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華人策略控股有限公司

Chinese Strategic Holdings Limited

*(Incorporated in Bermuda with limited liability)*

**(Stock Code: 8089)**

**APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR,  
CHAIRMAN OF NOMINATION COMMITTEE,  
MEMBERS OF AUDIT COMMITTEE  
AND REMUNERATION COMMITTEE  
AND  
SUPPLEMENTAL NOTICE OF SPECIAL GENERAL MEETING**

**APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR, CHAIRMAN  
OF NOMINATION COMMITTEE AND MEMBERS OF AUDIT COMMITTEE AND  
REMUNERATION COMMITTEE**

Reference is made to the announcement of Chinese Strategic Holdings Limited (the “**Company**”) dated 23 March 2017 in relation to, among other matters, the resignation of independent non-executive director, members of both the remuneration committee and the audit committee and chairman of the nomination committee and non-compliance with the Rules 5.05(1) and 5.28 of the Rules Governing the Listing of Securities on the Growth Enterprise Market (“**GEM**”) of the Stock Exchange (the “**GEM Listing Rules**”).

The board of directors (the “**Director(s)**”) (the “**Board**”) of the Company is pleased to announce that Mr. Matthew Pau (“**Mr. Pau**”) has been appointed as an independent non-executive Director, chairman of the nomination committee of the Company and member of each of the audit committee and remuneration committee of the Company with effect from 8 June 2017.

Mr. Pau, aged 52, graduated from the University of Oxford in the United Kingdom with bachelor's and master's degrees in Engineering, Economics and Management. He is a Certified Public Accountant in Hong Kong and a Fellow Chartered Accountant in England and Wales. Mr. Pau has over 29 years of experience in finance, auditing and accounting fields. He was a non-executive director of New Trend Lifestyle Group Plc, a company listed on the Alternative Investment Market of the London Stock Exchange, from December 2013 to February 2015 and an independent non-executive director of Chinese Food and Beverage Group Limited, a company listed on the GEM from September 2012 to February 2017.

Mr. Pau has entered into an appointment letter with the Company with effect from 8 June 2017. He is subject to retirement by rotation and re-election at the general meeting of the Company in accordance with the bye-laws of the Company. He is entitled to monthly emolument of HK\$27,600, which was determined by the Board with reference to his duties and responsibilities and the prevailing market conditions. As at the date of this announcement, Mr. Pau does not have, and is not deemed to have any interests or short positions in any shares, underlying shares or debentures of the Company or any of its associated corporations (within the meaning of Part XV of the Securities and Futures Ordinance).

Save as disclosed above, as at the date of this announcement, (i) Mr. Pau does not hold 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. Pau does not hold any other positions with the Company and any of its subsidiaries; (iii) Mr. Pau does not have any relationship with any director, senior management or substantial or controlling shareholder of the Company.

Other than a bankruptcy order made against Mr. Pau by the Court of First Instance of Hong Kong which was annulled with the related bankruptcy petition dismissed pursuant to a sealed order in the High Court bankruptcy proceedings dated 8 February 2012, Mr. Pau confirms that there is no other matter regarding his appointment as an independent non-executive director of the Company that needs to be brought to the attention of the shareholders of the Company and there is no other information to be disclosed by Mr. Pau pursuant to Rule 17.50(2) (h) to (v) of the GEM Listing Rules in relation to the aforesaid appointment.

Following the appointment of Mr. Pau as an independent non-executive Director and a member of the audit committee, the Company has fully complied with the requirements of Rules 5.05(1) and 5.28 of the GEM Listing Rules.

The Board would like to take this opportunity to welcome Mr. Pau in joining the Board.

## **SUPPLEMENTAL NOTICE OF SPECIAL GENERAL MEETING**

Reference is made to the circular and proxy form of the Company despatched on 7 June 2017 (collectively, the “**Publication**”) in relation to, among other things, the (i) proposed share consolidation and (ii) change of board lot size.

As disclosed in this announcement, Mr. Pau was appointed as an independent non-executive Director with effect from 8 June 2017. Pursuant to bye-law 86(2) of the Bye-laws of the Company (the “**Bye-Laws**”), the Board shall have the power from time to time and at any time to appoint any person as a Director to fill a casual vacancy on the Board, and any Director so appointed shall hold office until the next following general meeting of the Shareholders after his/her appointment and be subject to re-election at such meeting. As such, Mr. Pau shall hold office until the special general meeting to be held on 26 June 2017 (the “**SGM**”) and, being eligible, will offer himself for re-election. An additional ordinary resolution no. 2 will be added at the SGM in respect of the re-election of Mr. Pau as a director of the Company.

Pursuant to the GEM Listing Rules, the details of Mr. Pau, who will retire and offer himself for re-election at the SGM according to the Bye-Laws, have been provided in this announcement.

### **Other information and matters that need to be disclosed or brought to the attention of the Shareholders**

The above mentioned supplemental information does not affect any other information contained in the Publication and save as disclosed above, all other information therein shall remain unchanged.

The Second Form of Proxy published on the same date as this supplementary notice will be adopted in replace of the one despatched on 7 June 2017.

By Order of the Board  
**Chinese Strategic Holdings Limited**  
**Lam Kwok Hing Wilfred**  
*Chairman and Executive Director*

Hong Kong, 8 June 2017

*As at the date hereof, the Company's executive directors are Mr. Lam Kwok Hing Wilfred, J.P. (Chairman), Ms. Chan Shui Sheung Ivy and Mr. Mok Tsan San; and the independent non-executive directors are Ms. Yuen Wai Man, Mr. Chow Fu Kit Edward and Mr. Matthew Pau.*

*This announcement, for which the directors of the Company 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 of the Company, 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 that 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 Announcement" page of the GEM website at [www.hkgem.com](http://www.hkgem.com) for at least 7 days and the Company website at [www.chinesestrategic.com](http://www.chinesestrategic.com) from the date of its publication.*