



K. WAH INTERNATIONAL HOLDINGS LIMITED 嘉華國際集團有限公司

(incorporated in Bermuda with limited liability)
(Stock Code : 173)

CHANGES IN THE BOARD

The Board of Directors (“**Board**”) of K. Wah International Holdings Limited (“**Company**”) the Company together with its subsidiaries are hereafter called the “**Group**”) announces that:-

1. Mr. Eddie Hui Ki On (“**Mr. Eddie Hui**”) will retire from the Board of the Company upon expiry of his service contract with the Company on 5 January 2009. Accordingly, Mr. Eddie Hui will resign as an Executive Director and the (acting) Managing Director of the Company, and from his membership of the Executive Board of the Board (“**Executive Board**”) and the Remuneration Committee (“**Remuneration Committee**”) of the Company with effect from 6 January 2009. Mr. Eddie Hui will also be resigning from all his directorship with the subsidiaries of the Group.

Mr. Eddie Hui has confirmed that there is no disagreement with the Board and there is no other matter relating to his resignation that needs to be brought to the attention of the shareholders of the Company.

The Board would like to express its gratitude to Mr. Eddie Hui for his valuable efforts and contributions to the Group during his terms of service.

2. With effect from 6 January 2009, Dr. Che-woo Lui (“**Dr. Lui**”), currently an Executive Director and the Chairman of the Board, will be appointed the Managing Director and the chairman of the Remuneration Committee of the Company. Dr. Lui will continue to serve as the Chairman of the Board and a member of the Executive Board of the Company. Dr. Lui is also a director of seven subsidiaries and seven jointly controlled entities of the Group.

Dr. Lui, aged 79 and the founder of the Group, has been a Director since June 1989 and is the Chairman of the Company. Dr. Lui is also the Chairman and an executive director of Galaxy Entertainment Group Limited. He has over 50 years’ experience in quarrying, construction materials and property development. He was the Founding Chairman of the Institute of Quarrying in UK (Hong Kong Branch) and the Chairman of the Tung Wah Group of Hospitals. Dr. Lui is also the Founding Chairman of The Federation of Hong Kong Hotel Owners, the President of Tsim Sha Tsui East Property Developers Association, the Founding President of Hong Kong — Guangdong

Economic Development Association and an Honorary President of Hong Kong — Shanghai Economic Development Association. Further, Dr. Lui was a Committee Member of the 9th Chinese People's Political Consultative Conference, a member of the Selection Committee for the First Government of the HKSAR and a member of the Election Committee of the HKSAR. Dr. Lui was awarded the Gold Bauhinia Star by the Government of the HKSAR in July 2005. Dr. Lui was again elected as member of the Election Committee of the HKSAR in December 2006. Dr. Lui was honoured as the Business Person of the Year in DHL/SCMP Hong Kong Business Awards 2007 and the Lifetime Achievement Award by American Academy of Hospitality Sciences of 2007.

Save as disclosed herein, Dr. Lui did not hold any directorship in the past three years in any other public companies the securities of which are listed on any securities market in Hong Kong or overseas and any other major appointments or professional qualifications.

Dr. Lui is the father of Mr. Francis Lui Yiu Tung and Ms. Paddy Tang Lui Wai Yu, both of whom are the Executive Directors of the Company. Dr. Lui is the controlling shareholder of the Company. Save as disclosed herein, Dr. Lui does not have any relationship with any Directors, senior management or substantial or controlling shareholders of the Company.

Dr. Lui does not have any service contract with the Company. His emoluments comprise an annual salary (including allowances and discretionary bonus), an annual director's fee (which will be proposed by the Board and approved by the shareholders of the Company at the subsequent year's annual general meeting), and discretionary share options. Dr. Lui has received director's emoluments of HK\$6,333,000.00 including salary, allowances and benefits in kind, discretionary bonus, pension scheme contribution and share options for the year ended 31 December 2007 and an annual director's fee of HK\$100,000.00 for the year 2006. His emoluments are determined by reference to his duties and responsibilities with the Company, the Company's performance and profitability, the Company's remuneration policy and the market pay-level for same position. Dr. Lui has also received an annual director's fee of HK\$120,000.00 for the year ended 31 December 2007. An annual director's fee and a fee for acting as chairman of the Remuneration Committee for the year ended 31 December 2008 will be proposed by the Board for approval by the shareholders of the Company at the annual general meeting of the Company in 2009.

As at the date of this announcement, Dr. Lui has interest in 1,416,332,994 shares (including family interest and corporate interest) and 2,405,000 share options of the Company. Save as disclosed herein, Dr. Lui has no interest in the shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance, Chapter 571 of the Laws of Hong Kong.

There is no information relating to Dr. Lui which is discloseable nor is he involved in any of the matters which fall to be disclosed pursuant to any of the provision under Rules 13.51(2)(h) to 13.51(2)(v) of the Rules Governing the Listing of Securities on The

Hong Kong Stock Exchange Limited, and there is no other matter which needs to be brought to the attention of the shareholders of the Company.

The Board would like to express its congratulation to Dr. Lui on his appointment as the Managing Director and chairman of the Remuneration Committee of the Company.

By Order of the Board of
K. Wah International Holdings Limited
Ricky Chan Ming Tak
Company Secretary

Hong Kong, 29 December 2008

As at the date of this announcement, the Executive Directors of the Company are Dr. Che-woo Lui (Chairman), Mr. Francis Lui Yiu Tung, Mr. Eddie Hui Ki On, Ms. Paddy Tang Lui Wai Yu and Mr. Lam Kwong Yu; the Non-executive Director is Mr. Michael Leung Man Kin; and the Independent Non-executive Directors are Sir David Akers-Jones, Dr. The Hon. Leo Lee Tung Hai, Dr. Robin Chan Yau Hing, Mr. Robert George Nield and Dr. William Yip Shue Lam.