

Mr. YC Tam, aged 33, is a member of the Association of Chartered Certified Accountants since 2007 and a charter holder of the Chartered Financial Analyst since 2013. He also holds a Bachelor degree in Accounting from the Hong Kong University of Science and Technology. Mr. YC Tam has over 10 years of experience in auditing, accounting and corporate finance fields gained from his previous employment. Mr. YC Tam was an accountant at KPMG and BDO Limited from 2004 to 2006 and 2008 to 2011 respectively, overseeing audit work for clients, including listed companies, from different industries. During his time as a financial controller for Abterra Ltd. (Stock Code: L5I) (“**Abterra**”), a company listed on the stock exchange of the Singapore Exchange Limited, from 2011 to 2014, he oversaw the accounting and financial functions of that company.

Mr. KY Tam, aged 40, is a practicing Barrister-At-Law in Hong Kong and has over 11 years’ experience in litigation. Mr. KY Tam became an associate of Hong Kong Institute of Arbitrators in 2006 and was a part-time lecturer in Department of Professional Legal Education at the University of Hong Kong in 2010. Mr. KY Tam was appointed as independent non-executive director of Zhi Cheng Holdings Limited (Stock Code: 8130), the shares of which are listed on the Growth Enterprise Market of The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”), on 16 February 2012. In addition, Mr. KY Tam was appointed as independent non-executive director of China Solar Energy Holdings Limited (Stock Code: 155), the shares of which are listed on the Main Board of the Stock Exchange, on 21 October 2014.

Prior to the Appointment Date, Mr. YC Tam and Mr. KY Tam did not hold any position with the Company nor its subsidiaries.

Save as disclosed above, Mr. YC Tam and Mr. KY Tam did not have any other directorships in the last three years in public companies, the securities of which are listed on any securities market in Hong Kong or overseas. Mr. YC Tam and Mr. KY Tam do not have any relationship with any directors, senior management or substantial shareholders or controlling shareholders of the Company within the meaning of the Rules Governing the Listing of Securities on the Growth Enterprise Market of the Stock Exchange (the “**GEM Listing Rules**”) and do not have any interests in the securities of the Company within the meaning of Part XV of the Securities and Futures Ordinance.

Mr. YC Tam and Mr. KY Tam have entered into service agreement with the Company respectively for a term of two years commencing from the Appointment Date and both are entitled to a fixed remuneration of HK\$120,000 per calendar year.

The emoluments to Mr. YC Tam and Mr. KY Tam are determined with reference to their duties and responsibilities with the Company, the Company’s performance and the prevailing market situation. Mr. YC Tam and Mr. KY Tam are subject to retirement by rotation and re-election at the annual general meeting in accordance with the articles of association of the Company.

Save as disclosed herein, there are no other matters that need to be brought to the attention of the Shareholders and there is no information to be disclosed pursuant to the requirements of Rule 17.50(2) of the GEM Listing Rules in relation to the appointment of Mr. YC Tam and Mr. KY Tam as independent non-executive directors of the Company.

APPOINTMENT OF EXECUTIVE DIRECTOR

Moreover, the Board is pleased to announce that Mr. Wong Shiu Wah Williamson (“**Mr. Wong**”) has been appointed as an executive director of the Company with effect from the Appointment Date.

Mr. Wong, aged 53, is a holder of a Master degree in Business Administration from the Chinese University of Hong Kong and a Master of Science degree in information systems from the Hong Kong Polytechnic University. Mr. Wong has been a fellow member of the Association of Chartered Certified Accounts since 1998. Before joining the Company, Mr. Wong has worked with various public and private companies in Hong Kong and in the USA as financial controller/officer/director. He has extensive experience in auditing, accounting, corporate finance and operations management and control in various industries.

Mr. Wong has been appointed as the independent non-executive director of Abterra since February 2010. He is presently the chairman of the audit committee and a member of the remuneration, nominating and employee share option scheme committees of Abterra.

Save as disclosed above, Mr. Wong did not have any other directorships in the last three years in public companies, the securities of which are listed on any securities market in Hong Kong or overseas. Prior to the Appointment Date, Mr. Wong did not hold any position with the Company or its subsidiaries. Mr. Wong is working for a business consultancy firm in Hong Kong as a director and this business consultancy firm had a previous business relationship with Mr. So Loi Fat, the Chairman of the Board. Save as disclosed herein, Mr. Wong does not have any relationship with any directors, senior management or substantial shareholders or controlling shareholders of the Company within the meaning of the GEM Listing Rules and does not have any interests in the securities of the Company within the meaning of Part XV of the Securities and Futures Ordinance. Mr. Wong has entered into a service agreement with the Company for a term of two years commencing from the Appointment Date and is entitled to a fixed remuneration of HK\$60,000 per calendar month which is determined with reference to his duties and responsibilities with the Company, the Company's performance and the prevailing market situation. Mr. Wong is subject to retirement by rotation and re-election at the annual general meeting in accordance with the articles of association of the Company.

Save as disclosed herein, there are no other matters that need to be brought to the attention of the Shareholders and there is no information to be disclosed pursuant to the requirements of Rule 17.50(2) of the GEM Listing Rules in relation to the appointment of Mr. Wong as an executive director of the Company.

The Board would like to take this opportunity to express its appreciation to Mr. Cheung and Mr. Heung for their valuable contributions to the Company during their tenure of office as independent non-executive directors and welcome Mr. YC Tam, Mr. KY Tam and Mr. Wong to the Board.

By order of the Board
Gold Tat Group International Limited
Choi Ho Yan
Executive Director

Hong Kong, 2 March 2015

As at the date of this announcement, the Board comprises three executive directors, namely, Mr. So Loi Fat (Chairman), Mr. Choi Ho Yan and Mr. So Haw, Herman; and three independent non-executive directors, namely, Mr. Chiu Wai Piu, Mr. Cheung Kwan Hung, Anthony and Mr. Heung Chee Hang, Eric.

This announcement, for which the directors of the Company collectively and individually accept full responsibility, includes particulars given in compliance with the GEM Listing Rules for the purpose of giving information with regard to the Company. The directors, having made all reasonable enquires, confirm that to the best of their knowledge and belief the information contained in this announcement 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 announcement misleading.

This announcement will remain on the GEM website at www.hkgem.com on the "Latest Company Announcements" page for at least 7 days from the day of its publication and on the Company's website at www.goldtatgroup.com.