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## **KSL Holdings Limited**

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

**(Stock code: 8170)**

### **RE-DESIGNATION OF DIRECTOR, CHANGE OF COMPLIANCE OFFICER**

The board (the “**Board**”) of directors (the “**Directors**”) of KSL Holdings Limited (the “**Company**”) is pleased to announce that Dr. Li Kai Shun (李啟信) (“**Dr. Li**”) has been re-designated from an executive Director to a non-executive Director and resigned as the compliance officer of the Company with effect from 9 December 2016, due to the need to devote more time for his personal and other business commitments. Dr. Li has confirmed that he has no disagreement with the Board and there is no matters relating to his re-designation and resignation that need to be brought to the attention of the shareholders of the Company or The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”). The biographical details of Dr. Li are set out below:

Dr. Li, aged 56, is the founder of the Group. He was appointed as an executive Director on 17 July 2014. Before the re-designation, Dr. Li was responsible for the overall business development and financial and strategic planning of the Group.

He remains as the chairman of the legal compliance committee and a director of certain subsidiaries of the Company after the re-designation.

Dr. Li graduated from the University of Hong Kong in November 1983 with a bachelor’s degree in civil engineering. He obtained a degree of Doctor of Philosophy in civil engineering from the University of New South Wales in December 1988. He also obtained a graduated diploma in technology management from the University of New South Wales in December 1992.

Dr. Li has been a fellow of the Institution of Engineers in Australia since March 1997, a fellow of the Institution of Civil Engineers in the United Kingdom since October 1998, and a fellow of the Hong Kong Institution of Engineers since June 1999. Dr. Li has also been a registered professional engineer in the civil and geotechnical discipline since October 1994, an authorized person since November 1998, a registered structural engineer since June 1998 and a registered geotechnical engineer since May 2005.

Prior to founding our Group, Dr. Li had been employed, among others, by Binnie Hong Kong Limited (formerly known as Binnie & Partners International) as an engineer and Mitchell and MarFarlane, Brentnall & Partners International Limited as a senior geotechnical engineer.

Dr. Li was a director of Landtech Engineering Company Limited (formerly known as Top Honour Enterprise Limited) (“**Landtech Engineering**”), which was incorporated on 13 August 1992 in Hong Kong, prior to its dissolution. Due to cessation of business, Landtech Engineering was struck off and dissolved pursuant to section 291 of the Predecessor Companies Ordinance on 18 January 2002 following a notice of striking off dated 31 August 2001.

Dr. Li also has extensive teaching experience including teaching at the University of Hong Kong and the University of New South Wales. He is currently an adjunct professor in the Department of Civil Engineering of the University of Hong Kong.

In light of the re-designation, Dr. Li and the Company mutually agreed to, with effect from 9 December 2016, terminate Dr. Li’s service agreement as an executive Director which was entered into on 17 July 2014. A new director’s service agreement for a term of 2 years was entered into between Dr. Li and the Company on 9 December 2016. The appointment of Dr. Li is subject to retirement by rotation and re-election in accordance with the articles and association of the Company. The emolument of Dr. Li is HK\$2,000,000 per annum and is eligible to receive a discretionary bonus to be determined by the Board with reference to his duties and responsibilities, as well as remuneration benchmark in the industry and the prevailing market conditions.

As the date of this announcement, Dr. Li is interested in 32,400,000 shares (7.88% of total issued share capital) of the Company held through Sonic Solutions, which is 100% beneficially owned by Dr. Li.

Save as disclosed above, Dr. Li does not have any interests in the shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

Save as disclosed above, Dr. Li does not have any relationship with any other Directors, senior management, or substantial or controlling shareholder of the Company.

Save as disclosed above, Dr. Li has not held any other directorships in other Hong Kong or overseas listed public companies in the last three years and there is no information to be disclosed pursuant to any of the requirements of under Rules 17.50(2)(h) to 17.50(2)(v) of the Rules Governing the Listing of Securities on the Growth Enterprise Market of the Stock Exchange (“**the GEM Listing Rules**”).

## **CHANGE OF COMPLIANCE OFFICER**

The Board is pleased to announce that Ms. Au Man Yi (歐敏誼), an executive Director of the Company, has been appointed as the compliance officer of the Company under rule 5.19 of the GEM Listing Rules with effect from 9 December 2016 in place of Dr. Li.

By order of the Board  
**KSL Holdings Limited**  
**Tong Jiangxia**  
*Chairperson*

Hong Kong, 9 December 2016

*As at the date of this announcement, the executive Directors are Ms. Tong Jiangxia, Ms. Au Man Yi and Mr. Chai Nan; the non-executive Director is Dr. Li Kai Shun; and the independent non-executive Directors are Mr. Ko Chi Keung, Professor Ho Ho Ming and Ms. Kwong Ka Ki.*

*This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the GEM Listing Rules 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 this announcement misleading.*

*This announcement will remain on the “Latest Company Announcements” page of the Stock Exchange’s website at [www.hkexnews.hk](http://www.hkexnews.hk) for 7 days from the date of its posting. This announcement will also be posted on the Company’s website at [www.kslholdings.com](http://www.kslholdings.com).*