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Evershine Group Holdings Limited

永耀集團控股有限公司

(Incorporated in Hong Kong with limited liability)

(Stock Code: 8022)

(1) APPOINTMENT OF EXECUTIVE DIRECTOR AND INDEPENDENT NON-EXECUTIVE DIRECTOR; AND (2) CHANGE OF BOARD COMMITTEE CHAIRMAN/MEMBER

The Board announces that with effect from 12 May 2015:

- (1) Mr. Lau has been appointed as executive Director;
- (2) Mr. Liu has resigned as the chairman but remained as a member of the Remuneration Committee; and
- (3) Ms. Choy has been appointed as independent non-executive Director and a member of each of the Audit Committee and the Nomination Committee and the chairman of the Remuneration Committee.

APPOINTMENT OF EXECUTIVE DIRECTOR AND INDEPENDENT NON-EXECUTIVE DIRECTOR

The Board (the “**Board**”) of directors (the “**Directors**”) of Evershine Group Holdings Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) announces that with effect from 12 May 2015:

- (1) Mr. Lau Yu (“**Mr. Lau**”) has been appointed as executive Director; and
- (2) Ms. Choy So Yuk (“**Ms. Choy**”) has been appointed as independent non-executive Director.

The biographical details of Mr. Lau and Ms. Choy are as follows:

Mr. Lau Yu, aged 46, holds a Bachelor of Business Administration degree from the School of Finance in the University of Hawaii. Mr. Lau has over 20 years of solid experience in international trading of mineral resources and metals, including coal, coke, iron ore and steel. With his extensive experience in the trading of coke and metallurgy, Mr. Lau has established a strong network around the world and has extensive investment experience in areas including finance, real estates, manufacturing, natural resources and IT. Mr. Lau has been an executive director of Loudong General Nice Resources (China) Holdings Limited (stock code: 988) since September 2008. He has been appointed as an executive director of Abterra Limited (listed on the Singapore Stock Exchange) since October 2006 and subsequently appointed as the chief executive officer of Abterra Limited since November 2006. Mr. Lau has also been appointed as an executive director, vice chairman of the board of directors and member of the audit committee, the nominating committee and the remuneration committee of Digiland International Limited (listed on the Singapore Exchange) since July 2012 and the non-executive director of Pluton Resources Limited (listed on the Australian Securities Exchange) since April 2013.

As at the date of this announcement, Mr. Lau is interested in 173,653,000 shares of the Company, representing approximately 18.24% of the issued share capital of the Company.

Mr. Lau has not entered into a service contract with the Company. In accordance with the articles of association of the Company, Mr. Lau is subject to retirement by rotation and re-election at the Company's general meetings. Mr. Lau has agreed to waive his entitlement to receive remuneration as an executive Director.

Ms. Choy So Yuk, BBS, JP, aged 64, obtained her Bachelor of Science and Master of Philosophy degrees from the University of Hong Kong in 1974 and 1980 respectively. Ms. Choy was the founding managing director of SHK International Services Limited (which was subsequently acquired by Ms. Choy and changed its name to Oriental-Western Promotions Limited). Ms. Choy holds a wide variety of political, social and academic positions, such as a deputy of the National People's Congress of China and a director of Fujian Middle School. Ms. Choy was a member of the Fujian Provincial Committee of the Chinese People's Political Consultative Conference and a member of the Legislative Council in Hong Kong from 1998 to 2008. Ms. Choy has been appointed as an independent non-executive director of Ping Shan Tea Group Limited (formerly known as Huafeng Group Holdings Limited, (stock code: 364) since August 2002 and an independent non-executive director of Loudong General Nice Resources (China) Holdings Limited (stock code: 988) since June 2009.

There is no service contract entered into between Ms. Choy and the Company and she is entitled to an annual emolument of HK\$120,000 and a discretionary bonus which is to be reviewed by the Remuneration Committee with reference to her duties and responsibilities with the Company and the Company's remuneration policy. Ms. Choy will hold office as an independent non-executive Director until the next following general meeting. Pursuant to the Company's articles of association, Ms. Choy is eligible for re-election and subject to retirement by rotation and re-election at the general meetings of the Company.

OTHER INFORMATION OF THE NEWLY APPOINTED DIRECTORS

Save as disclosed above, each of Mr. Lau and Ms. Choy 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 or possess any other major professional qualifications.

Save as disclosed above, each of Mr. Lau and Ms. Choy 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 Growth Enterprise Market (“GEM”) of The Stock Exchange of Hong Kong Limited (the “GEM Listing Rules”) or controlling shareholders (as defined in the GEM 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 of the 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. Lau and Ms. Choy and there is no other information which is required to be disclosed pursuant to any of the requirements set out in Rules 17.50(2)(h) to (v) of the GEM Listing Rules.

The Board would like to express its warmest welcome to Mr. Lau and Ms. Choy for joining the Board.

CHANGE OF BOARD COMMITTEE CHAIRMAN/MEMBER

The Board further announces that, with effect from 12 May 2015:

- (1) Mr. Liu Kwong Sang (“**Mr. Liu**”) has resigned as the chairman but remained as a member of the remuneration committee of the Company (the “**Remuneration Committee**”); and
- (2) Ms. Choy has been appointed as a member of the audit committee (the “**Audit Committee**”) and the nomination committee (the “**Nomination Committee**”) of the Company and the chairman of the Remuneration Committee.

By order of the Board
Evershine Group Holdings Limited
Wu Wenbei
Chairman and Executive Director

Hong Kong, 12 May 2015

As of the date hereof, the executive Directors are Mr. Wu Wenbei, Ms. Lin Yan Jenny and Mr. Lau Yu; and the independent non-executive Directors are Ms. Lam Yuk Ying, Elsa, Mr. Liu Kwong Sang, Mr. He Qinglong and Ms. Choy So Yuk, BBS, JP.

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 GEM website at <http://www.hkgem.com> on the “Latest Company Announcements” page for at least seven days from the date of its posting and the Company’s website at <http://www.8022hk.com>.