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## DIRECTORS AND SENIOR MANAGEMENT

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### GENERAL

The Board currently consists of nine Directors, comprising three executive Directors, three non-executive Directors and three independent non-executive Directors.

Save as disclosed in this Prospectus, none of our Directors has any other directorships in listed companies.

### DIRECTORS

The Board is responsible and has general powers for the management and conduct of our business. The following table sets out certain information concerning our Directors:

<u>Name</u>	<u>Age</u>	<u>Position</u>	<u>Date of Appointment</u>	<u>Principal Responsibilities<sup>(1)</sup></u>
Timothy Charles Parker .....	55	Executive Director, Chairman and Chief Executive Officer	As non-executive chairman: November 2008 As Chief Executive Officer: January 2009	Overall strategic planning and management of the Group
Kyle Francis Gendreau ..	42	Executive Director and Chief Financial Officer	January 2009	Management of the Group's finance and treasury matters
Ramesh Dungarmal Tainwala .....	51	Executive Director and President, Asia-Pacific and Middle East	February 10, 2011	Management and development of the Group's business in Asia Pacific
Nicholas James Clarry ...	39	Non-executive Director	October 2007	
Keith Hamill .....	58	Non-executive Director	October 5, 2009	
Bruce Hardy McLain (Hardy) .....	58	Non-executive Director	October 2007	
Paul Kenneth Etchells ...	61	Independent Non-executive Director	May 26, 2011	
Miguel Ko Kai Kwun .....	58	Independent Non-executive Director	May 26, 2011	
Ying Yeh .....	63	Independent Non-executive Director	May 26, 2011	

*Note:*

(1) As is usual for a company of this size, the non-executive directors and independent non-executive directors do not have specific operational responsibilities but rather, with the benefit of their particular experiences, provide strategic guidance and leadership to the Board.

### Executive Directors

**Mr. Timothy Charles Parker** was appointed as non-executive chairman of the Group with effect from November 2008 and has been the chief executive officer since January 2009. Mr. Parker is responsible for the Group's overall strategic planning and management. Mr. Parker has a long history of managing large businesses. Prior to joining the Group he was chief executive of: The Automobile Association (2004 to 2007), the car-repair firm Kwik-Fit (2002 to 2004), Clarks, the shoemaker (1997 to 2002) and Kenwood Appliances (1989 to 1995). Mr. Parker currently holds directorships with and is the chairman of Nine Entertainment Group and Autobar Group, and has previously held non-executive directorships with Alliance

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Boots, Compass and Legal and General. Mr. Parker also currently holds a non-executive directorship with Archive Investments. Mr. Parker has also previously advised ministers and senior civil servants on nationalized industry policy in his capacity as an economist at the British Treasury (1977 to 1979). Mr. Parker holds an BA in Philosophy, Politics and Economics from the University of Oxford, Oxford, the United Kingdom (1977) and a Masters in Business Studies from London Graduate School of Business Studies, London, the United Kingdom (1981).

**Mr. Kyle Francis Gendreau** was appointed as an executive director of the Group with effect from January 2009 and has been the chief financial officer since January 2009. Mr. Gendreau is responsible for managing all aspects of the Group's finance and treasury matters. He joined the Group in June 2007 as vice president of corporate finance and as assistant treasurer. Prior to joining the Group, Mr. Gendreau held various positions including vice president of finance and chief financial officer at Zoots Corporation, a venture capital-backed start up company (2000 to 2007), assistant vice president of finance and director of SEC reporting at Speciality Catalog Corporation, a listed catalog retailer (1997 to 2000) and a manager at Coopers & Lybrand in Boston (1991 to 1996). Mr. Gendreau holds a BS in Business Administration from Stonehill College, Easton, Massachusetts, USA (1991) and is a Certified Public Accountant in Massachusetts.

**Mr. Ramesh Dungarmal Tainwala** was appointed as an executive director of the Group with effect from February 2011 and is the Group's president for Asia-Pacific and the Middle East. In his role as president, Mr. Tainwala's principal responsibility is to manage and develop the Group's business in Asia Pacific. The responsibilities of this role include the Group's manufacturing operations in India as well as marketing and sales in the Middle East, West Asia and Australia. Mr. Tainwala has been the general manager of the Group's Middle Eastern operation since January 2007 and has been the chief operating officer of the Group's Indian operation since June 2000. Prior to joining the Group in November 1995, Mr. Tainwala worked in the plastic processing and consumer goods industries including with Tainwala Chemicals & Plastics (India) Limited with which he was associated from 1985 to 2008. Mr. Tainwala was an entrepreneur in the plastic processing and consumer goods industries. Mr. Tainwala is also an independent non-executive director of Donear Industries Limited and of Basant Agro Tech (India) Ltd., both listed on the Bombay Stock Exchange and the National Stock Exchange of India Limited. Mr. Tainwala holds a Masters degree in Management Studies from the Birla Institute of Technology and Science, Pilani, India (1982).

### Non-Executive Directors

**Mr. Nicholas James Clarry** was appointed as a non-executive director of the Group with effect from October 2007. Mr. Clarry is a senior managing director of private equity house CVC Capital Partners which he joined in 2003. Since joining CVC Capital Partners he has been involved in a number of investments and is currently a director of entities in the Formula One group and the holding company of the Autobar Group, the European vending machine operator. Prior to joining CVC Capital Partners, Mr. Clarry worked in the mergers and acquisitions divisions of Morgan Stanley (2000 to 2003) and Goldman Sachs (1996 to 2000). Mr. Clarry began his career with JP Morgan Asset Management where he worked from 1994 to 1996. Mr. Clarry holds a BA in Economics from the University of Cambridge, Cambridge, the United Kingdom (1993).

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**Mr. Keith Hamill** was appointed as a non-executive director with effect from October 2009. He was initially appointed by RBS following the 2009 Reorganization. Mr. Hamill has extensive experience as both an executive and non-executive director of major international corporations. He is currently the chairman of Tullett Prebon plc, the inter-dealer broker (a company listed on the main board of the London Stock Exchange), and Alterian plc, the software developer (a company listed on the main board of the London Stock Exchange), and is a non-executive director on the board of a number of other companies including easyJet plc, Max Property Group plc and Endell Group Holdings (formerly Travelodge Limited). Mr. Hamill's prior experience also includes being a non-executive director of Heath Lambert Limited (2009-2011) and HGL Holdings Limited (2005-2011), group chief financial officer of Forte plc (1993 to 1996), WH Smith plc (1996 to 2000) and the company which was then named United Distillers International Limited (1991 to 1992), and a director of financial control at Guinness plc (1988 to 1991). Mr. Hamill was also a partner at PricewaterhouseCoopers LLP (1986 to 1988). Mr. Hamill holds a BA in Politics from the University of Nottingham, Nottingham, the United Kingdom (1974), is a Fellow of the Institute of Chartered Accountants, England and Wales and is Chairman of the board of the University of Nottingham.

**Mr. Bruce Hardy McLain (Hardy)** was appointed as a non-executive director with effect from October 2007. Mr. McLain is a managing partner and co-founder of CVC Capital Partners (formerly a subsidiary of Citigroup known as Citicorp Development Capital). Mr. McLain joined Citicorp Development Capital in 1988, and in 1993 participated along with fellow managers in the acquisition of Citicorp Development Capital from Citigroup and the founding of CVC Capital Partners. Since founding CVC Capital Partners he has been involved in and held a number of directorships including within the Dorna Sports Group (1998 to 2006), Rapala VMC OYJ (1998 to 2005), Punch Taverns Plc (formerly known as Punch Group Limited) (1999 to 2002), Spirit Group Holdings Limited (formerly known as Spirit Amber Holdings) (2003 to 2006), and Kappa Holding BV (1998 to 2000). He is currently a director of Formula One, the Colomer Group and the Lecta Group. Prior to joining Citicorp Development Capital, Mr. McLain worked for Citicorp's investment management (1986 to 1987) and mezzanine finance (1987 to 1988) groups. Mr. McLain holds a BA in Public Policy and Psychology from Duke University, Durham, North Carolina, USA, where he graduated in 1976, and an MBA in Finance and Marketing from UCLA, Los Angeles, California, USA (1981).

### Independent Non-Executive Directors

**Mr. Paul Kenneth Etchells** was appointed as an independent non-executive director with effect from May 26, 2011. He is currently an independent non-executive director of Swire Properties Limited, a leading developer, owner and operator of mixed use, principally commercial properties in Hong Kong and the PRC. Mr. Etchells has also held various positions at The Coca-Cola Company (1998 to 2010), including deputy president of Coca-Cola Pacific (2007 to 2010) and president of Coca-Cola China (2002 to 2007). Prior to joining The Coca-Cola Company, Mr. Etchells held various positions at the Swire Group (1976-1998), including managing director of Swire Beverages (1995 to 1998) general manager of the Industries Division of Swire Pacific (1989 to 1995) and finance manager of the Industries Division of Swire Pacific (1981 to 1989). Mr. Etchells holds a BA in Political Studies from the University of Leeds, Leeds, the United Kingdom (1971) and is a fellow of the Institute of Chartered Accountants in England and Wales and a fellow of the Hong Kong Institute of Certified Public Accountants.

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**Mr. Miguel Kai Kwun Ko** was appointed as an independent non-executive director with effect from May 26, 2011. Mr. Ko has held various executive and non-executive positions in international hotel companies and other corporations in Asia. He is currently chairman and president of Starwood Hotels & Resorts in Asia Pacific, which he joined in 2000. Mr. Ko currently holds two non-executive directorships in Changi Airport Group, Singapore and Royal Orchid Hotel (Thailand) plc, which he joined in 2010 and 2001 respectively. Prior to joining Starwood Hotels & Resorts, Mr. Ko held the position of deputy chairman and chief executive officer at City E-Solutions (formerly known as CDL Hotels) (2000), various positions including president at PepsiCo for Asia Pacific (1992 to 1999) and various positions at ITT Sheraton Corporation (1979 to 1992). Mr. Ko has also previously held various non-executive directorships with Millennium and Cophthorne plc UK, Amarin Plaza, Thailand, City e-Solutions Hong Kong (formerly known as CDL Hotels), Serm Suk Company, Thailand and Civil Aviation Authority, Singapore. Mr. Ko holds a BA in Economics from the University of Massachusetts (1975) and a MBA from Suffolk University, Boston, Massachusetts, USA (1979). He also qualified as a Certified Public Accountant in New Hampshire in 1982, though does not currently practice.

**Ms. Ying Yeh** was appointed as an independent non-executive director with effect from May 26, 2011. Ms. Yeh has extensive experience as an executive and a non-executive director of major international corporations. She is currently the chairman of Nalco Greater China Region, Nalco is one of the world's largest sustainability service companies. Ms. Yeh currently holds non-executive directorships at AB Volvo (a company listed on the OMX Nordic Exchange, Stockholm) and InterContinental Hotels Group plc (a company listed on the main board of the London Stock Exchange). Prior to joining Nalco, Ms. Yeh worked in various Asian divisions of Eastman Kodak (1997 to 2009) and also held various positions with the United States Government, Foreign Service (1982 to 1997). Ms. Yeh holds a BA in Literature and International Relations from National Taiwan University, Taiwan (1967).

Save as disclosed above, and in “*Appendix VI—Statutory and General Information—Other Information—Miscellaneous*”, there is no other information in respect of our Directors that is required to be disclosed pursuant to Rule 13.51(2)(a) to (v) of the Listing Rules and there is no other matter relating to our Directors that needs to be brought to the attention of our Shareholders.

### SENIOR MANAGEMENT

Our senior management is responsible for the day-to-day management of our business. The following table sets out certain information concerning our senior management:

<u>Name</u>	<u>Age</u>	<u>Position</u>
Timothy Charles Parker . . . . .	55	Executive Director, Chairman and Chief Executive Officer
Kyle Francis Gendreau . . . . .	42	Executive Director and Chief Financial Officer
Ramesh Dungarmal Tainwala . . .	51	Executive Director and President, Asia-Pacific and Middle East
Tom Korbas . . . . .	60	President, Americas
Fabio Rugarli . . . . .	47	President, Europe
John Henry Sullivan (Jack) . . . . .	58	President, Latin America
Robert Thomas Zielinski . . . . .	54	Chief Supply Officer
Paola Tiziana Brunazzi . . . . .	48	Vice President, global design and development
Andrew David Wells . . . . .	51	Chief Information Officer
John Bayard Livingston . . . . .	43	Vice President, General Counsel and Joint Company Secretary

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**Mr. Tom Korbas** is the president of the Group's Americas division and is responsible for the overall management and development of the Group's business in the Americas. Mr. Korbas joined the Group in 1993. His previous positions with the Group include: vice president/general manager of the Group's US wholesale business (2000 to 2004) vice president of sales and operations (1998 to 2000) and senior vice president of soft-side and casual bags (1997 to 1998). Prior to joining the Group, Mr. Korbas was vice president of operations (1986-1997), director of manufacturing operations, and engineering manager for American Tourister. Mr. Korbas holds a BS in Industrial Engineering from Northeastern University, Boston, Massachusetts, USA (1973) and an MBA from Babson College, Wellesley, Massachusetts, USA (1976).

**Mr. Fabio Rugarli** is the president of the Group's European division and is responsible for the overall management and development of the Group's business in Europe. Mr. Rugarli joined the Group in 1989. His previous positions with the Group include as a general manager for Samsonite Italy (2002-2009) and marketing and sales director for the luggage division in Italy (1996 to 2001). Mr. Rugarli holds a degree in Business Administration from the University Bocconi, Milan, Italy (1988).

**Mr. John Henry Sullivan (Jack)** is the president of the Group's Latin America division and is responsible for the overall management and development of the Group's business in Latin America. Mr. Sullivan joined the Group in 1985, left in 1990 and rejoined in 1994. His previous positions within the Group include: vice president for the Mexico division and vice president and general manager for the Latin America division of the Group. In 1990 and 1991 he was marketing director for the Monroe division at Tenneco Automotive. Before rejoining Samsonite, he was with Frito-Lay International, the snack food division of PepsiCo where he was vice president for marketing and sales of the Puerto Rican division and president of the Caribbean division. Prior to joining the Group in 1985, Mr. Sullivan was manager of international affiliates at General Electric Consumer Electronics, and assistant sales manager, marketing manager and franchise manager for southern Spain for Pepsi-Cola International. He holds a BA in Chemistry from Williams College, Williamstown, Massachusetts, USA (1974) and a MBA (Marketing) from Amos Tuck School at Dartmouth College, Hanover, New Hampshire, USA (1978).

**Mr. Robert Thomas Zielinski** is the Group's chief supply officer and is responsible for the Group's supply chain and the development of key supplier partnerships. Mr. Zielinski joined the Group in 1992 and his previous positions with the Group include: vice president for sourcing (2000 to 2009), director for planning and scheduling (1997 to 2000) and senior manager of forecasting (1994 to 1997). Prior to joining the Group, Mr. Zielinski held various production and distribution positions at Health-Tex Inc between 1977 and 1992. Mr. Zielinski holds a BA in Political Science from Providence College, Providence, Rhode Island, USA (1979).

**Ms. Paola Tiziana Brunazzi** is the Group's vice president for global design and development, a position she has held since 2009. Ms. Brunazzi joined the Group in 2006 as a project manager for the Lacoste brands. Ms. Brunazzi has extensive experience in the luxury brands industry having worked as senior designer, project manager and director of the design office at various fashion houses including Tod's S.p.A. (2004 to 2006), Dolce & Gabbana S.p.A. (2001 to 2004), Sosir S.p.A. (Trussardi) (1999 to 2001), Coccinelle (1999), Sosir S.p.A.

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(Trussardi) (1996 to 1999) and as a consultant with Fontana S.r.l. (1991 to 1996). Ms. Brunazzi holds a masters degree in Fashion Design from Domus Academy, Milan, Italy (1984).

**Mr. Andrew David Wells** is the Group's chief information officer and is responsible for developing, structuring and implementing the Group's global information technology strategy and outsourced IT shared services. Mr. Wells joined the Group in March 2009. Prior to joining the Group, Mr. Wells was global chief information officer and senior vice president at Shire plc, a FTSE 100 pharmaceutical company (2000 to 2008), supply chain director for Bristol Myers Squibb Central & Eastern Europe Division (1996 to 1999) and manager of Information Services International at Mars (1986 to 1996). Mr. Wells holds a M Eng (Masters of Engineering) from Cambridge University, Cambridge, the United Kingdom (1994).

**Mr. John Bayard Livingston** is vice president, general counsel and joint company secretary of the Group. Mr. Livingston is responsible for all of the Group's legal matters worldwide and provides counsel to senior management and the Directors on matters of corporate governance. Mr. Livingston joined the Group in July 2006 and was vice president and general counsel for the Group's Americas division until September 2009 when he became Vice President and General Counsel of the Group. Prior to joining the Group, Mr. Livingston was in-house counsel (2002-2006) at Reebok International Ltd. and was an associate in the corporate department of Ropes & Gray (1995 to 2002). Mr. Livingston holds a BA in Political Science from Colgate University, Hamilton, New York, USA (1989), and a J.D. from Boston College Law School, Newton, Massachusetts, USA (1994).

### JOINT COMPANY SECRETARIES

Mr. John Bayard Livingston, aged 43, and Ms. Wun Sei Lo, aged 33, are our joint company secretaries.

**Ms. Wun Sei Lo** was appointed as joint company secretary and an authorized representative of the Company with effect from May 27, 2011. Ms. Lo has more than nine years of experience in the field of corporate secretarial services and is currently a corporate services manager of Tricor Services Limited, which she joined in 2003. Prior to joining Tricor Services Limited Ms. Lo held two positions at PricewaterhouseCoopers including as an associate in Assurance and Business Advisory Services Department (1999 to 2001) and as an associate in the Corporate Services Department (2001 to 2003). Ms. Lo holds a BA in Accountancy from the Hong Kong Polytechnic University (1999) and is an Associate of the Hong Kong Institute of Chartered Secretaries and an Associate of the Chartered Secretaries and Administrators.

### BOARD COMMITTEES

#### Audit Committee

We have established a Board audit committee in compliance with the Code on Corporate Governance Practices as set out in Appendix 14 to the Listing Rules. The primary duties of the audit committee are to review and supervise our financial reporting process and internal controls.

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The audit committee currently consists of five non-executive Directors, three of whom are independent. The members currently are Paul Etchells, Miguel Ko, Ying Yeh, Nicholas Clarry and Keith Hamill. It is currently chaired by Paul Etchells, an independent non-executive Director.

### **Nomination Committee**

We have established a Board nomination committee as recommended by the Code on Corporate Governance Practices as set out in Appendix 14 to the Listing Rules. The primary duties of the nomination committee are to review the structure, size and composition of the Board, assess the independence of independent non-executive Directors and to make recommendations to the Board on the appointment and removal of Directors.

The nomination committee currently consists of one executive Director and four non-executive Directors, three of whom are independent. The members currently are Paul Etchells, Miguel Ko, Ying Yeh, Tim Parker and Nicholas Clarry. It is currently chaired by Tim Parker, an executive Director and the Company's Chairman and CEO.

### **Remuneration Committee**

We have established a Board remuneration committee in compliance with the Code on Corporate Governance Practices as set out in Appendix 14 to the Listing Rules. The primary duties of the remuneration committee are to make recommendations to the Board on the Company's policy and structure for all remuneration of directors and senior management and on the establishment of a formal and transparent procedure for developing policy on such remuneration.

The remuneration committee currently consists of four non-executive Directors, three of whom are independent. The members currently are Paul Etchells, Miguel Ko, Ying Yeh and Hardy McLain. It is currently chaired by Miguel Ko, an independent non-executive Director.

### **COMPLIANCE ADVISER**

We have appointed Somerley Limited as our compliance adviser pursuant to Rule 3A.19 of the Listing Rules (the "**Compliance Adviser**"). Pursuant to Rule 3A.23 of the Listing Rules, the compliance adviser will provide advice to us when consulted by us in the following circumstances:

- (a) before the publication of any regulatory announcement, circular or financial report;
- (b) when a transaction, which might be a notifiable or connected transaction, is contemplated including share issues and share repurchases;
- (c) when we propose to use the net proceeds of the Global Offering in a manner different from that detailed in this Prospectus or when our business activities, developments or results deviate from any forecast, estimate, or other information in this Prospectus; and
- (d) when the Stock Exchange makes an inquiry to us regarding unusual movements in the price or trading volume of the Shares.

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The term of this appointment shall commence on the Listing Date and is expected to end on the date on which we distribute our annual report in respect of the financial results for the first full financial year commencing after the Listing Date.

### COMPENSATION OF DIRECTORS AND SENIOR MANAGEMENT

The aggregate remuneration (including fees, salaries, contributions to pensions schemes, housing allowances and other allowances and benefits in kind and discretionary bonuses) paid to our directors for the years ended December 31, 2008, 2009 and 2010 were approximately US\$0.8 million, US\$3.2 million and US\$3.6 million, respectively.

The aggregate remuneration (including fees, salaries, contributions to pensions schemes, housing allowances and other allowances and benefits in kind and discretionary bonuses) paid to the Company's five highest paid individuals for the years ended December 31, 2008, 2009 and 2010 were approximately US\$3.7 million, US\$4.9 million and US\$5.6 million, respectively.

Save as disclosed above, no other payments have been made or are payable, in respect of the years ended December 31, 2008, 2009 and 2010 by any other member of the Group to any of the directors.

Under the arrangements currently in force, we estimate the aggregate remuneration, excluding discretionary bonus, of our Directors for the year ending December 31, 2011 will be approximately US\$2.6 million.

There have been no payments made to the Group's directors since January 2008 as inducements to join the Group. Compensation for loss of office amounting to \$734,000 was paid to certain of the Group's former directors during 2009. There have been no arrangements under which any of the Group's directors has waived or agreed to waive any emoluments since January 1, 2008.

### INCENTIVE SCHEMES FOR EMPLOYEES

#### Samsonite Management Equity Plan

For the purpose of incentivizing our staff, we have historically implemented an incentivization scheme pursuant to which beneficial interests in C ordinary shares of Luxco 1 were offered to members of management in connection with their employment with the Group (the "**Samsonite Management Equity Plan**"). In accordance with the provisions of the 2011 Reorganization Implementation Deed, the Samsonite EBT will be dissolved following the distribution of all amounts held by the Samsonite EBT to the beneficiaries of the Samsonite EBT in accordance with the trust arrangements governing it.

As a result of the Samsonite Management Equity Plan, management (including Tim Parker) former directors of the Group and industry advisers to the CVC Funds currently beneficially own approximately 9 percent of the Group. In aggregate, including the shares held by Tim Parker's investment vehicle, Corelli LP, management (including Tim Parker) former directors of the Group and industry advisers to the CVC Funds beneficially own approximately 10.5 percent of the Group. Following completion of the Global Offering, management Tim Parker



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and former directors of the Group and industry advisers to the CVC Funds will continue to hold approximately 6.7 percent of the Shares, encouraging them to enhance the value of the Company and motivating them to strive for the future development and expansion of the Group.

### MANAGEMENT PRESENCE IN HONG KONG

Pursuant to Rule 8.12 of the Listing Rules, we must have sufficient management presence in Hong Kong. This normally means that at least two of the executive Directors must be ordinarily resident in Hong Kong. Our business operations are primarily located outside Hong Kong across Asia, Europe, the United States and Latin America. Our principal management headquarters are located in Belgium and the United States and our executive Directors are primarily based in the US, the UK and UAE. We therefore do not, and in the foreseeable future will not, have a management presence in Hong Kong.

Accordingly, we have applied to the Stock Exchange for, and the Stock Exchange has granted, a waiver from strict compliance with the requirements under Rule 8.12 of the Listing Rules, subject to us putting in place the following measures in order to ensure that regular communication is maintained between the Stock Exchange and us:

- (a) pursuant to Rule 3.05 of the Listing Rules, we have appointed Mr. Ramesh Tainwala, an executive Director, and Ms. Wun Sei Lo, the joint company secretary, as the authorized representatives of the Company (“the **Authorized Representatives**”). Mr. Ramesh Tainwala and Ms. Wun Sei Lo are to serve as the principal channel of communication with the Stock Exchange on behalf of the Company and have made themselves readily available to communicate with the Stock Exchange. Both Mr. Ramesh Tainwala and Ms. Wun Sei Lo are readily available for meetings with the Stock Exchange in person, if necessary, and are readily contactable by the Stock Exchange by telephone, facsimile and email, if necessary, to deal with enquiries from the Stock Exchange from time to time.
- (b) each Director has provided his or her contact details (such as mobile phone numbers, office phone numbers, residential phone numbers, email addresses and fax numbers) to the Authorized Representatives and to the Stock Exchange. This has ensured that each of the Authorized Representatives has the means to contact all the Directors (including the independent non-executive Directors) promptly at all times as and when the Stock Exchange wishes to contact them.
- (c) all Directors who are not ordinarily resident in Hong Kong have valid travel documents to visit Hong Kong and are able to come to Hong Kong to meet with the Stock Exchange within a reasonable period of time when required.
- (d) we have agreed with the Stock Exchange that the Compliance Adviser will serve as an alternative channel of communication with the Stock Exchange in addition to the Authorized Representatives of the Company. Contact details of the Compliance Adviser have been provided to the Stock Exchange.

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- (e) we have appointed an investor relations officer who will be responsible for communication with both our public and institutional investors. The investor relations officer will be based in Hong Kong and will serve as a further alternative channel of communication with the Stock Exchange in addition to the Authorized Representatives of the Company and the Compliance Adviser.