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## **i-CABLE COMMUNICATIONS LIMITED**

*(Incorporated in Hong Kong with limited liability)*

(Stock Code: 1097)

- (1) RESIGNATION OF DIRECTORS**
- (2) APPOINTMENT OF DIRECTORS**
- (3) CHANGE IN COMPOSITION OF BOARD COMMITTEES**
- (4) CHANGE OF COMPANY SECRETARY AND  
AUTHORISED REPRESENTATIVES**
- (5) CHANGE OF REGISTERED OFFICE ADDRESS AND CONTACT DETAILS**

The Board announces that, with effect from the Closing Date (which is currently expected to be 15 September 2017 based on the expected timetable for the Open Offer as set out in the section headed “**Expected Timetable**” of the Prospectus):

1. each of Tan Sri Dato’ David Chiu, Dr. Cheng Kar-Shun, Henry, Dr. Cheng Chi-Kong, Adrian, Mr. Tsang On Yip, Patrick and Mr. Hoong Cheong Thard will be appointed as non-executive Director, and Tan Sri Dato’ David Chiu and Dr. Cheng Kar-Shun, Henry will be appointed as chairman and vice-chairman of the Board respectively;
2. Mr. Andrew Wah Wai Chiu will be appointed as an executive Director;
3. Mr. Lam Kin-Fung, Jeffrey will be appointed as an independent non-executive Director;
4. Mr. Lam Kin-Fung, Jeffrey will be appointed as the chairman and a member of the Compensation Committee, and each of Tan Sri Dato’ David Chiu and Mr. Hu Shao Ming, Herman will be appointed as a member of the Compensation Committee;
5. Tan Sri Dato’ David Chiu will be appointed as the chairman and a member of the Nomination Committee and Mr. Lam Kin-Fung, Jeffrey will be appointed as a member of the Nomination Committee;
6. each of Mr. Hoong Cheong Thard and Mr. Tang Sing Ming, Sherman will be appointed as a member of the Audit Committee;
7. Mr. Stephen Tin Hoi Ng will resign as executive Director, chief executive officer of the Company and chairman of the Board, and will cease to be the chairman and a member of the Nomination Committee following the effective date of his resignation;
8. Mr. Paul Yiu Cheung Tsui will resign as non-executive Director, and will cease to be a member of the Audit Committee following the effective date of his resignation;
9. Mr. Patrick Yung Wei Wu will resign as independent non-executive Director, and will cease to be a member of each of the Audit Committee and Nomination Committee and the chairman and a member of the Compensation Committee following the effective date of his resignation;
10. Mr. Hui Chung Ying Kevin will resign as the company secretary of the Company and Mr. Kwok Chi Kin will be appointed as the new company secretary of the Company;

11. Mr. Stephen Tin Hoi Ng and Mr. Hui Chung Ying Kevin will cease to act as authorised representatives of the Company under Rule 3.05 of the Listing Rules and Mr. William Jut Ho Kwan and Mr. Kwok Chi Kin will act as authorised representatives of the Company under Rule 3.05 of the Listing Rules; and

12. the Company's registered office address will be changed to 8th Floor, Cable TV Tower, 9 Hoi Shing Road, Tsuen Wan, Hong Kong.

Reference is made to the prospectus dated 10 August 2017 (the "**Prospectus**"), the circular dated 12 May 2017 and the announcements dated 25 August 2017 and 28 August 2017 issued by i-CABLE Communications Limited (the "**Company**"). Unless otherwise defined in this announcement, capitalised terms used herein shall have the same meanings as defined in the Prospectus.

## (1) RESIGNATION OF DIRECTORS

The Board announces that, with effect from the Closing Date (which is currently expected to be 15 September 2017 based on the expected timetable for the Open Offer as set out in the section headed "**Expected Timetable**" of the Prospectus):

- (a) Mr. Stephen Tin Hoi Ng will resign as executive Director, chief executive officer of the Company, and chairman of the Board;
- (b) Mr. Paul Yiu Cheung Tsui will resign as non-executive Director; and
- (c) Mr. Patrick Yung Wei Wu will resign as independent non-executive Director.

Each of the resigning Directors has confirmed that he has no disagreement with the Board and there is no other matter that needs to be brought to the attention of the Shareholders or the Stock Exchange in respect of his resignation.

The Board would like to take this opportunity to express its appreciation to Mr. Stephen Tin Hoi Ng, Mr. Paul Yiu Cheung Tsui and Mr. Patrick Yung Wei Wu for their invaluable contributions to the Company during their tenure of services.

## (2) APPOINTMENT OF DIRECTORS

The Board announces that, with effect from the Closing Date:

- (a) each of Tan Sri Dato' David Chiu, Dr. Cheng Kar-Shun, Henry, Dr. Cheng Chi-Kong, Adrian, Mr. Tsang On Yip, Patrick and Mr. Hoong Cheong Thard will be appointed as non-executive Director, and Tan Sri Dato' David Chiu and Dr. Cheng Kar-Shun, Henry will be appointed as chairman and vice-chairman of the Board respectively;
- (b) Mr. Andrew Wah Wai Chiu will be appointed as an executive Director; and
- (c) Mr. Lam Kin-Fung, Jeffrey will be appointed as an independent non-executive Director.

The relevant information required to be disclosed under the Listing Rules in relation to each of Tan Sri Dato' David Chiu, Dr. Cheng Kar-Shun, Henry, Dr. Cheng Chi-Kong, Adrian, Mr. Andrew Wah Wai Chiu, Mr. Tsang On Yip, Patrick, Mr. Hoong Cheong Thard and Mr. Lam Kin-Fung, Jeffrey ("**New Directors**") is as follows:

**Tan Sri Dato' David CHIU** ("**Tan Sri Dato' David Chiu**") *B.Sc.*, aged 63, holds a double degree of Bachelor of Science in Business Administration and Economics at the University of Sophia, Japan. He is a

prominent businessman with over 30 years' experience in the property development and extensive experience in the hotel development. Since 1978, Tan Sri Dato' David Chiu had been the managing director of Far East Consortium Limited, the predecessor of Far East Consortium International Limited ("FECIL"), which is mainly engaged in property development and investment, hotel operation and management, car park operation as well as property management services, adopting geographical diversification and "Chinese Wallet" strategy, with business covering Hong Kong, Mainland China, Australia, Malaysia, Singapore, the United Kingdom and New Zealand. He was appointed as the deputy chairman and chief executive officer of FECIL on 8 December 1994 and 8 October 1997 respectively. On 8 September 2011, Tan Sri Dato' David Chiu has been appointed as the chairman of FECIL. He was formerly a non-executive director (up to the withdrawal of listing) and is currently a director of Dorsett Hospitality International Limited (formerly known as Kosmopolito Hotels International Limited, a subsidiary of FECIL which withdrew from listing on the Main Board of the Stock Exchange). He was the chairman of the board of directors of AGORA Hospitality Group Co., Ltd., a company listed on the Tokyo Stock Exchange, until 31 March 2015.

He was appointed as the member of the 12th Chinese People's Political Consultative Conference and the chairman of Mid-Autumn Festival Celebration- People and Forces' Committee in 2008. Currently, he is a trustee member of The Better Hong Kong Foundation, an honorary chairman of Mid-Autumn Festival Celebration-People and Forces' Committee, a director and a member of Concerted Efforts Resource Centre, a counsellor of China-United States Exchange Foundation, an honorary chairman of Guangdong Chamber of Foreign Investors, a member of Hong Kong General Chamber of Commerce, a member of the Constitutional Reform Synergy, a member of The Real Estate Developers Association of Hong Kong, a member of Friends of Hong Kong Association Ltd, a member of Pacific Basin Economic Council and a director of three Ju Ching Chu Schools in Hong Kong. In Malaysia, Tan Sri Dato' David Chiu was awarded an honorary award which carried the title "Dato" and a more senior honorary title of "Tan Sri" by His Majesty, King of Malaysia in 1997 and 2005 respectively. He was also awarded the WCEF Lifetime Achievement Awards by Asian Strategy & Leadership Institute in 2013.

Tan Sri Dato' David Chiu is the father of Mr. Andrew Wah Wai Chiu (who will be appointed as an executive Director with effect from the Closing Date) and the brother of the brother-in-law of Mr. Sherman Sing Ming Tang, an independent non-executive Director. As at the date of this announcement, the Underwriter is beneficially owned as to 24.5% by Tan Sri Dato' David Chiu and Tan Sri Dato' David Chiu is a director of the Underwriter. As disclosed in the Company's announcement dated 28 August 2017, the Underwriter will become a controlling shareholder of the Company immediately upon the completion of the Open Offer, subject to the Underwriting Agreement becoming unconditional and not being terminated in accordance with its terms.

Tan Sri Dato' David Chiu has signed an appointment letter with the Company pursuant to which he has agreed to act as a non-executive Director for an initial term of three years commencing from the Closing Date and renewable automatically for successive terms of three years upon expiry of the then current term of his appointment, unless terminated in accordance with the terms of his appointment letter. Tan Sri Dato' David Chiu is also subject to retirement by rotation and re-election in accordance with the provisions of the articles of association of the Company ("Articles"). Pursuant to the appointment letter, Tan Sri Dato' David Chiu is entitled to receive a director's fee of HK\$60,000 per annum and such other benefits as may be determined by, and at the discretion of, the Board from time to time. Tan Sri Dato' David Chiu's emolument was determined and will be reviewed by the Board annually with reference to his qualifications, experience, duties and responsibilities with the Company, as well as the Group's performance and the prevailing market conditions.

As at the date of this announcement and save as disclosed above, Tan Sri Dato' David Chiu (i) did not have any relationship with any Directors or any other New Directors, senior management or substantial or controlling shareholders of the Company; (ii) did not have any interest in shares of the Company within the meaning of Part XV of the SFO and (iii) had not been involved in any of the matters mentioned under paragraphs (h) to (v) of Rule 13.51(2) of the Listing Rules.

**Dr. CHENG Kar-Shun, Henry** (“**Dr. Cheng**”) *GBM, GBS*, aged 70, is the chairman and executive director of New World Development Company Limited, NWS Holdings Limited and Chow Tai Fook Jewellery Group Limited, the chairman and non-executive director of New World Department Store China Limited, Newton Resources Ltd and FSE Engineering Holdings Limited, an independent non-executive director of HKR International Limited and Hang Seng Bank Limited, and a non-executive director of SJM Holdings Limited, all of them are listed public companies in Hong Kong. He was the chairman and managing director of New World China Land Limited, a listed public company in Hong Kong until its delisting on 4 August 2016. He was the chairman and executive director of International Entertainment Corporation, a listed public company in Hong Kong, up to his resignation on 10 June 2017, and a non-executive director of Lifestyle International Holdings Limited, a listed public company in Hong Kong, up to his retirement on 4 May 2015. He is a director of Cheng Yu Tung Family (Holdings) Limited, Cheng Yu Tung Family (Holdings II) Limited, Chow Tai Fook Capital Limited, Chow Tai Fook (Holding) Limited and Chow Tai Fook Enterprises Limited.

Dr. Cheng is the chairman of the Advisory Council for The Better Hong Kong Foundation and a Standing Committee Member of the Twelfth Chinese People’s Political Consultative Conference of The People’s Republic of China. In 2017, Dr. Cheng was awarded the Grand Bauhinia Medal by the Government of the Hong Kong Special Administrative Region.

Dr. Cheng is the father of Dr. Cheng Chi-Kong, Adrian (who will be appointed as a non-executive Director with effect from the Closing Date) and the uncle of the spouse of Mr. Tsang On Yip, Patrick (who will be appointed as a non-executive Director with effect from the Closing Date). As at the date of this announcement, the Underwriter is owned as to (i) 31.5% by Celestial Pioneer Limited, which is wholly-owned by Dr. Cheng, and (ii) 14% by Celestial Channel Limited, which is wholly-owned by Chow Tai Fook Enterprises Limited. As disclosed in the Company’s announcement dated 28 August 2017, the Underwriter will become a controlling shareholder of the Company immediately upon the completion of the Open Offer, subject to the Underwriting Agreement becoming unconditional and not being terminated in accordance with its terms.

Dr. Cheng has signed an appointment letter with the Company pursuant to which he has agreed to act as a non-executive Director for an initial term of three years commencing from the Closing Date and renewable automatically for successive terms of three years upon expiry of the then current term of his appointment, unless terminated in accordance with the terms of his appointment letter. Dr. Cheng is also subject to retirement by rotation and re-election in accordance with the provisions of the Articles. Pursuant to the appointment letter, Dr. Cheng is entitled to receive a director’s fee of HK\$60,000 per annum and such other benefits as may be determined by, and at the discretion of, the Board from time to time. Dr. Cheng’s emolument was determined and will be reviewed by the Board annually with reference to his qualifications, experience, duties and responsibilities with the Company, as well as the Group’s performance and the prevailing market conditions.

As at the date of this announcement and save as disclosed above, Dr. Cheng (i) did not have any relationship with any Directors or any other New Directors, senior management or substantial or controlling shareholders of the Company; (ii) did not have any interest in shares of the Company within the meaning of Part XV of the SFO and (iii) had not been involved in any of the matters mentioned under paragraphs (h) to (v) of Rule 13.51(2) of the Listing Rules.

**Dr. CHENG Chi-Kong, Adrian** (“**Dr. Adrian Cheng**”) *JP*, aged 37, is the executive vice-chairman and general manager of New World Development Company Limited. Dr. Adrian Cheng is an executive director of New World Department Store China Limited and Chow Tai Fook Jewellery Group Limited and a non-executive director of Giordano International Limited, all being listed public companies in Hong Kong. He is an executive director of New World China Land Limited, a listed public company in Hong Kong until its delisting on 4 August 2016. He was an executive director of International Entertainment Corporation up to his resignation on 10 June 2017 and a non-executive vice chairman of Modern Media Holdings Limited up to his resignation on 26 August 2017, both being listed public companies in Hong Kong. He is a director of Chow Tai Fook (Holding) Limited and Chow Tai Fook Enterprises Limited. He is also the chairman of New World Group Charity Foundation Limited and a director of certain subsidiaries of New World Development

Company Limited. Dr. Adrian Cheng worked in a major international bank prior to joining the New World Development Group in September 2006 and has substantial experience in corporate finance.

Dr. Adrian Cheng holds a Bachelor of Arts Degree (cum laude) from Harvard University, and was conferred the Honorary Doctorate of Humanities by the Savannah College of Art and Design. He is the vice-chairman of the Youth Federation of the Central State-owned Enterprises, the vice-chairman of All-China Youth Federation, a member of the Tianjin Municipal Committee of The Chinese People's Political Consultative Conference, the chairman of China Young Leaders Foundation, the chairman of K11 Art Foundation Limited and a member of Board of the West Kowloon Cultural District Authority.

He is the son of Dr. Cheng Kar-Shun, Henry (who will be appointed as a non-executive Director and the vice-chairman of the Board with effect from the Closing Date), and the cousin of the spouse of Mr. Tsang On Yip, Patrick (who will be appointed as a non-executive Director with effect from the Closing Date). As at the date of this announcement, the Underwriter is owned as to 14% by Celestial Channel Limited, which is wholly-owned by Chow Tai Fook Enterprises Limited. As disclosed in the Company's announcement dated 28 August 2017, the Underwriter will become a controlling shareholder of the Company immediately upon the completion of the Open Offer, subject to the Underwriting Agreement becoming unconditional and not being terminated in accordance with its terms.

Dr. Adrian Cheng has signed an appointment letter with the Company pursuant to which he has agreed to act as a non-executive Director for an initial term of three years commencing from the Closing Date and renewable automatically for successive terms of three years upon expiry of the then current term of his appointment, unless terminated in accordance with the terms of his appointment letter. Mr. Chiu is also subject to retirement by rotation and re-election in accordance with the provisions of the Articles. Pursuant to the appointment letter, Dr. Adrian Cheng is entitled to receive a director's fee of HK\$60,000 per annum and such other benefits as may be determined by, and at the discretion of, the Board from time to time. Dr. Adrian Cheng's emolument was determined and will be reviewed by the Board annually with reference to his qualifications, experience, duties and responsibilities with the Company, as well as the Group's performance and the prevailing market conditions.

As at the date of this announcement and save as disclosed above, Dr. Adrian Cheng (i) did not have any relationship with any Directors or any other New Directors, senior management or substantial or controlling shareholders of the Company; (ii) did not have any interest in shares of the Company within the meaning of Part XV of the SFO and (iii) had not been involved in any of the matters mentioned under paragraphs (h) to (v) of Rule 13.51(2) of the Listing Rules.

**Mr. Andrew Wah Wai CHIU ("Mr. Chiu")**, aged 28, is the founder and the executive chairman of Land Pacific Limited, Deacon House International Limited and Ariana Social Community Limited. Land Pacific Limited was formed in 2013 is a property development company focusing on residential and commercial developments in South East Asia. Deacon House International Limited formed in 2015 is a hotel company based on Chinese contemporary designs and influences, exemplifying Chinese cultures and traditions with a modern twist. Ariana Social Community Limited formed in 2016 is a community based student housing company with its flagship property in Farringdon, London and projects pipelined in England, Australia and North America.

Mr. Chiu started his career with DTZ Hong Kong in 2008, he joined FECIL in 2009 and was appointed as the business development manager of FECIL in 2012. He is responsible for property investment and development for FECIL. From 2015, Mr. Chiu serves as the assistant to the chairman of FECIL. He is also a director of Malaysia Land Properties Sdn Bhd, and Land & General Berhad, a company listed on the Bursa Malaysia. He is a member of Hong Kong General Chamber of Commerce and a member of The Real Estate Developers Association of Hong Kong.

Mr. Chiu is the son of Tan Sri Dato' David Chiu (who will be appointed as a non-executive Director and chairman of the Board with effect from the Closing Date) and the nephew of the brother-in-law of Mr. Sherman Sing Ming Tang, an independent non-executive Director.

Mr. Chiu has signed an appointment letter with the Company pursuant to which he has agreed to act as an executive Director for an initial term of three years commencing from the Closing Date and renewable automatically for successive terms of three years upon expiry of the then current term of his appointment, unless terminated in accordance with the terms of his appointment letter. Mr. Chiu is also subject to retirement by rotation and re-election in accordance with the provisions of the Articles. Pursuant to the appointment letter, Mr. Chiu is entitled to receive a director's fee of HK\$60,000 per annum and such other benefits as may be determined by, and at the discretion of, the Board from time to time. Mr. Chiu's emolument was determined and will be reviewed by the Board annually with reference to his qualifications, experience, duties and responsibilities with the Company, as well as the Group's performance and the prevailing market conditions.

As at the date of this announcement and save as disclosed above, Mr. Chiu (i) did not have any relationship with any Directors or any other New Directors, senior management or substantial or controlling shareholders of the Company; (ii) did not have any interest in shares of the Company within the meaning of Part XV of the SFO and (iii) had not been involved in any of the matters mentioned under paragraphs (h) to (v) of Rule 13.51(2) of the Listing Rules.

**Mr. TSANG On Yip, Patrick** (“**Mr. Tsang**”), aged 46, is a director and chief executive officer of Chow Tai Fook Enterprises Limited. Mr. Tsang is an executive director of Melbourne Enterprise Limited and UMP Healthcare Holdings Limited, a non-executive director of Greenheart Group Limited and Integrated Waste Solutions Group Holdings Limited, all of which are listed public companies in Hong Kong. Mr. Tsang is also a director of Cheng Yu Tung Foundation Limited and Chow Tai Fook (Holding) Limited and the governor of Chow Tai Fook Charity Foundation Limited. He obtained a bachelor of arts degree in Economics from Columbia College of Columbia University in New York, USA.

Mr. Tsang's spouse is a niece of Dr. Cheng Kar Shun, Henry (who will be appointed as a non-executive Director and the vice-chairman of the Board with effect from the Closing Date) and a cousin of Dr. Cheng Chi Kong, Adrian (who will be appointed as a non-executive Director with effect from the Closing Date).

Mr. Tsang has signed an appointment letter with the Company pursuant to which he has agreed to act as a non-executive Director for an initial term of three years commencing from the Closing Date and renewable automatically for successive terms of three years upon expiry of the then current term of his appointment, unless terminated in accordance with the terms of his appointment letter. Mr. Tsang is also subject to retirement by rotation and re-election in accordance with the provisions of the Articles. Pursuant to the appointment letter, Mr. Tsang is entitled to receive a director's fee of HK\$60,000 per annum and such other benefits as may be determined by, and at the discretion of, the Board from time to time. Mr. Tsang's emolument was determined and will be reviewed by the Board annually with reference to his qualifications, experience, duties and responsibilities with the Company, as well as the Group's performance and the prevailing market conditions.

As at the date of this announcement and save as disclosed above, Mr. Tsang (i) did not have any relationship with any Directors or any other New Directors, senior management or substantial or controlling shareholders of the Company; (ii) did not have any interest in shares of the Company within the meaning of Part XV of the SFO and (iii) had not been involved in any of the matters mentioned under paragraphs (h) to (v) of Rule 13.51(2) of the Listing Rules.

**Mr. HOONG Cheong Thard** (“**Mr. Hoong**”) *B.Eng. ACA*, aged 48, is an executive director of FECIL since August 2012. He joined FECIL in September 2008 as the managing director. He is responsible for the formulation and implementation of FECIL's overall strategies for development.

Prior to joining FECIL, Mr. Hoong was the chief executive officer of China LotSynergy Holdings Limited (stock code: 1371), where he retired as a non-executive director of the company with effect from 1 June 2017. Mr. Hoong was an investment banker for over 12 years and had held senior positions at Deutsche Bank and

UBS where he was responsible for corporate finance business in Asia. He was formerly a non-executive director (up to the withdrawal of listing) and is currently a director of Dorsett Hospitality International Limited (formerly known as Kosmopolito Hotels International Limited and withdrew from listing on the Hong Kong Stock Exchange, a subsidiary of FECIL), was a director of AGORA Hospitality Group Co., Ltd., a company listed on the Tokyo Stock Exchange, until March 2017 and is a non-independent and non-executive director of Land & General Berhad, a company listed on the Bursa Malaysia. Mr. Hoong is also a director of the Underwriter.

Mr. Hoong is a member of the Institute of Chartered Accountants in England and Wales and holds a bachelor's degree in Mechanical Engineering from Imperial College, University of London.

Mr. Hoong has signed an appointment letter with the Company pursuant to which he has agreed to act as a non-executive Director for an initial term of three years commencing from the Closing Date and renewable automatically for successive terms of three years upon expiry of the then current term of his appointment, unless terminated in accordance with the terms of his appointment letter. Mr. Hoong is also subject to retirement by rotation and re-election in accordance with the provisions of the Articles. Pursuant to the appointment letter, Mr. Hoong is entitled to receive a director's fee of HK\$60,000 per annum and such other benefits as may be determined by, and at the discretion of, the Board from time to time. Mr. Hoong's emolument was determined and will be reviewed by the Board annually with reference to his qualifications, experience, duties and responsibilities with the Company, as well as the Group's performance and the prevailing market conditions.

As at the date of this announcement and save as disclosed above, Mr. Hoong (i) did not have any relationship with any Directors or any other New Directors, senior management or substantial or controlling shareholders of the Company; (ii) did not have any interest in shares of the Company within the meaning of Part XV of the SFO and (iii) had not been involved in any of the matters mentioned under paragraphs (h) to (v) of Rule 13.51(2) of the Listing Rules.

**Mr. LAM Kin-Fung, Jeffrey** (“**Mr. Lam**”), *GBS, JP*, aged 65, holds a bachelor degree in mechanical engineering from Tufts University in the United States. He has over 30 years of experience in the toy industry and is currently the managing director of Forward Winsome Industries Limited which is engaged in toy manufacturing.

Mr. Lam is an independent non-executive director of Chow Tai Fook Jewellery Group Limited, C C Land Holdings Limited, China Overseas Grand Oceans Group Limited, Wynn Macau, Limited and HNA Holding Group Company Limited (formerly known as HNA International Investment Holdings Limited), all of which are listed public companies in Hong Kong. He was also an independent non-executive director of Hsin Chong Group Holdings Limited until his resignation on 10 May 2014 and Bracell Limited until his resignation on 1 November 2016 after its delisting.

Mr. Lam is a member of the National Committee of the Chinese People's Political Consultative Conference. He also holds a number of other public and community service positions including being a non-official member of the Executive Council and a member of the Legislative Council in Hong Kong, the chairman of the Assessment Committee of Mega Events Fund, a member of the board of Airport Authority Hong Kong, a general committee member of the Hong Kong General Chamber of Commerce, the chairman of Independent Commission Against Corruption (ICAC) Complaints Committee, a member of Fight Crime Committee, a director of the Hong Kong Mortgage Corporation Limited and a member of the board of directors of Heifer International-Hong Kong.

Mr. Lam has signed an appointment letter with the Company pursuant to which he has agreed to act as an independent non-executive Director for an initial term of three years commencing from the Closing Date and renewable automatically for successive terms of three years upon expiry of the then current term of his appointment, unless terminated in accordance with the terms of his appointment letter. Mr. Lam is also subject to retirement by rotation and re-election in accordance with the provisions of the Articles. Pursuant to

the appointment letter, Mr. Lam is entitled to receive a director's fee of HK\$60,000 per annum and such other benefits as may be determined by, and at the discretion of, the Board from time to time. Mr. Lam's emolument was determined and will be reviewed by the Board annually with reference to his qualifications, experience, duties and responsibilities with the Company, as well as the Group's performance and the prevailing market conditions.

As at the date of this announcement and save as disclosed above, Mr. Lam (i) did not have any relationship with any Directors or any other New Directors, senior management or substantial or controlling shareholders of the Company; (ii) did not have any interest in shares of the Company within the meaning of Part XV of the SFO and (iii) had not been involved in any of the matters mentioned under paragraphs (h) to (v) of Rule 13.51(2) of the Listing Rules.

Save as disclosed in this announcement, there is no other information required to be disclosed pursuant to any of the requirements under Rule 13.51(2) of the Listing Rules nor are there any other matters that need to be brought to the attention of shareholders of the Company in relation to the above appointments.

The Company would like to extend its welcome to the New Directors in joining the Board with effect from the Closing Date.

### **(3) CHANGE IN COMPOSITION OF BOARD COMMITTEES**

The Board announces that, with effect from the Closing Date:

- (a) Tan Sri Dato' David Chiu will be appointed as the chairman and a member of the nomination committee of the Board ("**Nomination Committee**"), and Mr. Lam Kin-Fung, Jeffrey will be appointed as a member of the Nomination Committee;
- (b) each of Mr. Hoong Cheong Thard and Mr. Tang Sing Ming, Sherman will be appointed as a member of the audit committee of the Board ("**Audit Committee**");
- (c) Mr. Lam Kin-Fung, Jeffrey will be appointed as the chairman and a member of the compensation committee of the Board ("**Compensation Committee**"), and each of Tan Sri Dato' David Chiu and Mr. Hu Shao Ming, Herman will be appointed as a member of the Compensation Committee;
- (d) following his resignation as an executive Director, Mr. Stephen Tin Hoi Ng will cease to be the chairman and a member of the Nomination Committee;
- (e) following his resignation as a non-executive Director, Mr. Paul Yiu Cheung Tsui will cease to be a member of the Audit Committee; and
- (f) following his resignation as an independent non-executive Director, Mr. Patrick Yung Wei Wu will cease to be a member of each of the Audit Committee and the Nomination Committee, and the chairman and a member of the Compensation Committee.

### **(4) CHANGE OF COMPANY SECRETARY AND AUTHORISED REPRESENTATIVES**

The Board announces that:

- (a) Mr. Hui Chung Ying Kevin ("**Mr. Hui**") has tendered his resignation as the company secretary of the Company with effect from the Closing Date. Mr. Hui has confirmed that he has no disagreement with the Board and there is no other matter that needs to be brought to the attention of the Shareholders or the Stock Exchange in respect of his resignation; and
- (b) with effect from the Closing Date, Mr. Kwok Chi Kin will be appointed as the new company secretary of the Company.



**Mr. KWOK Chi Kin** (“**Mr. Kwok**”), aged 41, obtained his Bachelor of Business Administration in Finance with First Class Honours from Hong Kong University of Science and Technology. He is a fellow of the Hong Kong Institute of Certified Public Accountants and the Association of Chartered Certified Accountants, and an associate member of the Hong Kong Institute of Chartered Secretaries and the Institute of Chartered Secretaries and Administrators. He has over 15 years of experience in auditing, accounting and financial management, company secretarial practice, and corporate governance. Prior to joining the Group, he was the chief financial officer and the company secretary of International Entertainment Corporation, a company listed on the Main Board of the Stock Exchange, from May 2004 to June 2017.

The Company would like to express its gratitude to Mr. Hui for his contributions to the Company during his tenure of service and also extends its welcome to Mr. Kwok on his appointment with effect from the Closing Date.

The Board further announces that, with effect from the Closing Date, each of Mr. Stephen Tin Hoi Ng and Mr. Hui will cease to act as an authorised representative of the Company under Rule 3.05 of the Listing Rules and each of Mr. William Jut Ho Kwan and Mr. Kwok will act as an authorised representative of the Company under Rule 3.05 of the Listing Rules.

## **(5) CHANGE OF REGISTERED OFFICE ADDRESS AND CONTACT DETAILS**

The Board announces that, with effect from the Closing Date, the Company’s registered office address and contact details will be changed as follows:

Registered office : 8th Floor, Cable TV Tower, 9 Hoi Shing Road, Tsuen Wan, Hong Kong  
Telephone number : (852) 2112 6868  
Fax number : (852) 2112 7878

## **REMAINING CONDITIONS OF THE OPEN OFFER**

As at the date of this announcement, conditions (1), (2), (3)(a), (3)(b), (4), (5), (6) (as to delivery of the Undertaking), (7), (8), (10), (12) and (13) of the Open Offer as set out under the paragraph headed “**Conditions precedent**” in the Prospectus have been fulfilled.

**Shareholders and potential investors should note that the completion of the Open Offer is still conditional upon the fulfilment or waiver (where applicable) of the remaining conditions precedent of the Open Offer as set out in the Prospectus on or before the Conditions Fulfilment Date. Accordingly, the Open Offer may or may not become unconditional and may or may not proceed. Shareholders and potential investors are advised to exercise caution when dealing in the Shares, and if they are in any doubt about their position, they should consult their professional advisers.**

It is expected that the Underwriting Agreement and the Open Offer shall become unconditional by the first day of dealings in the Offer Shares (which is currently expected to be 15 September 2017 based on the expected timetable for the Open Offer as set out in the section headed “**Expected Timetable**” in the Prospectus). Further announcement(s) will be made by the Company in relation to the fulfilment or waiver (where applicable) of the remaining conditions precedent of the Open Offer and the completion of the Open Offer.

By order of the Board  
**i-CABLE COMMUNICATIONS LIMITED**  
**Kevin C. Y. Hui**  
Company Secretary

Hong Kong, 13 September 2017

*As at the date of this announcement, the Board comprises Mr. Stephen T. H. Ng, Mr. William J. H. Kwan and Mr. Paul Y. C. Tsui, together with four independent non-executive directors, namely, Mr. Herman S. M. Hu, Mr. Roger K. H. Luk, Mr. Sherman S. M. Tang and Mr. Patrick Y. W. Wu.*