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KSL HOLDINGS LIMITED

(incorporated in the Cayman Islands with limited liability)

(Stock Code: 8170)

CHANGE OF INDEPENDENT NON-EXECUTIVE DIRECTOR AND COMPOSITION OF BOARD COMMITTEES

The Board wishes to announce that with effect from 21 May 2018:

1. Mr. Tang Yiu Wing has tendered his resignation as an independent non-executive Director and ceased to be a member of each of the Audit Committee and the Nomination Committee and the chairman of each of the Remuneration Committee and the Legal Compliance Committee; and
2. Ms. Guo Liying has been appointed as an independent non-executive Director, a member of each of the Audit Committee and the Nomination Committee and the chairperson of each of the Remuneration Committee and the Legal Compliance Committee.

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

The board (the “**Board**”) of directors (the “**Directors**”) of KSL Holdings Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) announces that Mr. Tang Yiu Wing (“**Mr. Tang**”) has tendered his resignation as an independent non-executive Director and ceased to be a member of each of the audit committee (the “**Audit Committee**”) and the nomination committee (the “**Nomination Committee**”) and the chairman of each of the remuneration committee (the “**Remuneration Committee**”) and the legal compliance committee (the “**Legal Compliance Committee**”) of the Company with effect from 21 May 2018 as he would like to pursue other personal commitments.

Mr. Tang has confirmed that he has no disagreement with the Board and there is no matter relating to his resignation which needs to be brought to the attention of the shareholders of the Company.

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

APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR, A MEMBER OF EACH OF THE AUDIT COMMITTEE AND THE NOMINATION COMMITTEE AND THE CHAIRPERSON OF EACH OF THE REMUNERATION COMMITTEE AND THE LEGAL COMPLIANCE COMMITTEE

Following the resignation of Mr. Tang, the Board is pleased to announce that Ms. Guo Liying (“**Ms. Guo**”) has been appointed as an independent non-executive Director, a member of each of the Audit Committee and the Nomination Committee and the chairperson of each of the Remuneration Committee and the Legal Compliance Committee with effect from 21 May 2018.

Ms. Guo (郭麗英), aged 38, obtained a bachelor degree of International Economics and Trade from Shantou University (汕頭大學) in June 2003. Prior to joining the Group, Ms. Guo has worked in Guangdong Mobile Communications Co. Ltd* (廣東省移動通訊有限公司) and China Security Technology Co., Ltd* (中國安防技術有限公司). Since September 2014, she has been working as the chief executive officer of Shenzhen Qianhai SGT Capital Management Group Co., Ltd* (深圳前海深港通資本管理集團有限公司). Ms. Guo has extensive experience in project investment operation, enterprise management and marketing and sales.

A service agreement as an independent non-executive Director for a term of 2 years was entered into between Ms. Guo and the Company on 21 May 2018. Her appointment is 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 Ms. Guo is HK\$120,000 per annum which was determined by the Board taking into account her experience, duties and responsibilities and by reference to the prevailing market rate of companies of comparable size and similar operations.

Save as disclosed above, as at the date of this announcement, Ms. Guo (i) has not held any other major appointments and qualifications or directorships in other listed company in the last three years; (ii) does not have any relationship with any Director, senior management, substantial or controlling shareholders (having the meaning ascribed to them in the Rules (the “**GEM Listing Rules**”) Governing the Listing of Securities on the GEM of The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) of the Company; (iii) does not hold other positions with the Company or other members of the Group; and (iv) is not interested in any 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, there is no further information required 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 Ms. Guo that needs to be brought to the attention of the Stock Exchange or the shareholders of the Company.

The Board would like to take this opportunity to express its warm welcome to Ms. Guo for joining the Board.

By Order of the Board of
KSL Holdings Limited
Tong Jiangxia
Chairperson

Hong Kong, 21 May 2018

As at the date of this announcement, the executive Directors are Ms. Tong Jiangxia, Mr. Au Siu Chung, Mr. Long Jie, Mr. Yuan Shuang Shun and Ms. Xiao Yi Liao Ge; and the independent non-executive Directors are Ms. Kwong Ka Ki, Mr. Yu Hua Chang and Ms. Guo Liying.

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

* For identification purposes only