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## **COMPUTIME GROUP LIMITED**

**金寶通集團有限公司\***

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

**(Stock Code: 320)**

### **APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR AND MEMBER OF AUDIT COMMITTEE AND REMUNERATION COMMITTEE**

The Board is pleased to announce that Mr. Cheung Ching Leung, David has been appointed as an independent non-executive director and a member of the Audit Committee and the Remuneration Committee of the Company with effect from 28 October 2011.

Reference is made to the announcement of Computime Group Limited (the “**Company**”) dated 5 September 2011 regarding, among other matters, the retirement of Mr. Steven Julien Feniger (“**Mr. Feniger**”) as an independent non-executive director and his cessation as a member of both the Audit Committee and the Remuneration Committee of the Company on 5 September 2011.

The board of directors (the “**Board**”) of the Company is pleased to announce that Mr. Cheung Ching Leung, David (“**Mr. Cheung**”) has been appointed as an independent non-executive director and a member of both the Audit Committee and the Remuneration Committee of the Company with effect from 28 October 2011 to fill the vacancies arising from the retirement of Mr. Feniger.

Upon appointment of Mr. Cheung, the Company has duly complied with (i) Rule 3.10(1) of the Rules (the “**Listing Rules**”) Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”), which prescribes that a listed issuer must have at least three independent non-executive directors; and (ii) Rule 3.21 of the Listing Rules, which prescribes that a majority of members of a listed issuer’s audit committee should be independent non-executive directors.

The details of Mr. Cheung as required under Rule 13.51(2) of the Listing Rules are set out below:-

### **Qualifications and experience**

Mr. Cheung, aged 44, is currently a Chief Investment Officer of OP Investment Management Limited (“**OP Management**”), a licensed entity with the Hong Kong Securities and Futures Commission (“**SFC**”). OP Management is held by OP Financial Investments Limited, which is listed on the main board of the Stock Exchange (stock code: 1140). Mr. Cheung has over seventeen years of fund management experience. Prior to joining OP Management, Mr. Cheung held senior positions at CITIC Securities International Investment Management (HK) Limited and Aetos Capital Management (Asia) Limited. He was an Investment Director at Prudential Asset Management (Hong Kong) Limited and responsible for their Greater China equity investments. Prior to that, Mr. Cheung was a Fund Manager at Chase Asset Management Limited, the fund management arm of Chase Manhattan Bank. Mr. Cheung currently serves as a member of the Investment Committee of the Hong Kong Polytechnic University. Previously, Mr. Cheung was a member of the Listing Committee of the Stock Exchange from 2006 to 2007 and was also a member of the SFC Public Shareholders Group and the SFC Dual Filing Advisory Group. Mr. Cheung obtained a Master’s degree in economics from York University, Canada and a Bachelor’s degree in monetary economics from the London School of Economics and Political Science, UK. Mr. Cheung is a holder of the Chartered Financial Analyst designation awarded by the CFA Institute.

Mr. Cheung has not held other directorships in the last three years in public companies the securities of which are listed on any securities market in Hong Kong or overseas.

### **Length of service**

Pursuant to the letter of appointment issued by the Company to Mr. Cheung (the “**Appointment Letter**”), his term of appointment is from 28 October 2011 to 8 October 2013, which shall be terminable by two months’ prior notice in writing given by either party. He is also subject to retirement and re-election at general meeting of the Company in accordance with the Company’s articles of association.

### **Interests in shares and relationships**

As far as the directors of the Company are aware, (i) Mr. Cheung does not have or is not deemed to have any interest in the shares or underlying shares of the Company or its associated corporations pursuant to Part XV of the Securities and Futures Ordinance; and (ii) Mr. Cheung does not have any relationships with any other directors, senior management, substantial shareholders (as defined in the Listing Rules) or controlling shareholders (as defined in the Listing Rules) of the Company.

## **Director's emoluments**

Pursuant to the Appointment Letter, Mr. Cheung is entitled to receive a fixed director's fee of HK\$120,000 per annum, a fee of HK\$5,000 for attending each scheduled Board meeting/ Remuneration Committee meeting and a fee of HK\$8,000 for attending each scheduled Audit Committee meeting. Except for the Company's share option scheme, Mr. Cheung is not eligible to participate in any bonus schemes or other benefits of the kind available to executive directors of the Company.

The above emoluments of Mr. Cheung are recommended by the Remuneration Committee of the Company and approved by the Board with reference to his experience, duties and responsibilities and are subject to review by the Board from time to time.

## **Other information and matters that need to be disclosed or brought to the attention of shareholders of the Company**

Save as disclosed above, there is no information of Mr. Cheung to be disclosed pursuant to any of the requirements under Rules 13.51(2)(h) to 13.51(2)(v) of the Listing Rules; and there are no other matters relating to the appointment of Mr. Cheung that need to be brought to the attention of the shareholders of the Company.

The Board would like to take this opportunity to welcome Mr. Cheung for joining the Board.

By Order of the Board  
**Computime Group Limited**  
**Auyang Ho**  
*Chairman*

Hong Kong, 28 October 2011

*As at the date of this announcement, the Board comprises a total of nine members, being three executive directors, namely, Mr. Auyang Ho (Chairman), Dr. Owyang King (Chief Executive Officer) and Ms. Choi Po Yee, Alice; three non-executive directors, namely, Mr. Kam Chi Chiu, Anthony, Mr. Arvind Amratlal Patel and Mr. Wong Chun Kong; and three independent non-executive directors, namely, Mr. Luk Koon Hoo, Mr. Patrick Thomas Siewert and Mr. Cheung Ching Leung, David.*

\* *For identification purposes only*