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.



## Genting Hong Kong Limited

(Continued into Bermuda with limited liability) (Stock Code: 678)

## RE-DESIGNATION OF DIRECTOR, CHANGES TO THE AUDIT COMMITTEE AND COMPLIANCE WITH RULES 3.10(1) AND 3.21

The board of directors (the "Board") of Genting Hong Kong Limited (the "Company") announces that with effect from 22 April 2015, Mr. Justin Tan Wah Joo ("Mr. Tan") has been re-designated from a Non-executive Director of the Company to an Independent Non-executive Director of the Company (the "Re-designation") as recommended by the Nomination Committee and approved by the Board. As an Independent Non-executive Director, Mr. Tan has also been appointed as a member and the Chairman of the Audit Committee with effect from the same day. The biographical details of Mr. Tan are set out below.

Referring to the announcement of the Company dated 6 February 2015, following the Re-designation and the abovementioned changes to the Audit Committee, Rules 3.10(1) and 3.21 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "Listing Rules") relating to the minimum requirements of the number of the Independent Non-executive Directors of the Company and the number of members of the Audit Committee, as well as the appointment of the Chairman of the Audit Committee respectively are fully complied with accordingly.

## Biographical details of Mr. Justin Tan Wah Joo

Mr. Justin Tan Wah Joo, aged 65, was appointed as a Non-executive Director of the Company on 22 August 2014 and has been re-designated as an Independent Non-executive Director of the Company and appointed as a member and the Chairman of the Audit Committee, all with effect from 22 April 2015. Mr. Tan has extensive experience in corporate finance and management especially in the leisure and hospitality business. From 1 February 2010 to 20 April 2013, Mr. Tan was the President of Resorts World Inc Pte. Ltd. which is a core connected person of the Company within the meaning of the Listing Rules. He also served on the boards of a number of listed and public companies including: (1) Genting Singapore PLC ("GENS"), a subsidiary of Genting Berhad ("GENT") which is a substantial shareholder of the Company, as a Non-Executive Director from November 1991 to October 2000 and the Managing Director from November 2000 to February 2010, (2) Genting Malaysia Berhad ("GENM"), which is a subsidiary of GENT and a substantial shareholder of the Company, as an Executive Director from April 1999 to August 2005 and a Non-Independent Non-Executive Director from September 2005 to December 2005, and (3) Genting UK Plc as a Director from October 2006 to May 2010.

Mr. Tan was awarded with a Bachelor of Economics (Honours) degree from the University of Malaya in 1973 and is a Fellow of the Australian Society of Certified Practising Accountants and an Associate Member of the Chartered Institute of Management Accountants, United Kingdom.

Mr. Tan has entered into a supplemental letter of appointment with the Company in respect of his Re-designation to re-confirm that the term of service contained in the letter of appointment prior to his Re-designation will continue and remain unchanged whereby: (1) his initial term of office will last until the conclusion of the 2015 annual general meeting of the Company whereupon he will be eligible for re-election; and (2) his subsequent term of office will be fixed for a term of not more than approximately two years expiring at the conclusion of the annual general meeting of the Company held in the second year following the year of his last re-election by the shareholders of the Company, subject to the requirements for retirement by rotation at an annual general meeting in accordance with the Company's Bye-laws and applicable rules and regulations.

As an Independent Non-executive Director of the Company as well as a member and the Chairman of the Audit Committee, Mr. Tan will be entitled to a Director's fee to be recommended by the Remuneration Committee of the Company for the said positions, subject to the shareholders' approval at the annual general meeting, with reference to the Group's remuneration policy which takes into account, inter alia, his duties and responsibilities, time commitment and director's fees paid by other comparable companies.

As at the date of this announcement, Mr. Tan has interests, within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the laws of Hong Kong), in 968,697 shares of the Company which are jointly held with his wife (representing approximately 0.012 per cent. of the issued share capital of the Company).

Save as disclosed above, Mr. Tan has not held any directorship in other listed companies in Hong Kong or overseas in the last three years, and apart from owning less than a 1 per cent. interest by way of shares, warrants or bonds in each of GENT, GENM and GENS, he does not have any relationship with any other directors, senior management, substantial shareholders or controlling shareholders of the Company.

Other than being a Non-executive Director of the Company immediately prior to his Re-designation, the Board is of the view that Mr. Tan satisfies all the independence criteria in Rule 3.13 of the Listing Rules. Mr. Tan has not held any executive or management function or position in the Company or its subsidiaries since his appointment as Non-executive Director of the Company.

Save as disclosed above, Mr. Tan has confirmed to the Company that: (1) there is no other information concerning his Re-designation which is required to be disclosed pursuant to Rule 13.51(2) (including but not limited to Rules 13.51(2)(h) to 13.51(2)(v)) of the Listing Rules; and (2) there are no other matters that need to be brought to the attention of the shareholders of the Company.

By Order of the Board Louisa Tam Suet Lin Company Secretary

Hong Kong, 22 April 2015

As at the date of this announcement, the Board comprises two Executive Directors, namely Tan Sri Lim Kok Thay and Mr. Lim Keong Hui, and three Independent Non-executive Directors, namely Mr. Alan Howard Smith, Mr. Lam Wai Hon, Ambrose and Mr. Justin Tan Wah Joo.