



LEROI HOLDINGS LIMITED

利來控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 221)

CHANGE IN BOARD COMPOSITION, QUALIFIED ACCOUNTANT AND COMPANY SECRETARY

The Board announces that the composition of the Board has the following changes with effect from 2 June 2008:

- (i) Mr. Hung Man Sing resigned as chairman and executive Director;
- (ii) Mr. Ng Cheuk Fan, Keith resigned as executive Director; and
- (iii) Mr. Chan Chun Hong, Thomas, a managing Director, was also appointed as chairman.

The Board also announces the following changes with effect from 2 June 2008:

- (iv) Mr. Ng Cheuk Fan, Keith resigned as qualified accountant and company secretary of the Company;
- (v) Mr. Tsang Wai Keung was appointed as qualified accountant of the Company; and
- (vi) Ms. Mak Yuen Ming, Anita was appointed as company secretary of the Company.

CHANGE IN BOARD COMPOSITION

(i) Resignation of Chairman and Directors

The board of directors (the “**Directors**” or the “**Board**”) of LeRoi Holdings Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) announces that with effect from 2 June 2008, Mr. Hung Man Sing resigned as the chairman of the Company and an executive Director and Mr. Ng Cheuk Fan, Keith resigned as an executive Director due to their other personal commitments.

Each of Mr. Hung Man Sing and Mr. Ng Cheuk Fan, Keith confirms that he has no disagreement with the Board and that he is not aware any matter relating to his resignation that needs to be brought to the attention of the shareholders of the Company.

The Board expresses its sincere gratitude to Mr. Hung and Mr. Ng for their valuable contribution to the Company during their tenure of office.

(ii) Appointment of Chairman

The Board further announces that Mr. Chan Chun Hong, Thomas, in addition to his existing position as a managing Director, was also appointed as the chairman of the Company with effect from 2 June 2008.

Mr. Chan Chun Hong, Thomas, aged 44, joined the Company in January 2007 as the managing Director. Mr. Chan graduated from the Hong Kong Polytechnic University with a degree in Accountancy and is a fellow member of The Association of Chartered Certified Accountants and an associate member of The Hong Kong Institute of Certified Public Accountants. He is also the managing director of each of Wang On Group Limited and Wai Yuen Tong Medicine Holdings Limited and an independent non-executive director of Shanghai Prime Machinery Company Limited. Save as disclosed above, Mr. Chan does not hold any other directorship in any listed public companies in the 3 years preceding the date of this announcement. Mr. Chan is also a director of certain subsidiaries of the Group. Save as disclosed above and apart from being the chairman and managing director of the Company, Mr. Chan does not hold any position with the Group.

As at the date hereof, Mr. Chan does not have any relationship with any other Director, senior management, substantial shareholder or controlling shareholder (as defined in the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”)) of the Company. Mr. Chan has entered into a service contract with the Company and is entitled to an annual remuneration of approximately HK\$1.3 million and is also entitled to bonus amounts to 0.5% of the audited consolidated net profit after taxation of the Group or any others at the discretion of the Board by reference to the Company’s performance, his duties and responsibilities with the Group and the prevailing practice in the industry. Mr. Chan’s directorship in the Company is subject to the retirement by rotation and re-election at the annual general meetings of the Company in accordance with the articles of association of the Company.

As at the date of this announcement, Mr. Chan does not have any interest in any share, underlying share or debenture of the Company and/or its associated corporations (within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong)).

The Board is not aware of any matter in relation to Mr. Chan that is required to be disclosed under Rule 13.51(2)(h) to (v) of the Listing Rules or any other matter that needs to be brought to the attention of the shareholders of the Company in relation to his appointment.

CHANGE OF QUALIFIED ACCOUNTANT

The Board also announces that following the resignation as an executive Director, Mr. Ng Cheuk Fan, Keith also resigned as qualified accountant of the Company and Mr. Tsang Wai Keung, who is a fellow member of The Association of Chartered Certified Accountants and an associate member of The Hong Kong Institute of Certified Public Accountants, was appointed as qualified accountant of the Company with effect from 2 June 2008.

CHANGE OF COMPANY SECRETARY

The Board further announces that following the resignation as an executive Director, Mr. Ng Cheuk Fan, Keith also resigned as the company secretary of the Company and Ms. Mak Yuen Ming, Anita, who is an associate member of both The Institute of Chartered Secretaries and Administrators and The Hong Kong Institute of Chartered Secretaries, was appointed as the company secretary of the Company with effect from 2 June 2008.

By Order of the Board
LeRoi Holdings Limited
利來控股有限公司
Chan Chun Hong, Thomas
Chairman

Hong Kong, 2 June 2008

As at the date of this announcement, the Board comprises three executive Directors, namely Mr. Chan Chun Hong, Thomas, Mr. Cheung Wai Kai and Mr. Wong Yiu Hung, Gary, and three independent non-executive Directors, namely Mr. Sin Ka Man, Mr. Yuen Kam Ho, George and Mr. Cheung Sau Wah, Joseph.