

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.



大昌行集團有限公司
DAH CHONG HONG HOLDINGS LIMITED
(Incorporated in Hong Kong with limited liability)
(Stock Code: 01828)

**APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR
AND MEMBER OF BOARD COMMITTEES
AND
CHANGE OF COMPANY SECRETARY AND
AUTHORIZED REPRESENTATIVE**

The board of directors (the “Board”) of Dah Chong Hong Holdings Limited (the “Company”) announces the following:

1. appointment of Mrs. Chan Hui Dor Lam, Doreen as an independent non-executive director (“INED”) of the Company as well as a member of the Audit Committee and the Nomination Committee with effect from 18 March 2016;
2. resignation of Ms. Tso Mun Wai as company secretary and cessation to act as authorized representative of the Company with effect from 18 March 2016; and
3. appointment of Ms. Kam Yiu Sai, Florence as company secretary and authorized representative of the Company with effect from 18 March 2016.

The Board of the Company announces the following:

- 1. Appointment of Mrs. Chan Hui Dor Lam, Doreen as an INED of the Company as well as a member of the Audit Committee and the Nomination Committee**

Mrs. Chan Hui Dor Lam, Doreen (“Mrs. Chan”) has been appointed as an INED of the Company as well as a member of the Audit Committee and the Nomination Committee with effect from 18 March 2016.

Mrs. Chan, aged 62, is a member and the treasurer of the council and the court of Hong Kong Baptist University and of the board of governors of Hong Kong Baptist University Foundation. She also serves on the board of Haven of Hope Christian Service. She was formerly a chairman of the board of the China Graduate School of Theology, Non-subvented Service Governing Committee and Service Governing Committee of Haven of Hope. Mrs. Chan was a director and chief executive officer of CITIC Bank International Limited (now known as China CITIC Bank International Limited) till 22 October 2012. She had also been a director of CITIC Group Corporation (ultimate controlling shareholder of the Company), non-executive director of China CITIC Bank Corporation Limited, director, managing director and alternate chief executive officer of CITIC International Financial Holdings Limited, chairman of HKCB Finance Limited, CITIC Insurance Brokers Limited and CITIC Bank International (China) Limited. Since 22 October 2012, she has not retained any role in CITIC Group Corporation or any of its subsidiaries. Mrs. Chan has over 35 years of experience in the banking industry, of which over 10 years has been specializing in retail banking business.

There is no service contract between the Company and Mrs. Chan. She has entered into an appointment letter with the Company and pursuant to the Company's Articles of Association, Mrs. Chan will hold office only until the next following annual general meeting of the Company, or if earlier, the next following extraordinary general meeting of the Company and shall then be eligible for re-election at such meeting. Thereafter, she will be subject to retirement by rotation and re-election in accordance with the Company's Articles of Association. Mrs. Chan will not receive salary from the Company. Pursuant to the terms of her appointment letter, Mrs. Chan will receive from the Company a director's fee of HK\$220,000 per annum (on a pro rata basis), and a fee of HK\$100,000 per annum (on a pro rata basis) and HK\$50,000 per annum (on a pro rata basis) for acting as a member of the Audit Committee and the Nomination Committee respectively, at the same rate as that payable by the Company to other INEDs, members of the Audit Committee and the Nomination Committee respectively, which have been determined by the shareholders of the Company.

As at the date hereof, Mrs. Chan is not interested in any shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance. Save as disclosed, Mrs. Chan has no relationships with any directors, senior management or substantial or controlling shareholders of the Company, and does not hold and has not in the last three years held any directorships in any other public companies the securities of which are listed on any securities market in Hong Kong or overseas.

Mrs. Chan has confirmed that she meets the independence criteria as set out in Rule 3.13 of the Rules Governing the Listing of Securities (the "Listing Rules") on The Stock Exchange of Hong Kong Limited (the "Stock Exchange"). In relation to the appointment of Mrs. Chan as an INED of the Company, there is no information to be disclosed pursuant to any of the requirements of Rules 13.51(2)(h) to 13.51(2)(v) of the Listing Rules nor are there other matters that need to be brought to the attention of the shareholders of the Company.

The Board would like to express its warmest welcome to Mrs. Chan.

2. Change of Company Secretary and Authorized Representative of the Company

Ms. Tso Mun Wai (“Ms. Tso”) has tendered her resignation as company secretary of the Company with effect from 18 March 2016 and will cease to act as an authorized representative of the Company under Rule 3.05 of the Listing Rules of the Stock Exchange (the “Authorized Representative”) upon her resignation. Ms. Tso has confirmed that she has no disagreements with the Board and there are no other matters in relation to her resignation that need to be brought to the attention of the shareholders of the Company.

Ms. Kam Yiu Sai, Florence (“Ms. Kam”) has been appointed as company secretary and an authorized representative of the Company with effect from 18 March 2016. Ms. Kam is an associate member of The Hong Kong Institute of Chartered Secretaries and The Institute of Chartered Secretaries and Administrators in the United Kingdom. She holds a Master of Science in Corporate Governance and Directorship from The Hong Kong Baptist University.

The Board takes this opportunity to express its sincere gratitude to Ms. Tso for her valuable contribution to the Company during her tenure.

By order of the Board
Dah Chong Hong Holdings Limited
Tso Mun Wai
Company Secretary

Hong Kong, 17 March 2016

As at the date of this announcement, the directors of the Company are:

Executive Directors: Yip Moon Tong, Lau Sei Keung, Glenn Robert Sturrock Smith and Wai King Fai, Francis

Non-executive Directors: Zhang Jijing (Chairman), Kwok Man Leung and Fei Yiping

Independent non-executive Directors: Cheung Kin Piu, Valiant, Hsu Hsung, Adolf, Yeung Yue Man and Chan Kay Cheung