

DIRECTORS, SENIOR MANAGEMENT AND STAFF

BOARD OF DIRECTORS

Except as otherwise disclosed in this prospectus, none of our Directors have had directorships in companies listed in Hong Kong within the past three years of the date of this prospectus. In addition, except as otherwise disclosed in this prospectus, none of our Directors, when joining our Group, have had relationships with our Directors, senior management or Substantial Shareholders.

The Board consists of nine Directors, including six executive Directors and three independent non-executive Directors. The table below sets forth information regarding the Board:

Name	Age	Position and Roles	Appointment Date
Liang Ronald (梁鵬程)	64	Chairman, executive Director and chairman of nomination committee	13 May 2013
Fu Chin Shing (符展成)	47	Chief executive officer, executive Director, authorised representative, compliance officer and member of remuneration committee	5 December 2013
Wang Jun You (王君友)	49	Executive Director	5 December 2013
Lo Kin Nang (盧建能)	44	Executive Director	5 December 2013
Ng Kwok Fai (吳國輝)	43	Executive Director	5 December 2013
He Xiao (何曉)	46	Executive Director	5 December 2013
Lo Wai Hung (盧偉雄)	53	Independent non-executive Director, chairman of audit committee and member of remuneration committee	5 December 2013
Wang Julius (王哲身)	52	Independent non-executive Director, member of audit committee and nomination committee	5 December 2013
Yu Chi Hang (余熾鏗) (alias, Yue Chi Hang)	64	Independent non-executive Director, chairman of remuneration committee, member of audit committee and nomination committee	5 December 2013

Executive Directors

Mr. Liang Ronald (梁鵬程), aged 64, was appointed a Director on 13 May 2013 and redesignated as the chairman of our Group and an executive Director on 5 December 2013. Mr. Liang is a founder of our Group and is responsible for the overall corporate development of our Group, managing our relationships with our clients and exploring new business opportunities. Mr. Liang graduated from the school of architecture of the South Australian Institute of Technology, Adelaide, Australia with a diploma in technology (architecture) in 1975.

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Mr. Liang has over 30 years of experience in the architectural service industry with over 25 years of experience in Hong Kong. Prior to the establishment of Liang Wong Kou & Partners HK in 1985, Mr. Liang developed his career in architectural practices in Australia. Mr. Liang has also gained project experience from numerous projects in Hong Kong, the PRC, Macau and South Korea. In terms of community service, Mr. Liang is currently an executive committee member of the Association of Architectural Practices in Hong Kong.

Mr. Liang has been a registered architect in the state of New South Wales since 1980, an authorised person (architect) since 1984, a registered architect in Hong Kong since 1991, and a class 1 registered architect in the PRC since 2004. He also holds memberships in the following institutes:

- the Australian Institute of Architects since 1977;
- the Royal Institute of British Architects since 1981; and
- the HKIA since 1989.

Mr. Fu Chin Shing (符展成), aged 47, was appointed as the chief executive officer of our Group and an executive Director on 5 December 2013. He joined our Group in 1991 and was promoted to the rank of director in 1998. He is primarily responsible for overseeing the overall operations and strategic planning of our Group, managing our relationships with our clients and exploring new business opportunities. He graduated from the University of Hong Kong with a bachelor's degree of arts in architectural studies in 1988 and a bachelor's degree in architecture in 1991.

Mr. Fu has over 22 years of experience in the architectural service industry in Hong Kong and the PRC.

He has been an authorised person (architect) and a registered architect in Hong Kong since 1993 and a class 1 registered architect in the PRC since 2004. He also holds professional membership in the HKIA since 1992.

Mr. Wang Jun You (王君友), aged 49, was appointed as an executive Director on 5 December 2013. Mr. Wang joined our Group with the rank of director in 2011. Mr. Wang is primarily responsible for strategic planning and overseeing our operations in the PRC, managing our relationships with our clients and exploring new business opportunities. He graduated from Tsinghua University with a master's degree in architecture in 1989.

Mr. Wang has over 25 years of experience in the architectural service industry in the PRC. He has obtained a class 1 registered architect in the PRC since 2001. Prior to joining our Group, Mr. Wang has gained managerial experience in architectural companies in the PRC. He has been involved in residential projects in the PRC. Mr. Wang is the spouse of Ms. Li Min, a member of our senior management.

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Mr. Lo Kin Nang (盧建能), aged 44, was appointed as an executive Director on 5 December 2013. He joined our Group in 1997 and was promoted to the rank of director in 2010. He is responsible for strategic planning, our corporate development and overseeing our operations in Hong Kong. He graduated from the University of New South Wales in Australia with a bachelor's degree in architecture in 1996.

Mr. Lo has over 15 years of experience in the architectural service industry mainly in Hong Kong by being involved in projects in Hong Kong and the PRC. He served as an evaluation expert member of the Shenzhen Construction Bureau (深圳市住房和建設局建設工程評標專家庫專家成員) in 2012.

Mr. Lo has been a registered architect in Hong Kong since 2001, a class 1 registered architect in the PRC since 2008, and a BEAM Pro since 2011. He also holds professional membership in the HKIA since 2001.

Mr. Ng Kwok Fai (吳國輝), aged 43, was appointed as an executive Director on 5 December 2013. He initially joined our Group in 1996 and later rejoined in 2004. He was promoted to the rank of director in 2010 and is responsible for overseeing our operations in Hong Kong. He graduated from the University of Hong Kong with a bachelor's degree in arts (architectural studies) in 1992 and a master's degree in architecture in 1995.

Mr. Ng has over 16 years of experience in the architectural service industry in Hong Kong. He was involved in our Group's projects in Hong Kong and the PRC.

Mr. Ng has been a registered architect in Hong Kong since 1998, an authorised person (architect) since 1999, and a class 1 registered architect in the PRC since 2008. He also holds professional membership in the HKIA since 1998.

Mr. He Xiao (何曉), aged 46, was appointed as an executive Director on 5 December 2013. He joined our Group with the rank of director in 2007 and is responsible for overseeing our operations in the PRC. He graduated from Huazhong University of Science & Technology (華中科技大學) in 1988 with a bachelor's degree in architecture.

Mr. He has over 9 years of experience in the architectural service industry. He has gained project experience by being involved in architectural design, urban and landscape design projects in the PRC.

Independent non-executive Directors

Mr. Lo Wai Hung (盧偉雄), aged 53, was appointed as an independent non-executive Director on 5 December 2013. He graduated from James Cook University of North Queensland with a bachelor's degree in commerce in 1985. He is an associate member of the Institute of Chartered Accountants in Australia and a fellow member of the Hong Kong Institute of Certified Public Accountants. Mr. Lo has experience in auditing, finance and management. He is currently the financial controller of an oil trading and bunkering company. He served as director and financial controller of China Resources Development Investment Co., Limited from September 1998 to June 2002. He worked in the audit departments of international auditing firms between February 1989 and July 1995.

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Mr. Lo is an independent non-executive director of Shandong Weigao Group Medical Polymer Company Limited (stock code: 1066) and Talent Property Group Limited (stock code: 760), the shares of both companies are listed on the Stock Exchange and an independent director of China Merchant Property Development Co. Ltd. (stock code: 000024), the shares of which are listed on the Shenzhen Stock Exchange. Mr. Lo was an independent non-executive director of Ngai Lik Industrial Holdings Limited (stock code: 332), the shares of which are listed on the Stock Exchange, between May 2011 and January 2013.

Mr. Wang Julius (王哲身), aged 52, was appointed as an independent non-executive Director on 5 December 2013. He received his undergraduate studies in economics at the University of New Hampshire and a master's degree in business administration from Harvard Business School in 1991. Mr. Wang has experience in the investment management industry. He is currently a managing director of Samena Asia Managers Limited. Mr. Wang was previously a managing director of China Apollo Holdings Limited (stock code: 512) between July 1997 and December 1998 and a non-executive director of Symphony Holdings Limited (stock code: 1223) between June 2001 and September 2001, the shares of both companies are listed on the Stock Exchange.

Mr. Yu Chi Hang (alias, Yue Chi Hang) (余熾鏗), aged 64, was appointed as an independent non-executive Director on 5 December 2013. He graduated from the University of Hong Kong with a bachelor's degree in architectural studies in 1972 and a bachelor's degree in architecture in November 1974. He also holds professional membership in the HKIA since 1976. Mr. Yu has over 32 years of service with the Hong Kong government. He joined the Hong Kong government as graduate architect in 1976 and was promoted to chief architect in February 1988. He was appointed as the deputy director of the Architectural Services Department in July 1998. He took up the position of director of the Architectural Services Department in November 2002 and retired in July 2009. Mr. Yu received the Silver Bauhinia Star award from the Hong Kong government in 2009 and was previously an official Justice of the Peace.

Save as disclosed above, none of our Directors has been a director of other listed entities for the three years immediately preceding the date of this prospectus.

Please refer to the paragraph headed "Particulars of service agreements" in Appendix IV to this prospectus for information regarding particulars of our Directors' service agreements and emoluments and information regarding their respective interests (if any) in the Shares within the meaning of Part XV of the SFO. As at the Latest Practicable Date, save for the interests of Mr. Liang, Mr. Fu and Mr. Wang in the Shares which are disclosed herein, none of our Directors have any interest in the Shares within the meaning of Part XV of the SFO.

Save as disclosed above, to the best of the knowledge, information and belief of our Directors having made all reasonable enquiries, there are no other matters with respect to the appointment of our Directors that need to be brought to the attention of our Shareholders and there is no information relating to our Directors that is required to be disclosed pursuant to any of the requirements of Rules 17.50(2)(h) to (v) of the GEM Listing Rules as at the Latest Practicable Date.

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Our Directors do not have any interest in any business that competes or is likely to compete, either directly or indirectly, with our Group's business.

SENIOR MANAGEMENT

Mr. Chan Pak Yuen (陳柏源), aged 36, is our director of architecture. He is responsible for our operations in Shenzhen. Mr. Chan graduated from the University of Hong Kong with a bachelor's degree in architectural studies and a master's degree in architecture in December 1999 and December 2002, respectively. He joined our Group in July 2002 as an architectural assistant and was promoted to director in April 2012. Mr. Chan has been a registered architect in Hong Kong and has held professional membership in the HKIA since 2006.

Ms. Yu Wing Sze (余詠詩), aged 37, is our company secretary, authorised representative and chief financial officer. She is responsible for overseeing the overall financial management of our Group. Ms. Yu graduated from the University of Hong Kong with a bachelor's degree in accounting and finance in December 1998. She joined our Group and served as finance and accounting director of LWK (Hong Kong) in August 2011. Prior to that, Ms. Yu worked in Deloitte Touche Tohmatsu CPA Ltd since 2004 and left as a senior manager in August 2010. She has been a certified public accountant of the Hong Kong Institute of Certified Public Accountants since 2003. She was admitted as a member and a fellow of the Association of Chartered Certified Accountants in November 2001 and December 2006, respectively.

Mr. Lai Wing Chau Niki (黎永宙), aged 41, is our director of landscape. He is responsible for the operations of our landscape department. Mr. Lai graduated from the California State Polytechnic University with a bachelor's degree in landscape architecture in December 1997. He first joined our Group as a project director between September 2007 and November 2008 and then returned to our Group in January 2011 and has held the current position since then. Mr. Lai worked at Team 73 HK Limited as a landscape architect between December 1997 and May 1998. He then worked for several companies managing landscape projects before serving at ERM-Hong Kong, Limited as a senior landscape designer between December 2008 and December 2010. Mr. Lai has been a member of the Hong Kong Institute of Landscape Architects since 2002.

Mr. Chan Chui Man (陳聚文), aged 38, is our associate director of architecture. He is responsible for assisting our executive Directors in overseeing our operations in Hong Kong. Mr. Chan graduated from the University of Hong Kong with a bachelor's degree in architectural studies and a master's degree in architecture in December 1997 and November 2000, respectively. He joined our Group in June 2000 as an architectural assistant and was promoted to associate director in 2012. Mr. Chan has been a registered architect in Hong Kong since 2003, a LEED AP of US Green Building Council since 2009 and a BEAM Pro since 2011. He has held professional membership in the HKIA since 2003.

Mr. Ma Kwai Lam Lambert (馬桂霖), aged 45, is our associate director of architecture. He is responsible for assisting our executive Directors in overseeing our operations in Hong Kong. Mr. Ma graduated from Virginia Polytechnic Institute and State University, USA with a bachelor's degree in architecture in 1995. He joined our Group in

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July 2009 and was promoted to associate director in April 2012. Mr. Ma started his career at Ma & Fong & Associates Limited in 1995 and later joined Liang Peddle Thorp Architects and Planners Limited as an architectural assistant in 1998. He then served as a senior project designer at Leigh & Orange Ltd. between 2005 and 2009. Mr. Ma has held professional membership in the HKIA since 2011 and has been a registered architect in Hong Kong since 2012.

Ms. Li Min (李敏), aged 49, is the chief financial officer of LWK Yiheng. She is responsible for the finance, administration and human resources management for our operations in the PRC. Ms. Li graduated from the Liaoning University (遼寧大學) with a bachelor's degree in biology in July 1988. Before joining our Group in 2011, Ms. Li served as chief financial officer and deputy general manager in the Shenzhen branch of United Architects & Engineers Co., Ltd (北京中聯環建文建築設計有限公司) between December 2008 and January 2011. She was an engineer at Shenzhen General Institute of Architectural Design and Research Co., Ltd. (深圳市建築設計研究總院有限公司) between July 1993 and December 2008. Ms. Li was accredited as an engineer (工程師) by the Title Management Office of Shenzhen City (Second Evaluation Committee of Engineer Qualification of Construction Engineering) (深圳市職稱管理辦公室(深圳市建築工程技術工程師資格第二評審委員會)) in November 1999. Ms. Li is the spouse of Mr. Wang, our executive Director and significant Shareholder.

Ms. Zhang Li Juan (張麗娟), aged 49, is our operations and contract manager (經營合約部經理) in the PRC. She is responsible for the operations and contract management for our projects in the PRC. Ms. Zhang graduated from Chongqing Professional Construction College (重慶建築專科學校) with a professional certificate in management in construction engineering (建築工程管理專業) in July 1988. Before joining our Group in May 2011, Ms. Zhang served as a manager in the costs department (成本部經理) at Shenzhen Meijiangan Real Estate Development Co., Ltd. (深圳市梅江南投資發展有限公司) between January 2006 and April 2011. Between September 2000 and December 2005, she worked in Shenzhen Supreme Engineering Co., Ltd (深圳市超卓工程有限公司) as an operation manager (經營部經理). She was accredited as an engineer (工程師) by the Title Reform Leading Group Office of Hebei Province (河北省職稱改革領導小組辦公室) in March 1998.

Save as disclosed above, none of our senior management has been a director of other listed entities for the three years immediately preceding the date of this prospectus.

COMPANY SECRETARY

Ms. Yu Wing Sze is our company secretary of our Company. Details of her qualifications and experience are set out in the paragraph headed "Senior Management" above in this section.

COMPLIANCE OFFICER

Mr. Fu is the compliance officer of our Company. Details of his qualification and experience are set out in the paragraph headed "Board of Directors" above in this section.

COMPLIANCE ADVISER

In accordance with Rule 6A.19 of the GEM Listing Rules, our Company has appointed China Everbright to be our compliance adviser. Pursuant to Rule 6A.23 of the GEM Listing Rules, our compliance adviser will advise us in the following circumstances:

- (a) before the publication of any regulatory announcement, circular or financial report;
- (b) where a transaction, which might be a notifiable or connected transaction, is contemplated including share issues and share repurchases;
- (c) where we propose to use the proceeds of the Placing in a manner different from that detailed in this prospectus or where our business activities, developments or results deviate from any information in this prospectus; and
- (d) where the Stock Exchange makes an inquiry of us regarding unusual movements in the price or trading volume of our Shares or any other matters under Rule 17.11 of the GEM Listing Rules.

The term of the engagement will commence on the Listing Date and end on the date on which we distribute our annual report as required under Rule 18.03 of the GEM Listing Rules for the second full financial year commencing after the Listing Date.

BOARD COMMITTEE

Audit Committee

Our Company established an audit committee on 5 December 2013 with written terms of reference in compliance with Rules 5.28 to 5.33 of the GEM Listing Rules, and paragraph C.3 of the Corporate Governance Code. The members of the audit committee comprise Mr. Lo Wai Hung, Mr. Yu Chi Hang and Mr. Wang Julius, all of whom are independent non-executive Directors. The chairperson of the audit committee is Mr. Lo Wai Hung. The primary duties of the audit committee are mainly to make recommendations to the Board on the appointment and removal of the external auditor, review the financial statements and related materials and provide advice in respect of the financial reporting process and oversee the internal control procedures of our Group.

Remuneration Committee

Our Company established a remuneration committee on 5 December 2013 with written terms of reference in compliance with paragraph B.1.1 of the Corporate Governance Code. The members of the remuneration committee comprise Mr. Yu Chi Hang, Mr. Lo Wai Hung and Mr. Fu. The chairperson of the remuneration committee is Mr. Yu Chi Hang. The primary duties of the remuneration committee are mainly to make recommendations to the Board on the overall remuneration policy and structure relating to our Directors and the senior management of our Group, review and evaluate their performance in order to make recommendations on the remuneration package of each of our Directors and senior management personnel as well as other employee benefit arrangements.

Nomination Committee

Our Company established a nomination committee on 5 December 2013 with written terms of reference in compliance with paragraph A.5 of the Corporate Governance Code. The members of the nomination committee comprise Mr. Liang, Mr. Wang Julius and Mr. Yu Chi Hang. The chairperson of the nomination committee is Mr. Liang. The nomination committee is mainly responsible for making recommendations to the Board on the appointment of Directors and the management of the Board succession.

REMUNERATION OF DIRECTORS

The aggregate amount of fees, salaries, allowances and benefits in kind paid by our Group to our Directors amounted to approximately HK\$9.4 million, HK\$13.0 million and HK\$12.5 million for each of the two years ended 31 December 2012 and six months ended 30 June 2013, respectively. Under the respective service agreements of our Directors, the aggregate basic annual remuneration (excluding discretionary bonus and share-based payment) payable by our Group to our Directors for the year ending 31 December 2013 will be approximately HK\$15.5 million. Our Director's remuneration policy of our Group after the Listing will be substantially the same as the remuneration policy of our Group for the year ended 31 December 2012. Further details of the service agreements of our Directors and their respective remuneration after the Listing are set out in the paragraph headed "C. Further Information about our Directors, Substantial Shareholders and Experts — 1. Directors — Particulars of service agreements" in Appendix IV to this prospectus.

EMPLOYEES

Our Group has over 550 employees. For details, please refer to the section headed "Business — Employees and Employee Benefits" in this prospectus.

Being a service provider, our Directors believe that manpower is our most valuable asset. Therefore, we consider that the maintenance of sufficient and high-grade manpower is crucial to our Group's productivity. Therefore, we have implemented a staff policy, generally divided into three parts: (a) recruitment; (b) training and development; and (c) employees' benefit.

Remuneration

The employees of our Group are remunerated by way of salary and bonus. Our Group has devised an assessment system for its employees and our Group uses the assessment result for salary reviews and promotion decisions.

We undergo staff performance appraisal every year. The appraisal provides our Group with an opportunity to assess each individual staff's strengths and areas for improvement, thereby enabling our Group to effectively train and develop individual staff.

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For each of the two years ended 31 December 2012, the aggregate of salaries and benefits in kind paid by our Group to the five highest paid individuals were approximately HK\$7.7 million and HK\$9.3 million, respectively. For each of the two years ended 31 December 2012, the aggregate of bonuses paid by our Group to the five highest paid individuals were approximately HK\$1.4 million and HK\$3.0 million, respectively. For each of the two years ended 31 December 2012, the aggregate of contributions for retirement benefit scheme made by our Group to the five highest paid individuals were approximately HK\$0.2 million and HK\$0.2 million, respectively. For details of the emoluments of our Directors and the five highest paid individual of our Group during the Track Record Period, please refer to note 11 of Appendix I to this prospectus.

During the Track Record Period, no emoluments were paid by our Group to any of the aforementioned five highest paid individuals as an inducement to join our Group or upon joining our Group as a compensation for loss of office.

Relationships with employees

Our Directors believe that our Group maintains good working relationships with our employees. Our Group has not encountered any difficulty in the recruitment and retention of staff for our operations or experienced any material disruption of our operations as a result of labour disputes since the establishment of our business.

STAFF BENEFITS

In Hong Kong, we operate a defined contribution retirement benefits scheme (the “MPF Scheme”) under the Mandatory Provident Fund Scheme Ordinance (Chapter 485 of the Laws of Hong Kong) for all of our employees in Hong Kong who joined us after the commencement of this ordinance. Contributions are made based on a percentage of the employees’ basic salaries. We contribute the lower of HK\$1,250 or 5% of the relevant monthly salary to the MPF Scheme, a contribution to be matched by our employees.

As required by PRC regulations, we participate in social insurance schemes operated by relevant local government authorities. We also maintain mandatory pension contribution plans, medical and work-related insurances for our workers in the PRC. Our PRC Legal Advisers have advised that we have complied with applicable labour laws and social welfare laws and regulations in the PRC in all material respects during the Track Record Period and have made relevant contributions in accordance with such laws and regulations during the Track Record Period.

Share Option Scheme

Our Company has conditionally adopted the Share Option Scheme on 5 December 2013 under which certain selected classes of participants (including, among others, full-time employees) may be granted options to subscribe for the Shares. The principal terms of the Share Option Scheme are summarised in the paragraph headed “D. Share Option Scheme” in Appendix IV to this prospectus.