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**ETS GROUP LIMITED**

**易通訊集團有限公司**

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

**(Stock Code: 8031)**

**APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR  
AND  
CHANGES IN COMPOSITION OF BOARD COMMITTEES**

The Board is pleased to announce that, with effect from 12 January 2017, Mr. Wong has been appointed as an INED.

Mr. Wong has also been appointed as the chairman and a member of the Audit Committee, the chairman and a member of the Risk Management and Internal Control Committee, a member of the Remuneration Committee and a member of the Nomination Committee with effect from 12 January 2017.

**APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR**

The board (the “**Board**”) of directors (the “**Directors**”) of ETS Group Limited (the “**Company**”) is pleased to announce that, with effect from 12 January 2017, Mr. Wong Kam Tai (“**Mr. Wong**”) has been appointed as an independent non-executive director (“**INED**”) of the Company.

The biographical details of Mr. Wong are set out in the paragraphs below:

**Mr. Wong Kam Tai (黃錦泰)**, aged 43, has obtained a Master of Business Administration (Strategic Financial Management) from the University of Hull in the United Kingdom in 2001, a Master of Law (Commercial Law) from the University of Northumbria at Newcastle in the United Kingdom in 2002 and a Master of Arts from Macquarie University in Australia in 2011. Mr. Wong is also a member of the Hong Kong Institute of Certified Public Accountants, a member of the Chartered Institute of Public Finance and Accountancy in the United Kingdom and a fellow member of CPA Australia. Mr. Wong has worked in the accounting field for ten years before becoming an accounting academic in 2002. Mr. Wong is currently an Assistant Professor in Accounting of Centennial College.

As at the date of this announcement, Mr. Wong has entered into a letter of appointment with the Company for an initial term of three years commencing from 12 January 2017. Mr Wong shall hold office until the first general meeting of the Company after his appointment and shall then be eligible for re-election at that meeting. He is subject to the retirement by rotation and re-election at the annual general meetings of the Company in accordance with the articles of association of the Company. Mr. Wong is entitled to a monthly director fee of HK\$8,000, which is determined with reference to his duties and level of responsibilities and the remuneration policy of the Company and the prevailing market conditions.

Save as disclosed above, Mr. Wong confirms that he does not have any shares or underlying shares in the Company within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) or hold any directorship in the last three years in other public companies the securities of which are listed on any securities market in Hong Kong or overseas or any other major appointments or qualifications as at the date of this announcement. Mr. Wong further confirms that he does not have any relationship with any directors, senior management, substantial or controlling shareholders of the Company as at the date of this announcement.

Save as disclosed above, Mr. Wong confirms that there are no other matters or information that needs to be brought to the attention of the shareholders nor is there any information that is required to be disclosed by the Company pursuant to any of the requirements under rule 17.50(2)(h) to (v) of the Rules Governing the Listing of Securities on the Growth Enterprise Market of The Stock Exchange of Hong Kong Limited (the “**GEM Listing Rules**”).

The Board would like to extend a warm welcome to Mr. Wong in joining the Board.

## **CHANGES IN COMPOSITION OF BOARD COMMITTEES**

Mr. Wong has also been appointed as the chairman and a member of the audit committee (the “**Audit Committee**”) of the Company, the chairman and a member of the risk management and internal control committee (the “**Risk Management and Internal Control Committee**”) of the Company, a member of the remuneration committee (the “**Remuneration Committee**”) of the Company and a member of the nomination committee (the “**Nomination Committee**”) of the Company with effect from 12 January 2017. Accordingly, with effect from 12 January 2017, the composition of the Audit Committee, Nomination Committee, Remuneration Committee and Risk Management and Internal Control Committee will be as follows:

1. Audit Committee, comprising Mr. Wong Kam Tai (Chairman), Mr. Wong Sik Kei and Mr. Cheung Kong Ting
2. Nomination Committee, comprising Mr. Wong Sik Kei (Chairman), Mr. Tang Yiu Sing, Mr. Yeung Ka Wing, Mr. Cheung Kong Ting and Mr. Wong Kam Tai
3. Remuneration Committee, comprising Mr. Cheung Kong Ting (Chairman), Mr. Tang Yiu Sing, Mr. Wong Sik Kei and Mr. Wong Kam Tai

4. Risk Management and Internal Control Committee, comprising Mr. Wong Kam Tai (Chairman), Mr. Tang Yiu Sing, Mr. Yeung Ka Wing, Mr. Wong Sik Kei and Mr. Cheung Kong Ting

## **COMPLIANCE WITH REQUIREMENTS UNDER RULES 5.05 AND 5.28 OF THE GEM LISTING RULES**

According to rule 5.05 of the GEM Listing Rules, every board of directors of an issuer must include at least three independent non-executive directors and at least one of the independent non-executive directors must have appropriate professional qualifications or accounting or related financial management expertise.

According to rule 5.28 of the GEM Listing Rules, the audit committee of every issuer must comprise a minimum of three members, at least one of whom is an independent non-executive director with appropriate professional qualifications or accounting or related financial management expertise as required in rule 5.05(2) of the GEM Listing Rules.

Following the appointment of Mr. Wong with effect from 12 January 2017, the Company has six Directors, among which three of them are INEDs. As the number of INEDs is not less than three as required under rules 5.05(1) of the GEM Listing Rules, the Company is in compliance with the requirements under rules 5.05(1) of the GEM Listing Rules. Further, as the Audit Committee comprises three members and Mr. Wong, one of the INEDs and the chairman and a member of the Audit Committee, has appropriate professional qualifications or accounting or related financial management expertise, the Company is in compliance with the requirements under rules 5.05(2) and 5.28 of the GEM Listing Rules.

By order of the Board

**ETS Group Limited**

**Tang Yiu Sing**

*Executive Director and Chief Executive Officer*

Hong Kong, 12 January 2017

*As at the date of this announcement, the executive Directors are Mr. Tang Yiu Sing and Mr. Yeung Ka Wing; the non-executive Director is Mr. Tang Shing Bor; and the independent non-executive Directors are Mr. Wong Sik Kei, Mr. Cheung Kong Ting and Mr. Wong Kam Tai.*

*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 "Latest Company Announcements" page of the GEM website at [www.hkgem.com](http://www.hkgem.com) for at least 7 days from the date of its posting and on the Company's website at [www.etsgroup.com.hk](http://www.etsgroup.com.hk).*