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## **WINFULL GROUP HOLDINGS LIMITED**

**宏輝集團控股有限公司**

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

**(Stock Code: 183)**

### **APPOINTMENT OF EXECUTIVE DIRECTOR AND CHAIRMAN**

The Board announces that with effect from 17 May 2016, Mr. Pong has been appointed as the Chairman and an executive Director of the Company.

### **APPOINTMENT OF EXECUTIVE DIRECTOR AND CHAIRMAN**

The Board (the “**Board**”) of directors (the “**Directors**”) of Winfull Group Holdings Limited (the “**Company**”, together with its subsidiaries the “**Group**”) announces that with effect from 17 May 2016, Mr. Pong Wai San, Wilson (“**Mr. Pong**”) has been appointed as the Chairman and an executive Director of the Company.

**Mr. Pong**, aged 47, has been appointed as the Chairman and an executive Director of the Company with effect from 17 May 2016. Mr. Pong was a Director of the Company during the period from 23 March 2007 to 12 December 2011 and has been a consultant of the Group since 12 December 2011. Mr. Pong will be responsible for the overall strategic planning and investment strategy of the Group. He holds a bachelor degree in Applied Science from the University of British Columbia. He held various positions in a number of charity organisations in Hong Kong and had held various senior management positions with various local and international securities houses and a multinational company. Mr. Pong is the sole director and sole shareholder of Virtue Partner Group Limited, which is the substantial and controlling shareholder of the Company.

As at the date of this announcement, Mr. Pong personally holds 7,328,000 ordinary shares of HK\$0.01 each (each a “**Share**”) in the share capital of the Company, representing approximately 0.27% of the issued share capital of the Company and Virtue Partner Group Limited holds 936,794,000 Shares, representing approximately 34.46% of the issued share capital of the Company. Mr. Pong also holds a 33,600,000 share options granted by the Company under the share option scheme on 26 October 2012 and 3 June 2014 respectively. Reference is also made to the announcement of the Company dated 17 May 2016. On 17 May 2016, the Company has granted a further 26,400,000 share options to Mr. Pong entitling himself to subscribe for 26,400,000 Shares.

Mr. Pong has not entered into a service contract with the Company regarding his appointment as the Chairman and an executive Director of the Company. As at the date of this announcement, the Company entered into a consultancy agreement with Mr. Pong in relation his consultancy services to the Group and no fees are payable by the Company to Mr. Pong under the consultancy agreement, but Mr. Pong will be entitled to discretionary bonus and such other benefit schemes as the remuneration committee of the Board may determine having regard to, among others, his performance and the operation results of the Group in respect of the relevant financial years of the Company.

In accordance with the articles of association of the Company, Mr. Pong is subject to retirement by rotation and re-election at the Company’s general meetings. The Director’s fee for Mr. Pong will be determined by the Board and will be reviewed annually by the Board with reference to his duties and responsibilities with the Company, the Company’s performance and the prevailing market situation.

Save as disclosed above, Mr. Pong does not hold any directorship in any public companies the securities of which are listed on any securities market in Hong Kong or overseas in the three years preceding the date of this announcement, or any other position with the Company and other members of the Group.

Save as disclosed above, Mr. Pong does not have any relationship with any Directors, senior management or substantial shareholders (as defined in the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”), or controlling shareholders (as defined in the Listing Rules) of the Company and has no other interests or short positions in the shares or debentures of the Company and its associated corporations which are required to be disclosed pursuant to Part XV of the Securities and Futures Ordinance (Cap. 571, Laws of Hong Kong).

Save as disclosed above, the Company is not aware of any other matters that need to be brought to the attention of the shareholders of the Company in relation to the appointment of Mr. Pong and there is no other information which is required to be disclosed pursuant to any of the requirements set out in Rules 13.51(2) of the Listing Rules.

By order of the Board  
**Winfull Group Holdings Limited**  
**Lee Wing Yin**  
*Executive Director*

Hong Kong, 17 May 2016

*As at the date of this announcement, the Company's executive Directors are Mr. Pong Wai San, Wilson, Mr. Lee Wing Yin and Mr. Ngan Man Ho, the Company's non-executive Director is Mr. Lai Hin Wing, Henry and the Company's independent non-executive Directors are Mr. Koo Fook Sun, Louis, Ms. Yeung Wing Yan, Wendy and Mr. Lung Hung Cheuk respectively.*