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英皇證券集團有限公司*
Emperor Capital Group Limited
(Incorporated in Bermuda with limited liability)
(Stock Code: 717)

APPOINTMENT OF EXECUTIVE DIRECTORS AND CHANGE IN COMPOSITION OF BOARD COMMITTEES

Mr. Wong Chi Fai and Ms. Fan Man Seung, Vanessa will be appointed as Executive Directors of the Company with effect from 1 December 2022. There will have some changes in the composition of certain Board Committees and other position.

The board of directors (“**Board**” or “**Directors**”) of Emperor Capital Group Limited (the “**Company**”) announces the following :-

APPOINTMENT OF EXECUTIVE DIRECTORS

Mr. Wong Chi Fai (“Mr. Wong”)

Mr. Wong will be appointed as an Executive Director of the Company and a member of the Executive Committee under the Board with effect from 1 December 2022.

Mr. Wong, aged 66, is currently a director of a subsidiary of the Company. He has over 30 years of finance and management experience in different businesses ranging from financial and securities services, property investment and development, hotel and hospitality, retailing of watch and jewellery, wholesaling and retailing of furniture, cinema development and operation to entertainment production and investment, artiste management as well as media and publication. He is currently a director of Emperor International Holdings Limited (Stock Code: 163) (“**Emperor International**”), Emperor Entertainment Hotel Limited (Stock Code: 296) (“**Emperor E Hotel**”), Emperor Watch & Jewellery Limited (Stock Code: 887) (“**Emperor W&J**”), Emperor Culture Group Limited (Stock Code: 491) (“**Emperor Culture**”) and Ulferts International Limited (Stock Code: 1711) (“**Ulferts**”), all being listed members of Emperor Group. Mr. Wong is a Certified Public Accountant of the Hong Kong Institute of Certified Public Accountants and a fellow of the Association of Chartered Certified Accountants.

** for identification purpose only*

Ms. Fan Man Seung, Vanessa (“Ms. Fan”)

Ms. Fan (*Former Name: Fan Man Seung*) will be appointed as an Executive Director of the Company and a member of the Executive Committee under the Board with effect from 1 December 2022.

Ms. Fan, aged 59, is currently a director of certain subsidiaries of the Company and a responsible officer of Emperor Capital Limited and Emperor Futures Limited, both being subsidiaries of the Company, under the Securities and Futures Ordinance (“SFO”). She has over 33 years of corporate management experience in diversified businesses ranging from financial and securities services, property investment and development, hotel and hospitality, retailing of watch and jewellery, wholesaling and retailing of furniture, cinema development and operation to entertainment production and investment, artiste management as well as media and publication. Ms. Fan is currently a director of Emperor International, Emperor E Hotel, Emperor W&J, Emperor Culture and Ulferts. She is a lawyer by profession in Hong Kong and a qualified accountant, and holds a Master’s Degree in Business Administration.

Other Information

In accordance with the Bye-Laws of the Company and the Rules Governing the listing of Securities on The Stock Exchange of Hong Kong Limited (“**Listing Rules**”), Mr. Wong and Ms. Fan shall hold office from their appointment date until the first general meeting of the Company after their appointment and shall then be eligible for re-election at that meeting. Thereafter, they are subject to retirement by rotation at least once every 3 years at annual general meetings of the Company since their last re-election. Each of them is entitled to receive the current rate of Director’s fee of HK\$250,000 per annum, which was recommended by the Remuneration Committee and determined by the Board as authorized by the shareholders of the Company (“**Shareholders**”) at the annual general meeting of the Company, with reference to the market rate and the duties and responsibilities undertaken by Executive Directors.

Save as disclosed above, as at the date hereof, each of Mr. Wong and Ms. Fan does not :-

- (i) hold any other directorships in other public companies, the securities of which are listed on any securities market in Hong Kong or overseas in the last 3 years;
- (ii) have any relationship with any Director, senior management or substantial or controlling shareholder of the Company; and
- (iii) have any interest in the shares of the Company within the meaning of Part XV of the SFO.

In addition, in November 2001, the Securities and Futures Commission (“SFC”) publicly reprimanded Ms. Fan, a former responsible officer of Emperor Securities Limited (a subsidiary of the Company), impugning her fitness and properness for failing to (i) make sufficient inquiry in respect of the independence of prospective subscribers of shares in the initial public offering of a company listed in July 1998; and (ii) provide the SFC with detailed and accurate information during its investigation into such initial public offering. In SFC’s decision, SFC acknowledged Ms. Fan’s previous clear record and her commitment to ensure the failings identified are not repeated. Save as disclosed herein, the SFC has not made any other public reprimand against Ms. Fan.

Other than as stated above, the Board is not aware of any other information that is required to be disclosed pursuant to Rule 13.51(2) of the Listing Rules or any other matters that need to be brought to the attention of the Shareholders in relation to the appointment of Mr. Wong and Ms. Fan.

CHANGE OF COMPOSITION OF BOARD COMMITTEES AND OTHER POSITION

(1) With effect from 1 December 2022,

- (i) Mr. Wong will be appointed as a member of the Remuneration Committee whilst Ms. Daisy Yeung (“**Ms. Yeung**”), the Managing Director of the Company, will cease to act for such position in the said committee on the same day; and
- (ii) Ms. Fan will be appointed as an authorised representative of the Company under Rule 3.05 of the Listing Rules whilst Ms. Yeung will cease to act for such position on the same day.

(2) With effect from 1 January 2023, Ms. Fan will be appointed as the Chairperson of the Corporate Governance Committee to fill the vacancy to be created by the retirement of Ms. Choi Suk Hing, Louisa as an Executive Director as set out in the announcement of the Company published on 30 June 2022.

The Board would like to extend a warm welcome to Mr. Wong and Ms. Fan for joining the Board.

By order of the Board
Emperor Capital Group Limited
Daisy Yeung
Managing Director

Hong Kong, 3 October 2022

As at the date of this announcement, the Board comprises:-

<i>Executive Directors:</i>	Ms. Daisy Yeung Ms. Choi Suk Hing, Louisa
<i>Independent Non-Executive Directors:</i>	Mr. Poon Yan Wai Ms. Wan Choi Ha Mr. Wong Tak Ming, Gary