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HKC (HOLDINGS) LIMITED
香港建設(控股)有限公司*

(Incorporated in Bermuda with limited liability)

(Stock Code: 190)

(Warrant Code: 1403)

(website: www.hkcholdings.com)

CHANGE IN COMPOSITION OF THE BOARD OF DIRECTORS
CHANGE IN AUTHORISED REPRESENTATIVE

Mr. CHAN Kwok Fong, Joseph (“**Mr. Joseph CHAN**”) decided to step down from the board of directors (the “**Board**”) as an executive director of the Company (“**Executive Director**”) with effect from 1 September 2015.

Mr. Joseph CHAN is succeeded by Mr. LEUNG Wing Sum, Samuel (“**Mr. Samuel LEUNG**”), who has agreed to accept his appointment as an Executive Director on the same date.

The Board wishes to express its appreciation for the contributions of Mr. Joseph CHAN during his service on the Board, and to express its warmest welcome to Mr. Samuel LEUNG for joining the Board.

Mr. Samuel LEUNG also succeeded Mr. Joseph CHAN as an authorized representative of the Company under Rule 3.05 of the Listing Rules with effect from 1 September 2015.

RESIGNATION OF DIRECTOR

The Board of HKC (Holdings) Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) announces that Mr. Joseph CHAN decided to step down from the Board as an Executive Director with effect from 1 September 2015. Mr. Joseph CHAN first joined the Group as Chief Financial Officer from August 2006 to October 2009. Mr. Joseph CHAN served on the Board as an Executive Director from June 2007 to September 2009. Mr. Joseph CHAN re-joined the Group as the Chief Financial Officer on 10 June 2013 and has served on the Board as an Executive Director since September 2013 before his resignation from the Board. His resignation decision was made after he has decided to advance in academics.

* *For identification purposes only*

Following his resignation as an Executive Director, Mr. Joseph CHAN will remain as Chief Financial Officer of the Group and a member of the Executive Committee of the Company. The Board would like to express its deep gratitude to him for his exceptional services and invaluable contributions to the Group during his tenure.

Mr. Joseph CHAN has confirmed that he has no disagreement with the Board and is not aware of any matter in relation to his resignation that needs to be brought to the attention of the shareholders of the Company.

APPOINTMENT OF DIRECTOR

The Board is pleased to announce that Mr. Samuel LEUNG has agreed to accept his appointment as Executive Director with effect from 1 September 2015.

Mr. Samuel LEUNG, aged 51, has been appointed as an Executive Director and Chief Financial Officer of China Renewable Energy Investment Limited (stock code: 987, “**CRE**”, together with its subsidiaries, the “**CRE Group**”), a non-wholly owned subsidiary of the Company, the shares of which are also listed on the main board of The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) since 1 December 2008. He joined the CRE Group in April 2008 as Qualified Accountant. He also holds several directorships in other members of CRE Group and is a member of the Investment Committee and the Executive Committee of CRE. Mr. Samuel LEUNG is a certified practising accountant of CPA Australia. He obtained a Master’s Degree in Business from RMIT University of Australia. He has over 20 years’ experience in auditing and finance management with an international audit firm and other major conglomerates in Hong Kong. Prior to joining the CRE Group, Mr. Samuel LEUNG was a director of internal control and risk management of the Company. He is currently also a director of certain subsidiaries of the Company.

There is a service contract between the Company and Mr. Samuel LEUNG which may be terminated by either party serving not less than 3 months’ notice in writing to the other. The directorship of Mr. Samuel LEUNG in the Company is subject to retirement and re-election at general meetings of the Company in accordance with its Bye-Laws. Under the Bye-Laws of the Company, he will only hold office until the forthcoming annual general meeting of the Company and thereafter, subject to him being re-elected by the shareholders at that meeting, he will be subject to retirement by rotation at least once every three years at the annual general meetings in accordance with the Bye-Laws of the Company. Mr. Samuel LEUNG will be entitled to a director’s fee of HK\$100,000 per annum under his service contract with the Company. His director’s fee is in line with the directors’ fee received by other Executive Directors of the Company. In addition, Mr. Samuel LEUNG as a director of CRE is also entitled to director’s fee of HK\$75,000 per annum and a remuneration of approximately HK\$1.31 million per annum and discretionary bonuses under his current service contract with CRE, which will remain unchanged after his appointment to the Board. Further details of his service contract with CRE are already disclosed in its circular dated 24 April 2015.

Save as disclosed above, Mr. Samuel LEUNG did not hold any directorship in any public companies the securities of which are listed on any securities market in Hong Kong or overseas in the last three years before the date of this announcement and he does not have any relationship with any other directors, senior management or substantial or controlling shareholders of the Company.

Mr. Samuel LEUNG does not have any interests in the shares of the Company which is required to be disclosed under Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

Save as disclosed in this announcement, there is no other information which is required to be disclosed pursuant to any of the requirements under Rule 13.51(2) of the Rules Governing the Listing of Securities on the Stock Exchange (the “**Listing Rules**”) relating to the appointment of Mr. Samuel LEUNG.

The Board would like to express its warmest welcome to Mr. Samuel LEUNG for joining the Board.

CHANGE OF AUTHORISED REPRESENTATIVE

Mr. Samuel LEUNG also succeeded Mr. Joseph CHAN as an authorized representative of the Company under Rule 3.05 of the Listing Rules with effect from 1 September 2015.

By order of the Board
HKC (HOLDINGS) LIMITED
OEI Kang, Eric
Executive Director and Chief Executive Officer

Hong Kong, 1 September 2015

As at the date of this announcement, the Board comprises eight directors, of which Mr. OEI Kang, Eric, Mr. LEE Shiu Yee, Daniel, Mr. WONG Jake Leong, Sammy and Mr. LEUNG Wing Sum, Samuel are executive directors; Mr. OEI Tjie Goan is non-executive director; Mr. CHUNG Cho Yee, Mico, Mr. CHENG Yuk Wo and Mr. Albert Thomas DA ROSA, Junior are independent non-executive directors.