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# A.Plus Group Holdings Limited

## 優越集團控股有限公司

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 8251)**

### **REDESIGNATION OF CHIEF EXECUTIVE OFFICER AND UPDATES TO THE CIRCULAR OF THE COMPANY DATED 30 JUNE 2017**

The board (the “**Board**”) of directors (the “**Directors**”) of A.Plus Group Holdings Limited (the “**Company**”, and together with its subsidiaries, the “**Group**”) hereby announces that Mr. Fong Wing Kong (“**Mr. Fong**”), an executive Director and chief financial officer of the Company, was redesignated to a chief executive officer of the Company with effect from 10 August 2017, and will continue to be an executive Director.

Reference is made to the circular of the Company dated 30 June 2017 (the “**Circular**”) in relation to, among other things, the proposed re-election of retiring Directors consisting of Mr. Lam Kim Wan and Mr. Fong and the proposed grant of general mandates by the shareholders of the Company to the Directors to repurchase and issue shares of the Company on The Stock Exchange of Hong Kong Limited. Capitalised terms used in this announcement shall have the same meanings as those defined in the Circular.

The biographical details of Mr. Fong are as follows:

Mr. Fong Wing Kong (方永光), aged 50, has been a director of APF since May 2002 and was appointed as a Director on 20 April 2015. He was redesignated as an executive Director and chief financial officer of the Company on 23 March 2016 and was further redesignated as an executive Director and chief executive officer of the Company on 10 August 2017. He was also the company secretary of the Company for the period from July 2015 to August 2016. He is one of the founders of the Group and a director of API. He is primarily in charge of the Group’s overall corporate strategy and daily operations, including operational management and operations of finance and accounting of the Group.

Mr. Fong obtained a Bachelor of Business Administration (Honours) degree in Marketing from the Hong Kong Baptist University in November 1990, a Master of Arts degree in Information System from City University of Hong Kong in December 1996, a Postgraduate Diploma in Hotel and Tourism Management at the Hong Kong Polytechnic University in August 2003 and a Postgraduate Diploma in Professional Accounting from The Open University of Hong Kong in June 2007. He became a member of the Hong Kong Institute of Certified Public Accountants in January 2010. He has over 21 years of experience in management and business development.

Mr. Fong entered into a service agreement with the Company on 23 March 2016 for an initial term of three years commencing from the Listing Date and renewable automatically for successive terms of one year each commencing from the day next after the expiry of the then current term of the appointment, unless terminated by not less than three months' notice in writing served by either party on the other. Pursuant to the service agreement, he is entitled to a monthly salary of HK\$100,000 and a discretionary bonus based on the performance of the Company in the relevant financial year. He is subject to retirement by rotation at the annual general meetings of the Company at least once every three years in accordance with the Articles of Association. His emolument was determined by the Board by reference to his experience and responsibilities and duties within the Company and shall be reviewed annually by the remuneration committee of the Company. Save as disclosed above, Mr. Fong is not entitled to any other emoluments.

As at the date of this announcement, Mr. Fong is deemed within the meaning of Part XV of the SFO to be interested in 233,160,000 Shares, representing approximately 58.29% of the issued Shares, through Brilliant Ray Global Limited, which is owned as to 50% by Mr. Fong.

Mr. Fong has not held any other directorships in any listed public company in the past three years.

Save as disclosed above, Mr. Fong does not have any relationship with any Director, senior management, substantial shareholder or controlling shareholder of the Company.

There is no other matter in relation to the redesignation of Mr. Fong that needs to be brought to the attention of the Shareholders or any information that is required to be disclosed pursuant to Rules 17.50(2)(h) to 17.50(2)(v) of the GEM Listing Rules.

The Board would like to extend its welcome to Mr. Fong on his new position in the Company.

## UPDATES TO THE CIRCULAR

As disclosed in the Circular, Mr. Fong shall retire from office by rotation at the Annual General Meeting, and shall be eligible for re-election as a Director at the Annual General Meeting. Pursuant to Rule 17.46A of the GEM Listing Rules, details of Mr. Fong which are required under Rule 17.50(2) of the GEM Listing Rules have been disclosed in the Circular. Due to the redesignation of Mr. Fong from a chief financial officer of the Company to a chief executive officer of the Company, any references to the current position of Mr. Fong as a chief financial officer of the Company in the Circular shall be read as chief executive officer of the Company, and the first paragraph of the biographical details of Mr. Fong in Appendix I to the Circular shall be amended and replaced by the following paragraph (with the amendments underlined):

“Mr. Fong Wing Kong (方永光), aged 50, has been a director of APF since May 2002 and was appointed as a Director on 20 April 2015. He was redesignated as an executive Director and chief financial officer of the Company on 23 March 2016 and was further redesignated as an executive Director and chief executive officer of the Company on 10 August 2017. He was also the company secretary of the Company for the period from July 2015 to August 2016. He is one of the founders of the Group and a director of API. He is primarily in charge of the Group’s overall corporate strategy and daily operations, including operational management and operations of finance and accounting of the Group.”

Save as disclosed in this announcement, all details contained in the Circular remain unchanged.

By order of the Board  
**A.Plus Group Holdings Limited**  
**Lam Kim Wan**  
*Chairman and Executive Director*

Hong Kong, 10 August 2017

*As at the date of this announcement, the executive Directors are Mr. Lam Kim Wan and Mr. Fong Wing Kong, and the independent non-executive Directors are Mr. Yue Ming Wai Bonaventure, Ms. Sze Tak On and Mr. Leung Siu Hong.*

*This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the Rules Governing the Listing of Securities on the Growth Enterprise Market (“GEM”) of The Stock Exchange of Hong Kong Limited 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 in this announcement misleading.*

*This announcement will remain on the “Latest Company Announcements” page of the GEM website at [www.hkgem.com](http://www.hkgem.com) for at least 7 days from the day of its posting. This announcement will also be published on the Company’s website at [www.aplusp.com](http://www.aplusp.com).*