

*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 however arising from or in reliance upon the whole or any part of the contents of this announcement.*



## **SAM WOO HOLDINGS LIMITED**

**三和集團有限公司\***

*(incorporated in Bermuda with limited liability)*

(Stock Code: 2322)

### **APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR, CHAIRMAN OF AUDIT COMMITTEE AND MEMBER OF REMUNERATION COMMITTEE**

The Board is pleased to announce that Ms. Wong Tsui Yue, Lucy has been appointed as an independent non-executive director, the chairman of audit committee and a member of remuneration committee of the Company with effect from 8 September 2009 to fill the vacancy for the posts of independent non-executive director and member of audit committee in order to comply with Rules 3.10 and 3.21 of the Listing Rules.

Reference is made to the announcement of Sam Woo Holdings Limited (the “Company”) dated 31 July 2009 in relation to the resignation of independent non-executive director and member of audit committee of the Company and non-compliance of the Rules 3.10 and 3.21 of the Rules Governing the Listing of Securities (the “Listing Rules”) of The Stock Exchange of Hong Kong Limited (the “Stock Exchange”).

The board of directors (the “Board”) of the Company is pleased to announce that Ms. Wong Tsui Yue, Lucy (“Ms. Wong”), has been appointed as an independent non-executive director, the chairman of audit committee and a member of remuneration committee of the Company with effect from 8 September 2009 to fill the vacancy for the posts of independent non-executive director and member of audit committee in order to comply with Rules 3.10 and 3.21 of the Listing Rules.

Ms. Wong, aged 48, is currently an executive director of Hong Kong Catering Management Limited, the shares of which are listed on the Main Board of the Stock Exchange. Ms. Wong has over 20 years experience working with listed companies in the retail sector. In her present position in Hong Kong Catering Management Limited, she has a direct line of responsibility overseeing the finance, marketing, information technology, administration and

human resources functions. Ms. Wong holds a bachelor degree in commerce and is a fellow member of the Hong Kong Institute of Certified Public Accountants and an associate member of the Institute of Chartered Accountants in Australia. Ms Wong has also participated in community services, where she was the president of the Zonta Club of Hong Kong East for the 2006 - 2008 biennium. Save as disclosed above, Ms. Wong had not held directorship in other public companies in the three years immediately preceding the date of this announcement and does not hold any other positions in the Company or its subsidiaries as at the date of this announcement.

Ms. Wong does not have any relationship with any directors, senior management or substantial or controlling shareholders of the Company and has no interest in shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

Ms. Wong has not entered into any service contract with the Company and her appointment is subject to retirement and re-election by shareholders at general meetings of the Company in accordance with the bye-laws of the Company. Ms. Wong will be entitled to a director's fee of HK\$240,000 per annum, which is determined by the Board with reference to her duties and responsibilities with the Company.

Save as disclosed above, there is no other information of Ms. Wong that is discloseable pursuant to Rules 13.51(2)(h) to (v) of the Listing Rules, and there is no other matter relating to her appointment which needs to be brought to the attention of the shareholders of the Company.

Following the appointment of Ms. Wong, the Company has three independent non-executive directors, audit committee comprising of three independent non-executive directors and at least one of them has appropriate professional qualifications or accounting or related financial management expertise. Accordingly, the Company has fulfilled the requirements as set out in Rules 3.10 and Rule 3.21 of the Listing Rules.

The Board takes this opportunity to express warmest welcome to Ms. Wong for joining the Company.

By order of the Board  
**Sam Woo Holdings Limited**  
**Lau Chun Ming**  
***Chairman***

Hong Kong, 8 September 2009

*As at the date of this announcement, the executive directors are Mr. Lau Chun Ming, Mr. Lau Chun Kwok, Mr. Lau Chun Ka, Ms. Leung Lai So, Mr. Hsu Kam Yee, Simon and Mr. Chan Sun Kwong; the non-executive director is Mr. Chiu Kam Kun, Eric; the independent non-executive directors are Dr. Lee Peng Fei, Allen, Professor Wong Sue Cheun, Roderick and Ms. Wong Tsui Yue, Lucy.*

*\* for identification purposes only*