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**Jun Yang Financial Holdings Limited**  
**君陽金融控股有限公司**

*(Incorporated in Bermuda with limited liability)*

**(Stock code: 397)**

**(1) CHANGE OF INDEPENDENT NON-EXECUTIVE DIRECTORS;  
AND  
(2) CHANGE IN COMPOSITION OF AUDIT COMMITTEE,  
REMUNERATION COMMITTEE AND  
NOMINATION COMMITTEE**

**CHANGE OF INDEPENDENT NON-EXECUTIVE DIRECTORS**

The Board wishes to announce that with effect from 29 September 2017:

- (1) Ms. Yiu has resigned as an independent non-executive Director; and
- (2) Mr. Chu has been appointed as an independent non-executive Director.

**CHANGE IN COMPOSITION OF AUDIT COMMITTEE, REMUNERATION COMMITTEE AND NOMINATION COMMITTEE**

Following the resignation of Ms. Yiu, the Board announces that Ms. Yiu has ceased to be the chairman of the Remuneration Committee and a member of each of the Audit Committee and the Nomination Committee with effect from 29 September 2017.

The Board is pleased to announce that Mr. Chu has been appointed as the chairman of the Remuneration Committee and a member of each of the Audit Committee and the Nomination Committee with effect from 29 September 2017.

## CHANGE OF INDEPENDENT NON-EXECUTIVE DIRECTORS

The board (“**Board**”) of directors (“**Directors**”, and each a “**Director**”) of Jun Yang Financial Holdings Limited (“**Company**”, together with its subsidiaries, the “**Group**”) is pleased to announce that with effect from 29 September 2017, Ms. Yiu Wai Yee, Catherine (“**Ms. Yiu**”) has resigned as an independent non-executive Director as she intends to concentrate on her own business engagement.

Ms. Yiu confirmed that she has no disagreement with the Board and she is not aware of any matters that need to be brought to the attention of the shareholders of the Company in relation to her resignation.

The Board would like to express its sincere gratitude to Ms. Yiu for her invaluable contribution to the Company during her tenure of service.

The Board is pleased to announce that Mr. Chu Hau Lim (“**Mr. Chu**”) has been appointed as an independent non-executive Director with effect from 29 September 2017. The biographical details of Mr. Chu is set out below:

Mr. Chu, aged 52, possesses more than 25 years of experience in managing finance and accounting functions, mergers and acquisitions, fund raising and investor relations. Mr. Chu had served duties as the chief financial officer in various listed property development companies in mainland China for the years from 2006 to 2013. During the years from 1996 to 2006, he also worked in one of the major international accounting firms as a senior manager where he accumulated experience in international capital market transactions and business advisory of a wide variety of business.

Mr. Chu is a fellow member of the Association of Chartered Certified Accountants and a certified public accountant of the Hong Kong Institute of Certified Public Accountants. He holds a Master of Business Administration Degree from Heriot-Watt University, the United Kingdom.

Mr. Chu was a director and the chief executive officer of SQ Technology Holdings Limited from 1 October 2015 to 5 October 2016, a company whose shares are listed on the Taiwan OTC Exchange (Stock Code: 3219). Currently, he is the chief financial officer and the company secretary of Ta Yang Group Holdings Limited, a company whose shares are listed on the Main Board of The Stock Exchange of Hong Kong Limited (“**Stock Exchange**”) (Stock Code: 1991).

Mr. Chu was a director of the following private company incorporated in Hong Kong, which was dissolved by way of deregistration under section 291AA of the then prevailing Companies Ordinance (Chapter 32 of the Laws of Hong Kong) as this company ceased to carry on business:

| <b>Name of company</b>                 | <b>Nature of business before dissolution</b>   | <b>Date of dissolution</b> |
|--|--|----------------------------|
| H L Chu Management Consultants Limited | Property investment and management consultants | 4 June 2004                |

To the best knowledge and belief of Mr. Chu, the above company was dissolved due to the cessation of its business and was solvent at the time of it being dissolved by deregistration.

Pursuant to the appointment letter entered into between the Company and Mr. Chu, Mr. Chu is appointed for a fixed term of one year from 29 September 2017 and is subject to retirement by rotation and re-election at the next general meeting of the Company in accordance with the bye-laws of the Company. Mr. Chu is entitled to a monthly director's fee of HK\$15,000 which is determined with reference to his responsibilities, the Company's remuneration policy and the prevailing market conditions.

As at the date of this announcement, save as disclosed above, (i) Mr. Chu did not hold any other major appointment and qualifications or any directorship in other listed companies, the securities of which are listed on any securities market in Hong Kong or overseas in the last three years; (ii) Mr. Chu does not hold any other positions with the Company or other members of the Group; (iii) Mr. Chu does not have any relationship with any Directors, senior management, substantial or controlling shareholders (having the meaning ascribed to it in the Rules ("**Listing Rules**") Governing the Listing of Securities on the Stock Exchange) of the Company; (iv) Mr. Chu does not have any interest and short positions in the shares or underlying shares or debentures of the Company and its associated corporations within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong); and (v) there is no further information to be disclosed pursuant to the requirements of Rule 13.51(2)(h) to (v) of the Listing Rules nor any other matters that need to be brought to the attention of the shareholders of the Company in relation to the appointment of Mr. Chu.

The Board would like to take this opportunity to welcome Mr. Chu in joining the Company as an independent non-executive Director.

## **CHANGE IN COMPOSITION OF AUDIT COMMITTEE, REMUNERATION COMMITTEE AND NOMINATION COMMITTEE**

Following the resignation of Ms. Yiu, the Board announces that Ms. Yiu has ceased to be the chairman of the remuneration committee (“**Remuneration Committee**”) of the Board and a member of each of the audit committee (“**Audit Committee**”) and the nomination committee (“**Nomination Committee**”) of the Board with effect from 29 September 2017.

The Board is pleased to announce that Mr. Chu has been appointed as the chairman of the Remuneration Committee and a member of each of the Audit Committee and the Nomination Committee with effect from 29 September 2017.

On behalf of the Board  
**Jun Yang Financial Holdings Limited**  
**Kwok Sze Yiu, Gordon**  
*Chairman*

Hong Kong, 29 September 2017

*As at the date of this announcement, the executive Directors are Mr. Kwok Sze Yiu, Gordon, Dr. Tang Sing Hing, Kenny and Mr. Sit Sai Hung, Billy; and the independent non-executive Directors are Mr. Chan Chi Yuen, Mr. Chik Chi Man and Mr. Chu Hau Lim.*