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## **SHINHINT ACOUSTIC LINK HOLDINGS LIMITED**

**成謙聲匯控股有限公司**

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

**(Stock Code: 2728)**

## **CHANGES IN DIRECTORS**

### **SUMMARY**

The Board announces that Dr Lam King Sun, Frankie and Mr Goh Gen Cheung have resigned as independent non-executive Directors with effect from 30 November 2014.

The Board announces that:

1. Dr Lam King Sun, Frankie (“**Dr Lam**”) has resigned as independent non-executive Director with effect from 30 November 2014 due to his decision to devote more time to his personal endeavours. Following his resignation, Dr Lam has ceased to act as the chairman of the remuneration committee and a member of the audit committee and the nomination committee of the Board; and
2. Mr Goh Gen Cheung (“**Mr Goh**”) has resigned as independent non-executive Director with effect from 30 November 2014 due to his decision to devote more time to his personal business endeavours. Following his resignation, Mr Goh has ceased to act as the chairman of the nomination committee and a member of the audit committee and the remuneration committee of the Board.

Dr Lam and Mr Goh has each confirmed that he has no disagreement with the Board and there is no matter relating to his resignation that needs to be brought to the attention of the Shareholders.

The Board wishes to express its gratitude to Dr Lam and Mr Goh for their invaluable contribution to the Group during their tenure of service.

## **NON-COMPLIANCE WITH INED REQUIREMENTS**

Following the resignation of Dr Lam and Mr Goh as independent non-executive Directors, the respective numbers of the independent non-executive Directors (which represent less than one-third of the Board), as well as the members of the audit committee of the Board (which comprise less than three members) both fall below the minimum requirements respectively under Rules 3.10A and 3.21 of the Listing Rules. The Board shall appoint appropriate candidate(s) to meet the requisite requirements as soon as practicable and in any event within 3 months from the date of this announcement. In addition, the composition of the remuneration committee of the Board will fall short of the requirements pursuant to Rule 3.25 of the Listing Rules and the composition of the nomination committee of the Board will fall short of the requirements pursuant to code provision A.5.1 of the Corporate Governance Code as set out in Appendix 14 to the Listing Rules.

Further announcement will be made by the Company as appropriate.

## **DEFINITIONS**

“Board”	the board of Directors
“Director(s)”	the directors of the Company
“Company”	Shinhint Acoustic Link Holdings Limited (成謙聲匯控股有限公司), a company incorporated in the Cayman Islands with limited liability whose issued shares are listed on the main board of the Stock Exchange (stock code: 2728)
“Hong Kong”	The Hong Kong Special Administrative Region of the People’s Republic of China

“INED(s)”	independent non-executive Director(s)
“Listing Rules”	Rules Governing the Listing of Securities on the Stock Exchange
“Shareholders”	the holder of Shares in the Company
“Shares”	ordinary share(s) of HK\$0.01 each in the share capital of the Company
“Stock Exchange”	The Stock Exchange of Hong Kong Limited

By Order of the Board

**Lin Caihuo**

*Chairman*

Hong Kong, 1 December 2014

*As at the date of this announcement, the Company has two Executive Directors, namely Mr Lin Caihuo (Chairman) and Ms Kang Guiping, one Non-Executive Director, namely Mr Yip Yat Ming and one Independent Non-Executive Directors, namely Mr. Yen Chanan.*