

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.

KSL Holdings Limited

(incorporated in the Cayman Islands with limited liability)

(Stock code: 8170)

**APPOINTMENT OF EXECUTIVE DIRECTOR
CHANGE OF INDEPENDENT NON-EXECUTIVE DIRECTOR
CHAIRMAN OF THE REMUNERATION COMMITTEE
MEMBER OF THE AUDIT COMMITTEE
AND
MEMBER OF THE NOMINATION COMMITTEE**

The Board hereby announces that:

1. Mr. Long Jie has been appointed as an executive Director with effect from 16 March 2017;
2. Mr. Ko Chi Keung will be resigned as an independent non-executive Director, chairman of the Remuneration Committee, a member of the Audit Committee and a member of the Nomination Committee with effect from 17 March 2017; and
3. Mr. Tang Yiu Wing will be appointed as an independent non-executive Director, chairman of the Remuneration Committee, a member of the Audit Committee and a member of the Nomination Committee with effect from 17 March 2017.

APPOINTMENT OF EXECUTIVE DIRECTOR

The board (the “**Board**”) of directors (the “**Director(s)**”) of KSL Holdings Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) is pleased to announce that Mr. Long Jie (龍杰) (“**Mr. Long**”) has been appointed as an executive Director with effect from 16 March 2017.

Set out below is the biographical details of Mr. Long:

Mr. Long, aged 43, obtained the bachelor degree of civil engineering from Hebei University of Technology in December 2004. Prior to joining the Group, Mr. Long

worked as a manager at the budget department of Shenzhen Vanke Real Estate Co. Ltd.* (深圳萬科地產股份有限公司) from 1995 to 1996. From 1997 to 2009, Mr. Long worked as a director at the investment department of Shenzhen Luofang Properties Co. Ltd.* (深圳羅芳置業有限公司). Since 2009, Mr. Long has been working as the general manager of Shenzhen Hengda Cheng Engineering Co. Ltd.* (深圳恒大成工程有限公司).

Mr. Long does not hold any directorship in any public company, the securities of which are listed on any securities market in Hong Kong or overseas in the last three years or any other position with the Company and other members of the Group or other major appointments and professional qualifications.

Mr. Long will enter into a director's service agreement with the Company for a term of 2 years commencing on 16 March 2017 subject to rotation and re-election at annual general meetings of the Company in accordance with the articles of association of the Company. The proposed director's fee of Mr. Long is HK\$120,000 per annum plus discretionary performance based bonus, which was determined by the Board taking into account his experience, duties and responsibilities and by reference to the prevailing market rate of companies of comparable size and similar operations.

As at the date of this announcement, Mr. Long does not hold any interests in any shares or underlying shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong). He does not have any relationship with any Directors, senior management, substantial shareholders or controlling shareholders (as defined in the Rules Governing the Listing of Securities on the Growth Enterprise Market of The Stock Exchange of Hong Kong Limited (the "**GEM Listing Rules**") of the Company.

Save as disclosed above, there is no other matters in relation to the above appointment that need to be brought to the attention of the shareholders of the Company or are required to be disclosed pursuant to Rule 17.50(2)(h) to Rule 17.50(2)(v) of the GEM Listing Rules.

The Board would like to take this opportunity to welcome Mr. Long to join the Company as an executive Director.

RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTOR, CHAIRMAN OF THE REMUNERATION COMMITTEE AND MEMBER OF EACH OF THE AUDIT COMMITTEE AND THE NOMINATION COMMITTEE

The Board announces that, with effect from 17 March 2017, Mr. Ko Chi Keung (“**Mr. Ko**”) will resign as an independent non-executive Director, the chairman of the remuneration committee of the Company (the “**Remuneration Committee**”) and a member of each of the audit committee (the “**Audit Committee**”) and the nomination committee (the “**Nomination Committee**”) of the Company due to commitment in other business which requires more of his time and dedication.

Mr. Ko has confirmed that he has no disagreement with the Board and there are no other matters that need to be brought to the attention of the shareholders of the Company in relation to his resignation of the above positions.

The Board would like to take this opportunity to express its gratitude to Mr. Ko for his valuable contributions to the Company during his tenure of office.

APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR, CHAIRMAN OF THE REMUNERATION COMMITTEE AND MEMBER OF EACH OF THE AUDIT COMMITTEE AND THE NOMINATION COMMITTEE

The Board further announces that, with effect from 17 March 2017, Mr. Tang Yiu Wing (“**Mr. Tang**”) will be appointed as an independent non-executive Director, the chairman of the Remuneration Committee and a member of each of the Audit Committee and the Nomination Committee.

Mr. Tang, aged 50, is a practising solicitor in Hong Kong. He holds a bachelor’s degree in Laws, a postgraduate certificate in Laws from The University of Hong Kong and a master’s degree in Laws from The City University of Hong Kong. He is a member of The Law Society of Hong Kong and is admitted as a solicitor of the Supreme Court of England and Wales and a barrister and solicitor of the Supreme Court of Tasmania. Mr. Tang is currently an independent non-executive director of Jete Power Holdings Limited (Stock Code: 8133) and Goldin Financial Holdings Limited (Stock Code: 530), the shares of both of which are listed on the GEM Board and the Main Board of the Stock Exchange, respectively. He was a non-executive director of China Financial Leasing Group Limited (Stock Code: 2312), the shares of which are listed on the Main Board of the Stock Exchange, from 22 January 2014 to 27 June 2014.

Save as disclosed above, as at the date of this announcement, Mr. Tang has not held any other major appointment and professional qualification. He did not hold any

directorship in other listed public companies in the last three years. Mr. Tang does not have any relationship with any Director, senior management, substantial shareholders or controlling shareholders of the Company. He does not hold any other position with the Company or other members of the Group.

As at the date of this announcement, Mr. Tang does not have any interest in the shares or underlying shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

Pursuant to the service agreement entered into between Mr. Tang and the Company dated 16 March 2017, Mr. Tang's appointment will be effective from 17 March 2017 and he will be appointed for a term of 2 years and is subject to retirement by rotation and re-election at the annual general meetings in accordance with the Company's articles of association. Either the Company or Mr. Tang may terminate the appointment by serving not less than one month's notice in writing or paying to the other party one month's director's fee in lieu of notice. Mr. Tang will be entitled to receive a fixed annual director's fee of HK\$200,000 which is determined with reference to his responsibilities, the Company's remuneration policy and the prevailing market conditions.

Save as disclosed above, there is no further information to be disclosed pursuant to the requirements of Rule 17.50(2)(h) to (v) of the GEM Listing Rules and there are no other matters relating to the appointment of Mr. Tang that need to be brought to the attention of the shareholders of the Company.

The Company would like to take this opportunity to welcome Mr. Tang for joining the Board.

By order of the Board
KSL Holdings Limited
Tong Jiangxia
Chairperson

Hong Kong, 16 March 2017

As at the date of this announcement, the executive Directors are Ms. Tong Jiangxia, Ms. Au Man Yi, Mr. Wang Peng, Mr. He Jian Nen and Mr. Long Jie; the non-executive Director is Dr. Li Kai Shun; and the independent non-executive Directors are Mr. Ko Chi Keung, Ms. Chui Pui Yu and Ms. Kwong Ka Ki.

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 of the Stock Exchange 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 for 7 days from the date of its posting. This announcement will also be posted on the Company’s website at www.kslholdings.com.