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# GR PROPERTIES LIMITED

國 銳 地 產 有 限 公 司

(Incorporated in Hong Kong with limited liability)

(Stock Code: 108)

## CHANGE OF INDEPENDENT NON-EXECUTIVE DIRECTOR, COMPOSITION OF BOARD COMMITTEES, COMPANY SECRETARY AND AUTHORISED REPRESENTATIVE

The Board hereby announces that, with effect from 19 October 2016:

- (a) Mr. Mak Kwong Yiu has resigned as an independent non-executive Director of the Company, the chairman of the Remuneration Committee and a member of each of the Audit Committee and the Nomination Committee of the Board, respectively;
- (b) Mr. Guan Zheng Michael has been appointed as an independent non-executive Director of the Company, the chairman of the Remuneration Committee and a member of each of the Audit Committee and the Nomination Committee of the Board, respectively;
- (c) Ms. Tung Wing Yee Winnie has resigned as the company secretary and one of the Authorised Representatives of the Company; and
- (d) Ms. Lui Mei Ka, the chief financial officer of the Company, has been appointed as the company secretary and one of the Authorised Representatives of the Company.

The board (the “**Board**”) of directors (the “**Directors**”) of GR Properties Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) announces that:

### CHANGE OF INDEPENDENT NON-EXECUTIVE DIRECTOR AND COMPOSITION OF BOARD COMMITTEES

- (a) With effect from 19 October 2016, Mr. Mak Kwong Yiu (“**Mr. Mak**”) has resigned as an independent non-executive Director of the Company, the chairman of the Remuneration Committee and a member of each of the Audit Committee and the Nomination Committee of the Board, respectively.

The resignation of Mr. Mak was due to his own decision to devote more time on his other business commitments. Mr. Mak has confirmed that he has no disagreement with the Board and there is no matter relating to his resignation that needs to be brought to the attention of the shareholders of the Company or The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”). The Board would like to take this opportunity to express its gratitude to Mr. Mak for his contributions to the Group during his tenure of service.

- (b) With effect from 19 October 2016, Mr. Guan Zheng Michael (“**Mr. Guan**”) has been appointed as an independent non-executive Director of the Company, the chairman of the Remuneration Committee and a member of each of the Audit Committee and the Nomination Committee of the Board, respectively. The Board would like to extend its warmest welcome to Mr. Guan for joining the Company.

The biographical details of Mr. Guan are set out below:

Mr. Guan, aged 42, has over 15 years of extensive experience in capital markets, cross-border mergers and acquisitions and private equity investments in China and Europe. Mr. Guan is currently a Managing Director, Corporate Finance at Edmond de Rothschild Securities (UK) Limited. Mr. Guan obtained a master’s degree in business administration from The University of Oxford in 2001.

Mr. Guan has entered into a letter of appointment with the Company for an initial term of one year commencing on 19 October 2016 which is terminable by either the Company or Mr. Guan by giving no less than one month’s written notice in advance to each other. Mr. Guan is entitled to director’s emoluments of HK\$120,000 in total per annum, which is determined with reference to his experience, duties and responsibilities in the Company, as well as the contributions that he may bring to the Group, subject to review by the Board and the Remuneration Committee of the Board from time to time.

The above appointment is subject to rotation and re-election at the annual general meeting of the Company in accordance with the articles of association of the Company.

Saved as disclosed above, (i) Mr. Guan does not hold any position in the Company or any member of the Group, nor does he have any relationship with any Directors, senior management, substantial shareholders or controlling shareholders of the Company; (ii) Mr. Guan does not have any interests in the shares in the Company or any associated corporation of the Group within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) as at the date of this announcement; and (iii) Mr. Guan has not held any directorships in the last three years in public companies the securities of which are listed on any securities market in Hong Kong or overseas, and does not have any other major appointments and professional qualifications.

Saved as disclosed above, there is no other information in relation to the appointment of Mr. Guan which is required to be disclosed pursuant to Rule 13.51(2) of the Rules Governing the Listing of Securities on the Stock Exchange (the “**Listing Rules**”) and no other matter that needs to be brought to the attention of the shareholders of the Company.

#### **CHANGE OF COMPANY SECRETARY AND AUTHORISED REPRESENTATIVE**

- (a) With effect from 19 October 2016, Ms. Tung Wing Yee Winnie (“**Ms. Tung**”) has resigned as the company secretary and one of the authorised representatives of the Company as required under Rule 3.05 of the Listing Rules (the “**Authorised Representatives**”).

Ms. Tung has confirmed that she has no disagreement with the Board and there is no matter relating to her resignation that needs to be brought to the attention of the shareholders of the Company or the Stock Exchange. The Board would like to take this opportunity to express its gratitude to Ms. Tung for her contributions to the Group during her tenure of service.

(b) With effect from 19 October 2016, Ms. Lui Mei Ka, the chief financial officer of the Company, has been appointed as the company secretary and one of the Authorised Representatives of the Company.

The biographical details of Ms. Lui are set out below:

Ms. Lui is currently a member of the Hong Kong Institute of Certified Public Accountants and holds a bachelor's degree in business administration from The Chinese University of Hong Kong. Ms. Lui had about seven years of experience in auditing and accounting at Deloitte Touche Tohmatsu from 2006 to 2013. Ms. Lui also has extensive experience in financial management and corporate finance. Prior to joining the Group, Ms. Lui acted as the company secretary and financial controller of LT Commercial Real Estate Limited (Stock code: 112), a company engaged in property development and investment and listed on the Main Board of the Stock Exchange, from 2013 to 2016.

By order of the Board  
**GR Properties Limited**  
**WEI Chunxian**  
*Chairman*

Hong Kong, 19 October 2016

*As at the date of this announcement, the executive Directors are Mr. Wei Chunxian, Mr. Sun Zhongmin and Ms. Liu Shuhua; and the independent non-executive Directors are Mr. Tung Woon Cheung Eric, Mr. Chui Tsan Kit and Mr. Guan Zheng Michael.*