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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)**

**(1) RESIGNATION OF EXECUTIVE DIRECTOR  
(2) CHANGE OF AUTHORISED REPRESENTATIVE  
(3) CHANGE OF COMPLIANCE OFFICER  
(4) RESIGNATION AND APPOINTMENT  
OF INDEPENDENT NON-EXECUTIVE DIRECTORS  
AND  
CHANGE OF CHAIRMAN AND MEMBERS OF AUDIT COMMITTEE,  
CHAIRMAN AND MEMBERS OF REMUNERATION COMMITTEE,  
MEMBERS OF NOMINATION COMMITTEE**

The Board hereby announces that with effect from 1 March 2016:

- (1) Mr. Wong has tendered his resignation as an executive Director;
- (2) Mr. Wong has ceased to be the authorised representative of the Company. Mr. Chen, being the executive Director, has been appointed as the authorised representative of the Company for the purpose of Rule 5.24 of the GEM Listing Rules in place of Mr. Wong;
- (3) Mr. Wong has ceased to be the compliance officer of the Company. Mr. Chen has been appointed as the compliance officer of the Company for the purpose of Rule 5.19 of the GEM Listing Rules in place of Mr. Wong;
- (4) (a) Mr. YC Tam has tendered his resignation as an independent non-executive Directors, the chairman of the audit committee and remuneration committee and a member of the nomination committee;
- (b) Mr. KY Tam has tendered his resignation as an independent non-executive Directors, a member of each of the audit committee, the remuneration committee and the nomination committee;

- (c) Mr. Miu has been appointed as an independent non-executive Director, the chairman of the audit committee and a member of each of the remuneration committee and the nomination committee; and
- (d) Mr. Li has been appointed as an independent non-executive Director, the chairman of the remuneration committee and a member of each of the audit committee and nomination committee.

The board (the “**Board**”) of directors (the “**Directors**”) of Gold Tat Group International Limited (the “**Company**”) hereby announces that:-

#### **RESIGNATION OF EXECUTIVE DIRECTORS**

Mr. Wong Shiu Wah Williamson (“**Mr. Wong**”) has tendered his resignation as an executive Director with effect from 1 March 2016 due to his other business commitments.

Mr. Wong has confirmed that he has no disagreement with the Board and there is no matter in relating to his resignation as executive Director that needs to be brought to the attention of the shareholders of the Company (the “**Shareholders**”) or The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”).

#### **CHANGE OF AUTHORISED REPRESENTATIVE**

Mr. Wong has ceased to be the authorised representative of the Company with effect from 1 March 2016. Mr. Chen Dongquan (“**Mr. Chen**”), being the executive Director, has been appointed as the authorised representative of the Company for the purpose of Rule 5.24 of the Rules Governing the Listing of Securities on the Growth Enterprise Market (the “**GEM Listing Rules**”) of the Stock Exchange with effect from 1 March 2016 in place of Mr. Wong.

#### **CHANGE OF COMPLIANCE OFFICER**

Mr. Wong has ceased to be the compliance officer of the Company with effect from 1 March 2016. Mr. Chen has been appointed as the compliance officer of the Company for the purpose of Rule 5.19 of the GEM Listing Rules with effect from 1 March 2016 in place of Mr. Wong.

#### **RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTORS**

Mr. Tam Yiu Cheung (“**Mr. YC Tam**”) has tendered his resignation as an independent non-executive Directors, the chairman of the audit committee and remuneration committee and a member of the nomination committee with effect from 1 March 2016 due to his other business commitments.

Mr. Tam Kin Yip (“**Mr. KY Tam**”) has tendered his resignation as an independent non-executive Directors, a member of each of the audit committee, the remuneration committee and the nomination committee with effect from 1 March 2016 due to his other business commitments.

Both Mr. YC Tam and Mr. KY Tam 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 or the Stock Exchange.

## APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTORS

Mr. Miu Hon Kit (“**Mr. Miu**”) and Mr. Li Shiu Ki Ernest (“**Mr. Li**”) have been appointed as independent non-executive Directors with effect from 1 March 2016 (the “**Appointment Date**”).

In addition, Mr. Miu has been appointed as the chairman of the audit committee and a member of each of the remuneration committee and the nomination committee with effect from the Appointment Date. Mr. Li has been appointed as the chairman of the remuneration committee and a member of each of the audit committee and nomination committee with effect from the Appointment Date.

Mr. Miu, aged 48, is a qualified practising accountant with over 20 years of professional experience in auditing, accounting, compliance, corporate finance and private equity investment. Mr. Miu is currently a partner of Tawau Capital Partners Limited, a company principally engaged in private equity/venture capital investments, management consultancy and financial advisory. Furthermore, he is also a director of LMN Certified Public Accountants Limited since March 2015 and executive director of FM China Fund Limited since January 2016. He is also an independent non-executive director of Kong Sun Holdings Limited (stock code: 295) since July 2014. Mr. Miu has been appointed as an adjunct professor of the Department of Finance, Faculty of Business Administration, Chinese University of Hong Kong since 2013.

Mr. Miu has extensive corporate finance and private equity/venture capital investment experience and formerly held senior investment roles in the private equity/principal investment department of Daiwa Capital Markets (Hong Kong) and direct investment arm of State Street Global Advisors. He has also worked at Rothschild Asset Management and KPMG Hong Kong.

Mr. Miu is a fellow member of the Hong Kong Institute of Certified Public Accountants and the Association of Chartered Certified Accountants (UK). He is also admitted to the membership of The Institute of Chartered Accountants in England and Wales.

Mr. Miu received a Bachelor of Arts in Accountancy with Honours from City University of Hong Kong and a Master of Business Administration in Management from Imperial College London.

Mr. Li, aged 49, is a practising solicitor in Hong Kong. Mr. Li graduated with a degree of Laws from the University of Hong Kong and was admitted as a solicitor of the High Court of Hong Kong in 1995. He is currently the principal of Ernest Li & Co., Solicitors.

Prior to the Appointment Date, Mr. Miu and Mr. Li did not hold any position with the Company nor its subsidiaries.

Save as disclosed above, Mr. Miu and Mr. Li 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. Miu and Mr. Li do 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 do not have any interests in the securities of the Company within the meaning of Part XV of the Securities and Futures Ordinance.

Each of Mr. Miu and Mr. Li have signed an appointment letter, pursuant to which each of Mr. Miu and Mr. Li is appointed for an initial term of two years commencing from the Appointment Date and expiring on 28 February 2018, subject to retirement by rotation and re-election under the articles of association of the Company. According to the appointment letter, both are entitled to a fixed remuneration of HK\$120,000 per calendar year.

The emoluments to Mr. Miu and Mr. Li are determined with reference to their duties and responsibilities with the Company, the Company's performance and the prevailing market situation.

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. Miu and Mr. Li as independent non-executive Directors.

## **GENERAL**

The Board would like to take this opportunity to express its appreciation to Mr. Wong, Mr. YC Tam and Mr. KY Tam for their valuable contributions to the Company during their tenure of office and welcome Mr. Miu and Mr. Li to the Board.

By order of the Board  
**Gold Tat Group International Limited**  
**So Loi Fat**  
*Chairman*

Hong Kong, 1 March 2016

*As at the date of this announcement, the Board comprises three executive Directors, namely, Mr. So Loi Fat (Chairman), Mr. Su Minzhi and Mr. Chen Dongquan; and three independent non-executive Directors, namely, Mr. Chiu Wai Piu, Mr. Miu Hon Kit and Mr. Li Shiu Ki Ernest.*

*This announcement, for which the Directors 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](http://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](http://www.goldtatgroup.com).*