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Kwong Man Kee Group Limited

鄺文記集團有限公司

(incorporated in the Cayman Islands with limited liability)

(Stock Code: 8023)

UPDATE ON DIRECTOR'S INFORMATION PURSUANT TO RULE 17.50(2)(I) AND RULE 17.50A(2) OF THE GEM LISTING RULES

This announcement is made by Kwong Man Kee Group Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) pursuant to Rule 17.50(2)(I) and Rule 17.50A(2) of the Rules (the “**GEM Listing Rules**”) Governing the Listing of Securities on the Growth Enterprise Market of The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) to report the change of information in respect of Mr. Law Pui Cheung (“**Mr. Law**”), an independent non-executive director of the Company.

Mr. Law has served as an independent non-executive director of China Shanshui Cement Group Limited (“**China Shanshui**”), a company incorporated in Cayman Islands and the shares of which are listed on the Main Board of the Stock Exchange (stock code: 00691), since December 2015. China Shanshui is principally engaged in production and sales of clinker, cement, concrete, limestone and other related products, according to its 2016 annual report.

Pursuant to the announcement published by China Shanshui on 2 June 2017, a petition (the “**Petition**”) was issued in the Court of First Instance of the Hong Kong High Court by Asia Cement Corporation (“**ACC**”, a shareholder of China Shanshui) and its subsidiaries, against Mr. Law, among many others including Tianrui (International) Holding Company Limited (“**Tianrui**”, a shareholder of China Shanshui), Tianrui Group Company Limited (the holding company of Tianrui) and other former or present directors of China Shanshui, China Shanshui and China Shanshui Investment Company Limited (“**CSI**”). It was alleged in the Petition, inter alia, that Tianrui, CSI and the former or present directors of China Shanshui have conspired with one another and caused China Shanshui to perform misconduct which directly or indirectly benefited Tianrui. It was further asserted that the alleged conspiracy has harmed the interest of the shareholders of China Shanshui (including ACC) and has breached the listing rules of Stock Exchange, the Code on Takeovers and Mergers of the Securities and Futures Commission, and fiduciary duties.

Mr. Law has confirmed that indemnity is provided by China Shanshui and insurance has been taken out in favour of the directors of China Shanshui. The legal advisers of China Shanshui have been instructed to defend against and seek to strike out the claims under the Petition as soon as possible.

To the best knowledge of the directors of the Company (the “**Directors**”), neither China Shanshui nor any party involved in the Petition (apart from Mr. Law) is related to the Group. Mr. Law has confirmed to the Company that (i) the claims under the Petition would not affect him to discharge the duties as an independent non-executive Director; and (ii) save as disclosed in this announcement, there was no other matter that needs to be brought to the attention to the Shareholders.

By Order of the Board
Kwong Man Kee Group Limited
Mr. Kwong Chi Man
Chairman and Executive Director

Hong Kong, 5 July 2017

As at the date of this announcement, the executive Directors are Mr. Kwong Chi Man (Chairman) and Mr. Yip Wai Man and the independent non-executive Directors are Ms. Yu Wan Wah Amparo, Mr. Law Pui Cheung and Mr. Wat Danny Hiu Yan.

This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the GEM Listing Rules for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that to the best of their knowledge and belief the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this announcement misleading.

This announcement will remain on the “Latest Company Announcements” page of the GEM website at www.hkgem.com for at least 7 days from the date of its posting and the Company’s website at www.kmk.com.hk.