

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



ETS GROUP LIMITED

易通訊集團有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8031)

**RE-DESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTOR AS
EXECUTIVE DIRECTOR,
APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR AND
RESIGNATION AND APPOINTMENT OF MEMBERS OF
BOARD COMMITTEES**

The Board announces that Mr. Phung Nhuong Giang will be re-designated from an independent non-executive director to an executive director of the Company and Mr. Yung Kai Tai will be appointed as an independent non-executive director of the Company, both with effect from 1 February 2013. Following the re-designation of Mr. Phung and the appointment of Mr. Yung, Mr. Phung will cease to be and Mr. Yung will be appointed as the chairman of the remuneration committee, a member of each of the audit committee and the nomination committee of the Company.

The board of directors (the “Board”) of ETS Group Limited (the “Company”) announces that Mr. Phung Nhuong Giang (“Mr. Phung”), an independent non-executive director (“INED”), the chairman of the remuneration committee (“RC”), a member of each of the audit committee (“AC”) and the nomination committee (“NC”) of the Company, will be re-designated as an executive director of the Company with effect from 1 February 2013. Following his re-designation, Mr. Phung will cease to be the chairman of the RC, a member of each of the AC and the NC of the Company.

The biographic details of Mr. Phung are as follows:-

Mr. Phung Nhuong Giang, aged 50, was appointed as an INED, a member of the AC and the chairman of the RC of the Company on 21 December 2011 and a member of the NC on 19 March 2012. Mr. Phung obtained a first class Honours degree in Electrical Engineering from the University of Western Australia in 1987 and a Master of Business Administration from the University of Louisville, the United States of America in 1999.

Mr. Phung has extensive knowledge and experience in the information and communication technologies (“ICT”) industry. Mr. Phung worked as a network specialist in Telstra Corporation Limited, an Australian telecommunications and media company in 1987, as a product manager in QPSX Communications Ltd, an Australian company in 1988 and as a chief technologist in Dimension Data (formerly known as Datacraft Asia), a company principally engaged in the provision and management of specialist information technology infrastructure solutions from 1993 to 2001. Mr. Phung joined DMX Technologies Group Limited (“DMX”) in April 2001, a company incorporated in Bermuda and now a subsidiary of KDDI Corporation, a Japanese company principally engaged in telecommunication businesses. He served as an executive director and the chief executive officer (“CEO”) of DMX and later resigned from the directorship and chief executive office in DMX in 2006. Mr. Phung is the founder and currently the CEO of Asia Media Systems Pte Ltd in Singapore since 2006.

Mr. Phung has been appointed as an INED of Suntek Technology Co. Ltd. (600728.SS) since 2010, a company incorporated in the People’s Republic of China, whose shares are listed on the Shanghai Stock Exchange.

Save as disclosed above, Mr. Phung:-

- (i) does not hold any position in the Company or any of its subsidiaries;
- (ii) has not held any directorships in public companies the securities of which are listed on any securities market in Hong Kong or overseas in the past three years;
- (iii) has not held other major appointments and professional qualifications; and
- (iv) does not have any relationships with any directors, senior management, substantial shareholders or controlling shareholders of the Company or any of its subsidiaries.

As at the latest practicable date, Mr. Phung does not have any interest in the shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance (the “SFO”).

Mr. Phung has entered into a service agreement with the Company for an initial term of three years commencing from 1 February 2013, and is subject to the retirement by rotation and re-election at the annual general meeting of the Company in accordance with the articles of association of the Company. Mr. Phung is entitled to a monthly director fee of US\$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, the Board is not aware of any matter in relation to the re-designation of Mr. Phung that is required to be disclosed pursuant to Rule 17.50(2)(h) to (v) of the Rules Governing the Listing of Securities on the Growth Enterprise Market (the “GEM Listing Rules”) of The Stock Exchange of Hong Kong Limited (the “Stock Exchange”) and there is no other matter that needs to be brought to the attention of the shareholders of the Company.

The Board would like to express its gratitude to Mr. Phung for his valuable contribution towards the Company during his tenure of service as an INED of the Company and is looking forward to his continuous contribution in his new capacity as an executive director of the Company.

The Board of the Company further announces the appointment of Mr. Yung Kai Tai (“Mr. Yung”) as an INED, the chairman of the RC, a member of each of the AC and the NC of the Company in place of Mr. Phung with effect from 1 February 2013.

The biographic details of Mr. Yung are as follows:-

Mr. Yung Kai Tai, aged 61, obtained a Bachelor of Science degree majoring in Physics and minoring in Electronics and a Master of Business Administration, both from the Chinese University of Hong Kong, in 1973 and 1986 respectively. Mr. Yung also completed a Harvard Business School Executive Education in 1997.

Mr. Yung has extensive knowledge and 33 years’ experience in the ICT industry. Before his retirement in 2011, Mr. Yung was the General Manager of the Hong Kong Productivity Council, responsible for the development of the ICT industry in Hong Kong. From 1992 to 1995, Mr. Yung was elected as the President of the Hong Kong Computer Society. During this period, he worked closely with the China Computer Federation, introducing ICT applications and management to mainland China. After his retirement, Mr. Yung still actively involved in ICT industry activities, including performing as the Chairman of the Hong Kong Game Industry Association, the Vice President of the Hong Kong Software Industry Association and the Vice President of the Hong Kong Association for Advancement of Science and Technology. Mr. Yung was also elected as Distinguished Fellow of the Hong Kong Computer Society and member of the first three Election Committees of the Hong Kong Special Administrative Region.

Save as disclosed above, Mr. Yung:-

- (i) does not hold any position in the Company or any of its subsidiaries;
- (ii) has not held any directorships in public companies the securities of which are listed on any securities market in Hong Kong or overseas in the past three years;
- (iii) has not held other major appointments and professional qualifications; and
- (iv) does not have any relationships with any directors, senior management, substantial shareholders or controlling shareholders of the Company or any of its subsidiaries.

Mr. Yung has entered into a letter of appointment with the Company for an initial term of three years commencing from 1 February 2013, and is subject to the retirement by rotation and re-election at the annual general meeting of the Company in accordance with the articles of association of the Company. Mr. Yung is entitled to a monthly director fee of HK\$6,800, which is determined with reference to his duties and level of responsibilities and the remuneration policy of the Company and the prevailing market conditions.

As at the latest practicable date, Mr. Yung does not have any interest in the shares of the Company within the meaning of Part XV of the SFO.

Save as disclosed above, the Board is not aware of any matter in relation to the appointment of Mr. Yung that is required to be disclosed pursuant to Rule 17.50(2)(h) to (v) of the GEM Listing Rules of the Stock Exchange and there is no other matter that needs to be brought to the attention of the shareholders of the Company.

The Board would like to extend its warm welcome to Mr. Yung in joining the Board.

By Order of the Board
ETS Group Limited
Wong Wai Hon Telly
Chairman and Executive Director

Hong Kong, 30 January 2013

As at the date of this announcement, the executive directors of the Company are Mr. Wong Wai Hon Telly (Chairman), Mr. Ling Chiu Yum (Honorary Chairman), Ms. Chang Men Yee Carol (Chief Executive Officer) and Mr. Suen Fuk Hoi (Company Secretary); and the independent non-executive directors of the Company are Mr. Phung Nhuong Giang, Mr. Wong Sik Kei and Mr. Ngan Chi Keung.

This announcement, for which the directors of the Company collectively and individually accept full responsibility, includes particulars given in compliance with the Rules Governing the Listing of Securities on the Growth Enterprise Market (“GEM”) of The Stock Exchange of Hong Kong Limited 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 for at least 7 days from the date of its posting and on the Company’s website at www.etsgroup.com.hk.