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**RESIGNATION OF DIRECTORS
AND
CHANGES OF COMPOSITION OF BOARD COMMITTEES,
CHAIRMAN, CHIEF EXECUTIVE OFFICER,
AUTHORISED REPRESENTATIVES AND COMPANY SECRETARY**

Reference is made to the announcement dated 31 August 2016 and the offer document dated 21 September 2016 (the “**Offer Document**”) issued by Billion Expo International Limited (the “**Offeror**”) in relation to the voluntary conditional cash offers jointly made by Get Nice Securities Limited and Octal Capital Limited to acquire all the issued shares of EPI (Holdings) Limited (the “**Company**”) not already owned by the Offeror and parties acting in concert with it and to cancel all the outstanding share options of the Company (the “**Offers**”), and the response document dated 5 October 2016 issued by the Company in relation to the Offers. Reference is also made to the announcement dated 19 October 2016 issued by the Offeror in relation to the results of the Offers (the “**Announcement**”).

As disclosed in the Announcement, the Offers have become unconditional in all respects on 19 October 2016 and will remain open for acceptance until 4:00 p.m. on Wednesday, 2 November 2016 (or such later time and/or date as the Offeror may determine and announce with the consent of the Executive Director of the Corporate Finance Division of the Securities and Futures Commission of Hong Kong (the “**SFC**”) and any of his delegates and in accordance with the Code on Takeovers and Mergers published by the SFC). Save as set out above, all other terms of the Offers as set out in the Offer Document and the forms of acceptance in respect of the Offers remain unchanged.

RESIGNATION OF DIRECTORS

The board (the “**Board**”) of directors (the “**Directors**”, and each a “**Director**”) of the Company announces that Mr. Tse Kwok Fai, Sammy, Mr. Chan Chi Hung, Anthony and Mr. Zou Feng have resigned as executive Directors; Mr. Ho King Fung, Eric and Mr. Phen Chun Shing Vincent have resigned as non-executive Directors; and Mr. Qian Zhi Hui, Mr. Teoh Chun Ming and Mr. Zhu Tiansheng have resigned as independent non-executive Directors, all with effect from 4:00 p.m. on 19 October 2016.

* *for identification purpose only*

Each of the resigned Directors has confirmed that he has no disagreement with the Board and that there are no other matters in relation to his resignation that need to be brought to the attention of the shareholders of the Company. The Board would like to express its sincere gratitude and appreciation to Mr. Tse Kwok Fai, Sammy, Mr. Chan Chi Hung, Anthony, Mr. Zou Feng, Mr. Ho King Fung, Eric, Mr. Phen Chun Shing Vincent, Mr. Qian Zhi Hui, Mr. Teoh Chun Ming and Mr. Zhu Tiansheng for their valuable contributions towards the Company during their tenure of services.

CHANGE OF COMPOSITION OF BOARD COMMITTEES

The Board also announces that:

- (i) Mr. Teoh Chun Ming has resigned as chairman of the audit committee of the Company (the “**Audit Committee**”); Mr. Qian Zhi Hui and Mr. Zhu Tiansheng have resigned as members of the Audit Committee; Mr. To Yan Ming, Edmond (an independent non-executive Director) has been appointed as chairman of the Audit Committee; and Mr. Pun Chi Ping and Ms. Leung Pik Har, Christine (both being independent non-executive Directors) have been appointed as members of the Audit Committee;
- (ii) Mr. Qian Zhi Hui has resigned as chairman of the remuneration committee of the Company (the “**Remuneration Committee**”); Mr. Ho King Fung, Eric, Mr. Tse Kwok Fai, Sammy and Mr. Zhu Tiansheng have resigned as members of the Remuneration Committee; Mr. Pun Chi Ping (an independent non-executive Director) has been appointed as chairman of the Remuneration Committee; and Mr. To Yan Ming, Edmond and Ms. Leung Pik Har, Christine (both being independent non-executive Directors) have been appointed as members of the Remuneration Committee;
- (iii) Mr. Qian Zhi Hui has resigned as chairman of the nomination committee of the Company (the “**Nomination Committee**”); Mr. Ho King Fung, Eric, Mr. Tse Kwok Fai, Sammy and Mr. Zhu Tiansheng have resigned as members of the Nomination Committee; Ms. Leung Pik Har, Christine (an independent non-executive Director) has been appointed as chairlady of the Nomination Committee; and Mr. To Yan Ming, Edmond and Mr. Pun Chi Ping (both being independent non-executive Directors) have been appointed as members of the Nomination Committee; and
- (iv) Mr. Ho King Fung, Eric has resigned as chairman of the corporate governance committee of the Company (the “**Corporate Governance Committee**”); Mr. Chan Chi Hung, Anthony has resigned as member of the Corporate Governance Committee; Mr. Sue Ka Lok (an executive Director) has been appointed as chairman of the Corporate Governance Committee; and Ms. Chan Yuk Yee and Mr. Chan Shui Yuen (both being executive Directors) have been appointed as members of the Corporate Governance Committee,

all with effect from 4:00 p.m. on 19 October 2016.

CHANGE OF CHAIRMAN

With effect from 4:00 p.m. on 19 October 2016, Mr. Ho King Fung, Eric has resigned as chairman of the Board and Mr. Suen Cho Hung, Paul (an executive Director) has been appointed in his stead.

CHANGE OF CHIEF EXECUTIVE OFFICER

With effect from 4:00 p.m. on 19 October 2016, Mr. Tse Kwok Fai, Sammy has resigned as the chief executive officer of the Company and Mr. Sue Ka Lok (an executive Director) has been appointed in his stead.

CHANGE OF AUTHORISED REPRESENTATIVES

With effect from 4:00 p.m. on 19 October 2016, Mr. Ho King Fung, Eric and Mr. Tse Kwok Fai, Sammy ceased to be the authorised representatives of the Company under Rule 3.05 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited and the agents of the Company for acceptance of service of process and notices under the Companies Ordinance (Chapter 622 of the Laws of Hong Kong), and Mr. Sue Ka Lok and Ms. Chan Yuk Yee (both being executive Directors) have been appointed in their stead.

CHANGE OF COMPANY SECRETARY

With effect from 4:00 p.m. on 19 October 2016, Mr. Tsang Wing Hung has resigned as the company secretary of the Company and Ms. Chan Yuk Yee (an executive Director) has been appointed in his stead.

By Order of the Board
EPI (Holdings) Limited
Suen Cho Hung, Paul
Chairman

Hong Kong, 19 October 2016

As at the time of publication of this announcement, the Board comprises six executive Directors, namely Mr. Suen Cho Hung, Paul (Chairman), Mr. Sue Ka Lok (Chief Executive Officer), Ms. Chan Yuk Yee, Mr. Yiu Chun Kong, Mr. Zhu Kai and Mr. Chan Shui Yuen; and three independent non-executive Directors, namely Mr. To Yan Ming, Edmond, Mr. Pun Chi Ping and Ms. Leung Pik Har, Christine.

All the Directors jointly and severally accept full responsibility for the accuracy of the information contained in this announcement and confirm, having made all reasonable enquiries, that to the best of their knowledge, opinions expressed in this announcement have been arrived at after due and careful consideration and there are no other facts not contained in this announcement, the omission of which would make any statement in this announcement misleading.