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**ALLIED SUSTAINABILITY AND ENVIRONMENTAL CONSULTANTS GROUP LIMITED**

**沛然環保顧問有限公司**

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

**(Stock Code: 8320)**

**RESIGNATION AND APPOINTMENT OF  
INDEPENDENT NON-EXECUTIVE DIRECTOR AND  
CHANGE OF COMPOSITION OF BOARD COMMITTEE**

**RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTOR**

The board of directors (the “**Board**”) of Allied Sustainability and Environmental Consultants Group Limited (the “**Company**”) announces that Mr. Lie Kong Sang (“**Mr. Lie**”) has tendered his resignation as an independent non-executive Director, the chairman of the audit committee and the member of nomination committee, remuneration committee, risk management committee and environmental, social and governance committee of the Company with effect from 30 June 2018 due to personal career commitment.

Mr. Lie has confirmed that (i) he has no claims against the Company in respect of his resignation; (ii) he has no disagreement with the Board; and (iii) there is no other matter in relation to his resignation that needs to be brought to the attention of the shareholders of the Company or the Stock Exchange.

## **APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR**

The Board also announces that, Mr. Li Wing Sum Steven (李永森) (“**Mr. Li**”) has been appointed as an independent non-executive director, the chairman of audit committee and the member of nomination committee, remuneration committee, risk management committee and environmental, social and governance committee of the Company with effect from 30 June 2018.

The biographical details of Mr. Li are set out as below:

Mr. Li, aged 61, is a fellow member of the Association of Chartered Certified Accountants, the Hong Kong Institute of Certified Public Accountants and the Taxation Institute of Hong Kong, and a member of the Hong Kong Institute of Directors and Certified Tax Adviser Institute of Hong Kong. Mr. Li has accumulated over 30 years’ experience in auditing, accounting, company secretarial services, taxation and financial management. Mr. Li once served as a financial controller, executive director, independent non-executive director and company secretary in several Hong Kong listed companies, and currently, he is still acting as an independent non-executive director and company secretary in five Hong Kong listed companies, including serving as the company secretary of Shanghai Fudan Microelectronics Group Company Limited (Stock Code: 1385), China National Cultural Group Ltd. (Stock Code: 0745) and Sino-Life Group Limited (Stock Code: 8296), an independent non-executive director of Wang On Properties Limited (Stock Code: 1243) and Xinjiang Xinxin Mining Industry Co., Ltd (Stock Code: 3833). Mr. Li is also a certified public accountant (practicing) and a partner of a certified public accountant firm in Hong Kong.

The Company entered into a letter of appointment with Mr. Li for an initial term of three years. The letter of appointment may be terminated by either party by written notice of not less than three months. Mr. Li is subject to retirement by rotation of directors in the annual general meeting of the Company in accordance with the Articles of Association of the Company and the Rules Governing the Listing of Securities on GEM of The Stock Exchange of Hong Kong Limited (“**GEM Listing Rules**”). Mr. Li is entitled to a remuneration of HK\$120,000 per annum, which is determined by the Board with reference to his duties and responsibilities, the prevailing market conditions and the recommendation from the remuneration committee and shall be reviewed annually by the remuneration committee of the Company.

Save as disclosed above, as at the date of this announcement, Mr. Li (i) does not have or is not deemed to have any interests or short positions in any shares, underlying shares or debentures (as defined under Part XV of the Securities and Futures Ordinance (Cap. 571 of the Laws of Hong Kong)) of the Company; (ii) does not have any relationship with the Directors, senior management or substantial or controlling shareholders of the Company; (iii) has not held any other directorship in public companies the securities of which are listed on any securities market in Hong Kong or overseas in the past 3 years; (iv) does not hold any other positions with the Company or other members of the Group; and (v) there is no other information in relation to him that is required to be disclosed pursuant to Rule 17.50 (2)(h) to (x) of the GEM Listing Rules on the Stock Exchange.

## **CHANGE OF COMPOSITION OF BOARD COMMITTEE**

Following the resignation of Mr. Lie as an independent non-executive Director, the chairman of the audit committee and the member of nomination committee, remuneration committee, risk management committee and environmental, social and governance committee of the Company, Mr. Li has been appointed as an independent non-executive Director, the chairman of the audit committee and the member of nomination committee, remuneration committee, risk management committee and environmental, social and governance committee of the Company with effect from 30 June 2018.

Upon the above changes:

- (1) the audit committee comprises three independent non-executive Directors, namely Professor Lam Kin Che, Ms. Wong Yee Lin Elaine and Mr. Li Wing Sum Steven, of whom Mr. Li Wing Sum Steven is the chairman;
- (2) the nomination committee comprises one executive Director, one non-executive Director and three independent non-executive Directors, namely Ms. Kwok May Han Grace, Mr. Wu Dennis Pak Kit, Professor Lam Kin Che, Ms. Wong Yee Lin Elaine and Mr. Li Wing Sum Steven, of whom Ms. Kwok May Han Grace is the chairman;
- (3) the remuneration committee comprises one executive Director, one non-executive Director and three independent non-executive Directors, namely Ms. Kwok May Han Grace, Mr. Wu Dennis Pak Kit, Professor Lam Kin Che, Ms. Wong Yee Lin Elaine and Mr. Li Wing Sum Steven, of whom Ms. Wong Yee Lin Elaine is the chairman;
- (4) the environmental, social and governance committee comprises one executive Director, one non-executive Director and three independent non-executive Directors, namely Ms. Kwok May Han Grace, Mr. Wu Dennis Pak Kit, Professor Lam Kin Che, Ms. Wong Yee Lin Elaine and Mr. Li Wing Sum Steven, of whom Ms. Kwok May Han Grace is the chairman; and
- (5) the risk management committee comprises one executive Director, one non-executive Director and three independent non-executive Directors, namely Ms. Kwok May Han Grace, Mr. Wu Dennis Pak Kit, Professor Lam Kin Che, Ms. Wong Yee Lin Elaine and Mr. Li Wing Sum Steven, of whom Ms. Kwok May Han Grace is the chairman.

The Board would like to take this opportunity to express its appreciation and gratitude to Mr. Lie for his valuable contributions to the Group during his tenure of office and to welcome Mr. Li for joining the Board.

By Order of the Board  
**Allied Sustainability and Environmental  
Consultants Group Limited**  
**Kwok May Han Grace**  
*Chairman and Executive Director*

Hong Kong, 30 June 2018

*As at the date of this announcement, the executive Director is Ms. Kwok May Han Grace (Chairman); the non-executive Director is Mr. Wu Dennis Pak Kit; and the independent non-executive Directors are Professor Lam Kin Che, Ms. Wong Yee Lin Elaine and Mr. Li Wing Sum Steven.*

*This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the Rules Governing the Listing of Securities on GEM 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.*

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