

DIRECTORS, SENIOR MANAGEMENT AND STAFF

BOARD OF DIRECTORS

Our Board currently consists of six Directors, including three executive Directors and three independent non-executive Directors. The following table sets forth certain information of our Directors:

Name	Age	Present position	Date of joining our Group	Date of appointment as Director	Roles and responsibilities	Relationship with other Directors and senior management
Executive Directors						
Mr. Tsui Kai Kwong (徐繼光)	60	Chairman and Executive Director	14 July 1993	31 July 2018	Overall strategic management and development of our Group's business operations	Father of Mr. Ian Tsui and Ms. Janis Tsui and the uncle of Mr. Tsui Ying Yin
Mr. Tsui Tsz Yeung Ian (徐子揚)	37	Chief Executive Officer and Executive Director	8 October 2007	31 July 2018	Overseeing our Group's operation, business development, human resources, finance and administration	Son of Mr. KK Tsui, brother of Ms. Janis Tsui and cousin of Mr. Tsui Ying Yin
Ms. Tsui Wai Yeung Janis (徐慧揚)	40	Executive Director	2 May 2013	31 July 2018	Overseeing our Group's operation, business development, human resources, finance and administration	Daughter of Mr. KK Tsui, sister of Mr. Ian Tsui and cousin of Mr. Tsui Ying Yin
Independent Non-executive Directors						
Mr. Lee Yan Kit (李殷傑)	49	Independent non-executive Director	21 September 2020	21 September 2020	Serving on the Audit Committee, the Remuneration Committee and the Nomination Committee, and providing independent judgement on the issues of strategy, performance, resources and standard of conduct of our Company	None
Mr. Lee Kin Kee (李建基)	57	Independent non-executive Director	21 September 2020	21 September 2020	Serving on the Audit Committee, the Remuneration Committee and the Nomination Committee, and providing independent judgement on the issues of strategy, performance, resources and standard of conduct of our Company	None
Mr. Kwong Ping Man (鄺炳文)	55	Independent non-executive Director	21 September 2020	21 September 2020	Serving on the Audit Committee, the Remuneration Committee and the Nomination Committee, and providing independent judgement on the issues of strategy, performance, resources and standard of conduct of our Company	None

DIRECTORS, SENIOR MANAGEMENT AND STAFF

EXECUTIVE DIRECTORS

Mr. Tsui Kai Kwong (徐繼光)(“**Mr. KK Tsui**”), aged 60, is our Chairman and executive Director. Mr. KK Tsui is responsible for the overall strategic management and development of our Group’s business operations. Mr. KK Tsui was appointed as our Director on 31 July 2018 and re-designated as our Chairman and executive Director on 26 October 2018. He is also a member of the Nomination Committee and the Remuneration Committee. Mr. KK Tsui is a director of all subsidiaries of our Company.

Mr. KK Tsui has over 39 years of experience in the construction industry. He began his career as an assistant surveyor at a civil engineering construction contractor from October 1979 to October 1982 where he gained exposure to project execution of civil engineering construction. From October 1982 to October 1991, Mr. KK Tsui worked as a surveyor in Leader Civil Engineering Corporation Limited (currently known as Build King Civil Engineering Limited) with his last position held as a chief surveyor. He then founded Time Maker Trading & Construction Limited with Independent Third Parties, where he acted as a director. In addition to his management duties, he also worked as a chief surveyor from October 1991 to May 1993. In July 1993, Mr. KK Tsui founded our Group by establishing Richwell Engineering and expanded our Group by establishing Richwell CE and Time Concept over the years in order to capture the growing business opportunities for construction engineering works in Hong Kong.

Mr. KK Tsui obtained a Higher Certificate in Civil Engineering from Hong Kong Polytechnic (currently known as The Hong Kong Polytechnic University) in November 1987.

Mr. KK Tsui was a director of the following company incorporated in Hong Kong which was dissolved (but not due to member’s voluntary winding-up) with details as follows:

Name of Company	Nature of business immediately prior to dissolution	Date of dissolution
Time Maker Trading & Construction Limited (適時測量工程有限公司)(Note)	Ceased business	27 September 2002

Note: Time Maker Trading & Construction Limited (適時測量工程有限公司) was struck off and dissolved pursuant to section 291 of the Predecessor Companies Ordinance. Under section 291 of the Predecessor Companies Ordinance, the Registrar of Companies in Hong Kong can strike off a defunct company from the register of companies.

Mr. KK Tsui confirmed that (i) the above company was solvent immediately prior to its dissolution; (ii) there was no wrongful act on his part leading to the dissolution of the above company and (iii) he is not aware of any actual or potential claim has been or will be made against him as a result of the dissolution of the above company.

Mr. KK Tsui is the father of Mr. Ian Tsui and Ms. Janis Tsui, each our executive Director, and the uncle of Mr. Tsui Ying Yin, our audit controller.

Mr. Tsui Tsz Yeung Ian (徐子揚)(“**Mr. Ian Tsui**”), aged 37, is our Chief Executive Officer and executive Director. Mr. Ian Tsui is responsible for overseeing our Group’s operation, business development, human resources, finance and administration. Mr. Ian Tsui first joined our Group as the site engineer in October 2007 and was promoted to sub agent in January 2010. He was further promoted to the site agent in January 2012 and director in January 2017. He was appointed as our Director on 31 July 2018 and re-designated as our Chief Executive Officer and executive Director on 26 October 2018. Mr. Ian Tsui is a director of Richwell CE.

DIRECTORS, SENIOR MANAGEMENT AND STAFF

Mr. Ian Tsui studied up to the penultimate year of a Master of Science Degree in Civil Engineering at Imperial College London from October 2002 to May 2006.

Mr. Ian Tsui is the son of Mr. KK Tsui, the brother of Ms. Janis Tsui and the cousin of Mr. Tsui Ying Yin.

Ms. Tsui Wai Yeung Janis (徐慧揚) (“Ms. Janis Tsui”), aged 40, is our executive Director. Ms. Janis Tsui is responsible for overseeing our Group’s operation, business development, human resources, finance and administration. Ms. Janis Tsui first joined our Group as the administration officer in May 2013 and was promoted to a financial controller in January 2018. She was appointed as our Director on 31 July 2018 and re-designated as our executive Director on 26 October 2018. Ms. Janis Tsui is a director of Time Concept.

Before joining our Group, Ms. Janis Tsui worked as a studio coordinator at J Studio Pte Ltd in Singapore from May 2007 to October 2007. She was employed by Ocean Faith International Trading Limited from August 2010 to February 2011 with her last position held as retail supervisor. Ms. Janis Tsui was an assistant sales operations officer in Sa Sa Cosmetic Company Limited from September 2011 to April 2013.

Ms. Janis Tsui obtained a Bachelor of Arts Degree in Accounting & Finance and Economics and a Postgraduate Diploma in Management Science from University of Kent at Canterbury (currently known as University of Kent) in July 2002 and November 2004, respectively.

Ms. Janis Tsui is the daughter of Mr. KK Tsui, the sister of Mr. Ian Tsui and the cousin of Mr. Tsui Ying Yin.

INDEPENDENT NON-EXECUTIVE DIRECTORS

Mr. Lee Yan Kit (李殷傑) (“Mr. Lee”), aged 49, was appointed as our independent non-executive Director of our Company on 21 September 2020. He is also the chairman of the Remuneration Committee and a member of the Audit Committee and Nomination Committee. Mr. Lee is responsible for providing independent judgment and advising on the issue of strategy, performance, resources and standard of conduct of our Group.

Mr. Lee worked in Sin Hua Bank Limited (currently known as Bank of China (Hong Kong) Limited) from March 1996 to April 2000 with his last position held as an officer. He then worked as an assistant manager in Wing Hang Bank, Limited (currently known as OCBC Wing Hang Bank Limited) from April 2000 to January 2001. Mr. Lee also worked in DBS Bank (Hong Kong) Limited from January 2001 to June 2004 with his last position held as vice president. He also acted as the senior business financial manager and team manager of Standard Chartered Bank (HK) Limited from June 2004 to September 2006. From September 2006 to July 2016, he held various positions at Dah Sing Bank Limited including team head, regional head, general manager and project manager. Mr. Lee was appointed as the president of SBG Holdings Limited and the chief marketing officer of HKST Group Holdings Limited from September 2016 to September 2017 and September 2016 to May 2018, respectively. Mr. Lee has been a director of Hoyan Group International Limited since September 2016. He has been the chief executive officer and the director of National Arts Travel Limited, a subsidiary of National Arts Entertainment and Culture Group Limited (the “**National Arts Group**”), a company listed on GEM of the Stock Exchange (Stock Code: 8228), since June 2018 and February 2019, respectively. Mr. Lee has been the vice chairman of the board of directors of Sowers Action since October 2018. Mr. Lee has been the chief executive officer of National Arts Production & Promotions Limited, the director of artiste management of National Arts Entertainment Limited, both are subsidiaries of the National Arts Group, and the director of investor relationship and marketing of the National Arts Group since February 2020. He is one of the founding directors of Hong Kong Young Chief Officers’ Association and is currently the president of external affairs committee of Hong Kong Young Chief Officers’ Association. Mr. Lee has been the independent non-executive Director of C-Link Squared Limited, a company listed on the Main Board of the Stock Exchange (Stock Code: 1463), since March 2020. He has been the chief operating officer of the National Arts Group since May 2020. Mr. Lee was elected as the 5th Global Outstanding Chinese Youth organised by the Outstanding Chinese Culture Association. He has been awarded by Hong Kong Shue Yan University as the industrial advisor to the Bachelor of Business Administration (Honours) in Digital Marketing Programme of the Department of Business Administration since 1 July 2020.

DIRECTORS, SENIOR MANAGEMENT AND STAFF

Mr. Lee obtained a Bachelor of Arts degree from The University of Manitoba, Canada in May 1993. He also obtained a certificate of Business Management from Ryerson Polytechnic University, Canada in June 1996. He further obtained a Master of Science degree in Financial Management from the University of London through distance learning in December 2000.

Mr. Lee Kin Kee (李建基) (“Mr. Kevin Lee”), aged 57, was appointed as our independent non-executive Director on 21 September 2020. He is also the chairman of the Audit Committee and a member of the Nomination Committee and Remuneration Committee. Mr. Kevin Lee is responsible for providing independent judgment and advising on the issue of strategy, performance, resources and standard of conduct of our Group.

Mr. Kevin Lee has 31 years of experience in the finance profession. Before joining our Group, Mr. Kevin Lee served as an audit assistant at Price Waterhouse Company (currently known as Price Waterhouse Company Limited) in August 1987, and was promoted to senior accountant II in July 1990 before he left his position in October 1990. From October 1990 to January 1994, he served at Elec & Eltek Group, and held the positions of senior officer with the department of audit & system review, and, in the department of group finance & treasury, the positions of senior accountant, manager (management accounting) and manager (corporate accounting & credit control). From January 1994 to July 1994, he served at Technic Holdings Corporation as a finance manager. From August 1995 to March 1997, he served with Asia Commercial Holdings Limited as a PRC financial controller. From July 1998 to July 2001, he served with SEI Interconnect Products (Hong Kong) Limited, initially as an assistant manager of the accounting department, and, from January 1999 onward, as a manager of accounting department. From July 2001 to November 2004, he served with Wah Shing Toys Company Limited, initially as a financial controller in the finance department, and, from February 2004 onwards, as a director in the production & material control department. From December 2004 to July 2007, he served with Musical Industries Limited as a general manager. From August 2007 to December 2008, he served with United Luminous International (Holdings) Limited as a financial controller. From January 2009 to March 2010, he served with Traxon Technologies Limited as its finance & accounting director. From March 2010 onwards, he serves with Optiled Lighting International Limited as a financial controller. From December 2015 to August 2016 and August 2016 to April 2018, he served as a non-executive director and was re-designated as an executive director of Super Strong Holdings Limited (Stock Code: 8262), respectively. Since March 2010, he serves as a director of LED Lighting Expert Limited. Mr. Kevin Lee has been the non-executive director of Alpha Era International Holdings Limited, a company listed on the GEM of the Stock Exchange (Stock Code: 8406) since March 2016.

Mr. Kevin Lee obtained a Diploma in Accounting from Hong Kong Baptist College (currently known as Hong Kong Baptist University) in December 1987. He further obtained a Master of Business Administration from University of Canberra in Australia in May 2001. He was admitted as a member of the Hong Kong Society of Accountants (currently known as the Hong Kong Institute of Certified Public Accountants) in February 1992, and became a fellow thereof in October 2000. Mr. Kevin Lee was also admitted as an associate member and a fellow member of the Chartered Association of Certified Accountants in November 1990 and November 1995 respectively.

DIRECTORS, SENIOR MANAGEMENT AND STAFF

Mr. Kevin Lee was a director of the following companies incorporated in Hong Kong which were dissolved with details as follow:

Name of Company	Nature of business immediately prior to dissolution	Date of dissolution
Eco-Green Hong Kong Limited (盈高實業(香港)有限公司)(Note 1)	Ceased business	27 January 2012
Ecolighting Limited (Note 1)	Ceased business	24 October 2014
Glory Talent Limited (耀能有限公司)(Note 2)	Ceased business	15 March 2002
Light Concept International Limited (銳光國際有限公司)(Note 3)	Ceased business	18 December 2015
Light Concept Logistics Limited (銳光物流有限公司)(Note 3)	Ceased business	18 December 2015
Max Lite Holding Limited (曦裕控股有限公司)(Note 3)	Ceased business	24 March 2016
Rich Reward Limited (勤澤有限公司)(Note 3)	Ceased business	1 September 2017

Notes:

1. Eco-Green Hong Kong Limited (盈高實業(香港)有限公司) and Ecolighting Limited were deregistered by way of application under section 291AA of the Predecessor Companies Ordinance. An application for deregistration can only be made if (a) all the members of such company agree to such deregistration; (b) such company has never commenced business or operation, or has ceased to carry on business or ceased operation for more than three months immediately before the application; and (c) such company has no outstanding liabilities.
2. Glory Talent Limited (耀能有限公司) was struck off and dissolved pursuant to section 291 of the Predecessor Companies Ordinance. Under section 291 of the Predecessor Companies Ordinance, the Registrar of Companies in Hong Kong can strike off a defunct company from the register of companies.
3. Light Concept International Limited (銳光國際有限公司), Light Concept Logistics Limited (銳光物流有限公司), Max Lite Holding Limited (曦裕控股有限公司) and Rich Reward Limited (勤澤有限公司) were deregistered under section 751 of the Companies Ordinance. An application for deregistration can only be made if (a) all the members of such company agree to such deregistration; (b) such company has not commenced operation or business, or has not been in operation or carried on business during the three months immediately before the application; and (c) such company has no outstanding liabilities; (d) such company is not a party to any legal proceedings; (e) each company's assets do not consist of any immovable property situate in Hong Kong; and (f) if such company is a holding company, none of its subsidiary's assets consist of any immovable property situate in Hong Kong.

Mr. Kevin Lee confirmed that (i) the above companies were solvent immediately prior to their dissolutions; (ii) there was no wrongful act on his part leading to the dissolutions of the above companies and (iii) he is not aware of any actual or potential claim has been or will be made against him as a result of the dissolutions of the above companies.

DIRECTORS, SENIOR MANAGEMENT AND STAFF

Mr. Kwong Ping Man (鄺炳文) (“**Mr. Kwong**”), aged 55, was appointed as our independent non-executive Director on 21 September 2020. He is also the chairman of the Nomination Committee and a member of the Audit Committee and Remuneration Committee. Mr. Kwong is responsible for providing independent judgment and advising on the issue of strategy, performance, resources and standard of conduct of our Group.

Mr. Kwong possesses over 24 years of experience in accounting and administration. He is currently the managing director of O’Park Corporate Services Limited, a company primarily engaged in corporate advisory and company secretarial services.

Mr. Kwong’s primary working experience also includes:

Name of organisation	Principal business activity for the relevant period	Last position	Period of service
China Agroforestry Low-Carbon Holdings Limited (formerly known as “Jiangchen International Holdings Limited”) (<i>a company listed on the Main Board (Stock Code: 1069)</i>)	Manufacture and wholesale of original equipment manufacture of branded products and operations and management of forestry	Company secretary	September 2009 – June 2013
Karce International Holdings Company Limited (currently known as “Starlight Culture Entertainment Group Limited”) (<i>a company listed on the Main Board (Stock Code: 1159)</i>)	Conductive silicon rubber keypads, electronic products and printed circuit boards	Financial controller and company secretary	June 2008 – January 2009
Polyard Petroleum International Group (formerly known as “Kanstar Environmental Paper Products Holdings Limited”) (<i>a company listed on GEM (Stock Code: 8011)</i>)	Development, manufacture and sale of pulp and paper products	Financial controller and company secretary	March 2006 – July 2007
Sinobest Technology Holdings Limited	Provision of computer and network system integration services, and application software development	Chief financial officer	September 2000 – April 2003
The World Enterprises Holdings Limited	Manufacture and sale of jewellery, optical and fashion products	Accountant	February 1997 – November 1998
Utilux (Asia) Limited (currently known as GPC Electronics (Asia) Limited)	Manufacture of and trade in electronic connector	Accountant	October 1992 – November 1994

DIRECTORS, SENIOR MANAGEMENT AND STAFF

Mr. Kwong obtained a Bachelor of Commerce Degree in Accounting from Curtin University of Technology (currently known as Curtin University) in Australia in August 1996. He further obtained a Postgraduate Diploma in Corporate Administration and a Master of Professional Accounting from The Hong Kong Polytechnic University in November 1998 and November 2003, respectively. He was admitted as a certified practising accountant of Australian Society of Certified Practising Accountants in August 1999, a fellow member of the Hong Kong Institute of Certified Public Accountants in July 2012, and an associate member of each of The Hong Kong Institute of Company Secretaries and The Institute of Chartered Secretaries and Administrators in November 1999.

In the three years preceding the date of this document, Mr. Kwong has held directorships in the following listed companies:

Name of company	Principal business activity for the relevant period	Position	Period of service
Dragon King Group Holdings Limited (<i>a company listed on GEM (Stock Code:8493)</i>)	A Cantonese full-service restaurant group operating Cantonese cuisine restaurants	Independent non-executive director	December 2017 – present
Royal Deluxe Holdings Limited (<i>a company listed on the Main Board (Stock Code: 3789)</i>)	Formwork erection as well as related ancillary services	Independent non-executive director	January 2017 – present
Clear Lift Holdings Limited (currently known as “Hao Tian International Construction Investment Group Limited”) (<i>a company listed on the Main Board (Stock Code: 1341)</i>)	Rental of and trading in construction machinery and parts, and transportation services	Independent non-executive director	October 2015 – March 2017
Group Sense (International) Limited (currently known as “Rare Earth Magnesium Technology Group Holdings Limited”) (<i>a company listed on the Main Board (Stock Code: 601)</i>)	Design, manufacture and sale of original design manufacturing electronic dictionary products, personal communication products and other magnesium related products	Independent non-executive director	March 2015 – present
Tang Palace (China) Holdings Limited (<i>a company listed on the Main Board (Stock Code: 1181)</i>)	Restaurant operations and food production	Independent non-executive director	March 2011 – present
Century Sunshine Group Holdings Limited (<i>a company listed on the Main Board (Stock Code: 509)</i>)	Trading in fertiliser, Magnesium products and metallurgical flux	Independent non-executive director	September 2004 – June 2019
Elegance Optical International Holdings Limited (<i>a company listed on the Main Board (Stock Code: 907)</i>)	Manufacture of and trading in optical frames and sunglasses	Independent non-executive director	May 2014 – April 2017

DIRECTORS, SENIOR MANAGEMENT AND STAFF

Mr. Kwong was a director of the following companies incorporated in Hong Kong prior to their dissolutions with details as follows:

Name of Company	Nature of business immediately prior to dissolution	Date of dissolution
Keenlex Holdings Limited (健歷控股有限公司)(Note 1)	Ceased business	2 December 2005
Fairy Farm (International) Holdings Limited (仙桃源(國際)控股有限公司)(Note 1)	Food & beverage operations	1 August 2008
Global Wheel International Limited (華輪國際有限公司)(Note 1)	Trading of oil meters	19 December 2008
Evertch International Creation Limited (恒達國際創建有限公司)(Note 1)	Trading of LED lights	11 April 2014
Guoye (HK) Construction & Decoration Limited (國業(香港)建築裝飾工程有限公司)(Note 1)	Ceased business	13 December 2013
Wai Yuan (Hong Kong) Limited (慧源(香港)有限公司)(Note 1)	Ceased business	25 November 2011
Dakini Marketing Limited (Note 2)	Trading of accessories	4 November 2016
Grand Trading Horizon Limited (Note 2)	Trading and consultancy	3 March 2017
O’Park Cyber Limited (Note 2)	Ceased business	3 March 2017
Grand Trading International Company Limited (天豐國際貿易有限公司)(Note 2)	Consultancy	4 August 2017
Sports-Led Limited (Note 2)	Ceased business	1 September 2017

Notes:

- Keenlex Holdings Limited (健歷控股有限公司), Fairy Farm (International) Holdings Limited (仙桃源(國際)控股有限公司), Global Wheel International Limited (華輪國際有限公司), Evertch International Creation Limited (恒達國際創建有限公司), Guoye (HK) Construction & Decoration Limited (國業(香港)建築裝飾工程有限公司) and Wai Yuan (Hong Kong) Limited (慧源(香港)有限公司) were deregistered by way of application under section 291AA of the Predecessor Companies Ordinance. An application for deregistration can only be made if: (a) all members of the company agree to such deregistration; (b) the company has never commenced business or operation, or has ceased to carry on business or ceased operation for more than three months immediately before the application; and (c) such company has no outstanding liabilities.
- Dakini Marketing Limited, Grand Trading Horizon Limited, O’Park Cyber Limited, Grand Trading International Company Limited (天豐國際貿易有限公司) and Sports-Led Limited were deregistered under section 751 of the Companies Ordinance. An application for deregistration can only be made if: (a) all members of the company agree to such deregistration; (b) the company has not commenced business or operation, or has not been in operation or carried on business during the three months immediately before the application; (c) such company has no outstanding liabilities; (d) such company is not a party to any legal proceedings; (e) such company’s asset do not consist of any immovable property situated in Hong Kong; and (f) if such company is a holding company, none of its subsidiary’s assets consist of any immovable property situated in Hong Kong.

DIRECTORS, SENIOR MANAGEMENT AND STAFF

Mr. Kwong confirmed that (i) the above companies were solvent immediately prior to their dissolutions; (ii) there was no wrongful act on his part leading to the dissolutions of the above companies and (iii) he is not aware of any actual or potential claim has been or will be made against him as a result of the dissolutions of the above companies.

Save as disclosed in the paragraph headed “C. Further information about substantial shareholders, directors and experts” in Appendix IV to this document, each of our Directors (i) had no interest in the Shares within the meaning of part XV of the SFO as at the Latest Practicable Date; (ii) is independent from, and not related to, any Directors, substantial shareholders, controlling shareholders (as defined under the Listing Rules), or senior management of our Company; and (iii) had not held any other directorships in public companies, the securities of which are listed on any securities market in Hong Kong or overseas during the three years immediately preceding to the Latest Practicable Date.

Saved as disclosed in the paragraph headed “C. Further information about substantial shareholders, directors and experts – 2. Particulars of service agreements” in Appendix IV to this document, each Director has no existing or proposed service contract with our Company or any of its subsidiaries other than contracts expiring or determinable by the relevant member of our Group within one year without payment of compensation (other than statutory compensation).

Save as discussed in this section, to the best of the knowledge, information and belief of our Directors having made all reasonable enquiries, there was no other matter with respect to the appointment of our Directors that needs to be brought to the attention of our Shareholders and there was no information relating to our Directors that is required to be disclosed pursuant to Rule 13.51(2) of the Listing Rules as at the Latest Practicable Date.

SENIOR MANAGEMENT

The following table sets forth certain information of the senior management of our Group:

Name	Age	Present Position	Date of joining our Group	Date of appointment as senior management	Roles and responsibilities	Relationship with other Directors and senior management
Mr. Law Kwong Shun (羅廣信)	55	Commercial Manager	1 June 2006	1 January 2010	Overall supervision of the commercial team and quantity surveying works, undertaking costs analysis and control the budget of the projects	None
Mr. Tsui Ying Yin (徐英賢)	35	Audit Controller	14 May 2008	1 July 2018	Overall control and identification of risks of our Group's operation	Nephew of Mr. KK Tsui and cousin of Mr. Ian Tsui and Ms. Janis Tsui
Mr. Wong Kin Biu (黃健標)	51	Operation Director	1 June 2006	1 January 2018	Overall supervision, management and control of our Group's operation	None

Mr. Law Kwong Shun (羅廣信) (“Mr. Law”), aged 55, is the commercial manager of our Group. Mr. Law first joined our Group as a quantity surveyor in June 2006 and was appointed as our commercial manager in January 2010. He is primarily responsible for the overall supervision of the commercial team and quantity surveying works, undertaking cost analysis and controlling the budgets of the projects.

DIRECTORS, SENIOR MANAGEMENT AND STAFF

Prior to joining our Group, Mr. Law worked as an assistant quantity surveyor in Construction Techniques Limited from 1989 to 1991. He then worked as a quantity surveyor in Beria Consultants Limited and Maeda-CSCEC Joint Venture from 1991 to 1994 and 1994 to 1997, respectively. He subsequently worked as a senior quantity surveyor in Zen Pacific Construction Limited from 1997 to 2000.

Mr. Law obtained a Bachelor of Science Degree in Construction Management in University of Wolverhampton in October 2006. He has been a member of The Chartered Institute of Building since August 2007.

Mr. Tsui Ying Yin (徐英賢) (“Mr. Tsui”), aged 35, is the audit controller of our Group. Mr. Tsui first joined our Group as an assistant quantity surveyor in May 2008 and was promoted to a quantity surveyor in July 2009. He was appointed as a project quantity surveyor in July 2011 and promoted to an assistant commercial manager in January 2013. Mr. Tsui has been the audit controller since July 2018. He is primarily responsible for overall control and identification of risks of our Group’s operation.

Mr. Tsui obtained a Bachelor of Arts Degree in Accounting and Finance from The University of Lancaster in July 2007. He then obtained a Bachelor of Science Degree in Surveying from The Hong Kong Polytechnic University in October 2014.

Mr. Tsui is the nephew of Mr. KK Tsui and cousin of Mr. Ian Tsui and Ms. Janis Tsui.

Mr. Wong Kin Biu (黃健標) (“Mr. Wong”), aged 51, is the operation director of our Group. Mr. Wong first joined our Group as a general foreman in June 2006 and was appointed as a superintendent in January 2010. He was promoted to an operation manager in January 2013 and has been the operation director since January 2018. He is responsible for the overall supervision, management and control of our Group’s operation.

Prior to joining our Group, Mr. Wong worked as a junior foreman in China Harbour Engineering Company from September 1993 to July 1995. He worked as a foreman in Mew Engineering Limited from August 1995 to September 1996. Mr. Wong then worked as a foreman in Kumagai Gumi-Entrecanales-Cubiertas Joint Venture from October 1996 to July 1998. He also worked as a site foreman in Geoworks Equipment Company Limited and AJAX Pong Construction Limited from July 1998 to October 1998 and from October 1998 to February 2000, respectively.

COMPANY SECRETARY

Ms. Ng Hoi Ying (吳愷盈) (“Ms. Ng”), aged 33, was appointed as the company secretary of our Company on 26 October 2018. Ms. Ng obtained a Bachelor of Business Administration Degree in Accountancy from The Hong Kong Polytechnic University in October 2008 and has been a member of the Hong Kong Institute of Certified Public Accountants since January 2012.

Ms. Ng has over 10 years of experience in auditing, accounting and financial reporting. Ms. Ng joined Deloitte Touch Tohmatsu from September 2008 to November 2011, with her last position held as a senior auditor. She then joined Asia Maritime Pacific (Hong Kong) Limited from November 2011 to October 2014 with her last position held as a senior accountant. Ms. Ng joined Ngai Shun Construction & Drilling Co. Ltd, a subsidiary of Boill Healthcare Holdings Limited (Stock Code: 1246), a company listed on the Main Board, as an assistant finance manager in October 2014. She was promoted to finance manager and worked until October 2018. Ms. Ng is currently a company secretarial manager at Blooming (HK) Business Limited, a company primarily engaged in corporate advisory and company secretarial services.

DIRECTORS, SENIOR MANAGEMENT AND STAFF

AUDIT COMMITTEE

Our Company has established the Audit Committee on 21 September 2020 with written terms of reference in compliance with paragraphs C.3.3 and C.3.7 of the Code. The Audit Committee comprises three members, namely Mr. Lee Kin Kee, Mr. Lee Yan Kit and Mr. Kwong Ping Man, of Mr. Lee Kin Kee is the chairman of the Audit Committee. The principal duties of the Audit Committee are, among other things, to review and supervise the financial reporting process and internal control system of our Group, review of our Group’s financial information, review of the relationship with the external auditor of our Company and performance of the corporate governance functions delegated by our Board.

REMUNERATION COMMITTEE

Our Company has established the Remuneration Committee on 21 September 2020 with written terms of reference in compliance with paragraph B.1.2 of the Code. The Remuneration Committee comprises four members, namely Mr. Lee Yan Kit, Mr. Lee Kin Kee, Mr. Kwong Ping Man and Mr. KK Tsui. Mr. Lee Yan Kit is the chairman of the Remuneration Committee. The principal duties of the Remuneration Committee are, amongst other things, to make recommendations to our Board on the terms of remuneration packages, bonuses and other compensation payable to our Directors and senior management and on our Group’s policy and structure for all remuneration of our Directors and senior management.

NOMINATION COMMITTEE

Our Company has established the Nomination Committee on 21 September 2020 with written terms of reference in compliance with paragraph A.5.2 of the Code. The Nomination Committee comprises four members, namely Mr. Lee Yan Kit, Mr. Lee Kin Kee, Mr. Kwong Ping Man and Mr. KK Tsui. Mr. Kwong Ping Man is the chairman of the Nomination Committee. The Nomination Committee is mainly responsible for making recommendations to our Board on appointment of Directors and succession planning for our Directors.

BOARD DIVERSITY POLICY

We have adopted a board diversity policy which sets out the approach to achieve and maintain an appropriate balance of skills, experience and diversity perspectives of our Board that are relevant to our business growth to support the execution of our business strategy. In determining our Board’s composition, the board diversity policy is considered from a number of perspectives, including but not limited to gender, age, cultural and educational background, professional qualifications, skills, knowledge and industry experience. We will also take into account factors relating to our own business model and specific needs from time to time. The ultimate decision will be based on merit and contribution that the selected candidate(s) will bring to our Board.

Our Board comprises six members, including three executive Directors and three independent non-executive Directors. Our Directors have a balanced mix of experiences, including business development, operation management, strategic development and finance experiences. Our Board members received tertiary education in different majors such as civil engineering and accounting and finance. Furthermore, our Directors have age ranges from 37 years old to 60 years old, and there are both male and female members in our Board.

Our Nomination Committee will review the board diversity policy from time to time and monitor its implementation to ensure its continued effectiveness and we will disclose the implementation of the board diversity policy in our corporate governance report on an annual basis.

DIRECTORS, SENIOR MANAGEMENT AND STAFF

CORPORATE GOVERNANCE

Our Directors recognise the importance of good corporate governance in management and internal procedures so as to achieve effective accountability. Our Company will comply with the Corporate Governance Code and the associated Listing Rules. In order to comply with the requirements under the Listing Rules, in particular, the code provisions contained in the Corporate Governance Code, we have adopted the following measures as at the Latest Practicable Date:

- (i) we have established the Audit Committee, Remuneration Committee and Nomination Committee on 21 September 2020 with respective written terms of reference in accordance with the code provisions contained in the Corporate Governance Code. Further information is set out in the paragraphs headed “Audit Committee”, “Remuneration Committee” and “Nomination Committee” in this section;
- (ii) our Board has adopted the terms of reference with regard to corporate governance and a shareholders’ communication policy in accordance with the code provision of the Corporate Governance Code;
- (iii) we will arrange appropriate insurance cover on our Directors’ liabilities in respect of legal actions against our Directors arising out of corporate activities before [REDACTED];
- (iv) we have appointed three independent non-executive Directors representing more than one-third of the Board and at least one of them has accounting expertise;
- (v) the Chairman of our Board is Mr. KK Tsui whereas the Chief Executive Officer of our Company is Mr. Ian Tsui. The roles of the chairman and the chief executive will be separate and distinct;
- (vi) our Directors will operate in accordance with the Articles which require the interested Director not to vote or be vaunted in the quorum on any resolution of our Board approving any contract or arrangement or other proposal in which he/she or any of his/her associates is materially interested;
- (vii) our Directors, including the independent non-executive Directors, will be able to seek independent professional advice from external parties in appropriate circumstances at our cost;
- (viii) our Company has adopted a comprehensive compliance manual covering legal and regulatory compliance with reference of the Corporate Governance Code;
- (ix) our Company will retain a Hong Kong legal adviser to advise us on compliance matters applicable to Hong Kong laws and regulations;
- (x) our Company will consider engaging an independent internal control consultant to perform regular review on corporate governance to ensure on-going compliance after [REDACTED]; and
- (xi) our Directors will attend professional development seminar including but not limit to the corporate governance to ensure on-going compliance after [REDACTED].

Our Company is expected to comply with the Corporate Governance Code which sets out the principles of good corporate governance in relation to, among others, our Directors, Chairman and Chief Executive Officer, Board composition, the appointment, re-election and removal of Directors, their responsibilities and remuneration and communications with our Shareholders. Our Board will review our Company’s policies and practices on corporate governance from time to time. Our Company will state in our interim and annual reports whether we have complied with the Code, and will provide details of, and reasons for, any deviations from it in the corporate governance report which will be included in our annual reports.

DIRECTORS, SENIOR MANAGEMENT AND STAFF

COMPLIANCE ADVISER

We have appointed Frontpage Capital as our compliance adviser pursuant to Rule 3A.19 of the Listing Rules. As our Company’s compliance adviser, Frontpage Capital assumes the responsibility to advise us on ongoing compliance requirements and other issues under the Listing Rules. Pursuant to Rule 3A.23 and 3A.24 of the Listing Rules, our compliance adviser will advise us in the following circumstances:

- (i) before the publication of any regulatory announcement, circular or financial report;
- (ii) where a transaction, which might be a notifiable or connected transaction, is contemplated including share issues and share repurchases;
- (iii) where our Company proposes to use the [REDACTED] of the initial [REDACTED] in a manner different from that detailed in this document or where the business activities, developments or results of our Company deviate from any forecast, estimate, or other information in this document; and
- (iv) where the Stock Exchange makes an inquiry of our Company under Rule 13.10 of the Listing Rules.

DIRECTORS AND SENIOR MANAGEMENT’S REMUNERATION

The aggregate amount of compensation (including fees, salaries, contributions to pension schemes, housing and other allowances, benefits in kind and discretionary bonuses) which were paid to our Directors for the years ended 31 March 2016, 2017, 2018, 2019 and 2020 was approximately HK\$2,877,000, HK\$2,795,000, HK\$3,117,000, HK\$3,867,000 and HK\$4,732,000, respectively.

The aggregate amount of compensation (including fees, salaries, contributions to pension schemes, housing and other allowances, benefits in kind and discretionary bonuses) which were paid to the above senior management of our Group for the years ended 31 March 2016, 2017, 2018, 2019 and 2020 was approximately HK\$3,128,000, HK\$3,057,000, HK\$3,252,000, HK\$3,823,000 and HK\$4,059,000, respectively.

The aggregate amount of contributions to retirement benefits scheme paid by our Group to our Directors for the years ended 31 March 2016, 2017, 2018, 2019 and 2020 was approximately HK\$54,000, HK\$54,000, HK\$54,000, HK\$54,000 and HK\$54,000, respectively.

Our Company’s policy concerning the remuneration of our Directors is that the amount of remuneration is determined by reference to the relevant Director’s experience, responsibilities, workload, performance and the time devoted to our Group. Further details of the remuneration of our Directors are set out in the section headed “Statutory and General Information – C. Further information about substantial shareholders, Directors and experts – 3. Directors’ Remuneration” in Appendix IV to this document.

The emoluments paid to our Group’s five highest paid individuals (including Directors) in aggregate for the years ended 31 March 2016, 2017, 2018, 2019 and 2020 was approximately HK\$5,915,000, HK\$5,829,000, HK\$6,481,000, HK\$7,144,000 and HK\$8,521,000, respectively. During the Track Record Period, no emolument was paid by our Group to any of our Directors or the five highest paid individuals (including Directors and employees) as an inducement to join or upon joining our Group or as compensation for loss of office. None of our Directors has waived any emoluments during the Track Record Period.

Except as disclosed above, no other payments of remuneration have been made, or are payable, in respect of the Track Record Period, by our Group to or on behalf of any of our Directors.

DIRECTORS, SENIOR MANAGEMENT AND STAFF

For additional information on Directors’ remuneration during the Track Record Period as well as information on the highest paid individuals, please refer to note 11 in the Accountants’ Report set out in Appendix I to this document.

MANDATORY PROVIDENT FUND SCHEME

Our Group participates in the mandatory provident fund prescribed by the Mandatory Provident Fund Schemes Ordinance (Chapter 485 of the Laws of Hong Kong) and our Directors confirm that our Group has made the relevant contributions in accordance with the aforesaid laws and regulations. Save for the aforesaid, our Group did not participate in any other pension schemes during the Track Record Period.

SHARE OPTION SCHEME

The Share Option Scheme was conditionally adopted pursuant to the written resolutions of our sole Shareholder passed on 21 September 2020. The purpose of the Share Option Scheme is to enable our Company to grant options to selected participants as incentives or rewards for their contribution to it. Our Directors consider the Share Option Scheme, with its broadened basis of participation, will enable our Group to reward our employees, our Directors and other selected participants for their contributions to our Group. This will be in accordance with Chapter 17 of the Listing Rules and other relevant rules and regulations. Further details of the Share Option Scheme are set forth in the section headed “Statutory and General Information – D. Share Option Scheme” in Appendix IV.