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GUANGDONG ADWAY CONSTRUCTION (GROUP) HOLDINGS COMPANY LIMITED*
廣東愛得威建設(集團)股份有限公司

(A joint stock company incorporated in the People's Republic of China with limited liability)

(Stock code: 6189)

**CHANGE OF INDEPENDENT NON-EXECUTIVE DIRECTOR,
CHAIRMAN OF AUDIT COMMITTEE AND
MEMBER OF REMUNERATION COMMITTEE**

This announcement is made pursuant to the Rules Governing the Listing of Securities on the Stock Exchange of Hong Kong Limited (the “**Listing Rules**”).

**RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTOR, CHAIRMAN
OF AUDIT COMMITTEE AND MEMBER OF REMUNERATION COMMITTEE**

The board (the “**Board**”) of directors (the “**Directors**”) of Guangdong Adway Construction (Group) Holdings Company Limited (the “**Company**”) announces that due to his personal reasons, Mr. TANG Wai Man Raymond (鄧偉文先生) (“**Mr. Tang**”) has tendered a resignation notice resigning as an independent non-executive director (“**Independent Non-executive Director**”), the chairman of the audit committee and a member of the remuneration committee on Friday, 25 May 2018 (the “**Resignation of Mr. Tang**”). The Resignation of Mr. Tang shall become effective on Monday, 20 August 2018, i.e. the date of the forthcoming extraordinary general meeting (“**EGM**”). Mr. Tang confirmed that there is no disagreement with the Board nor other matters relating to his resignation that needed to be brought to the attention of the shareholders of the Company (the “**Shareholders**”).

The Board confirmed that nothing else in relation to the Resignation of Mr. Tang other than the information set out in this announcement should be brought to the attention of the Shareholders.

The Board would like to take this opportunity to thank Mr. Tang for his valuable contributions to the Company during his term of office.

APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR, CHAIRMAN OF AUDIT COMMITTEE AND MEMBER OF REMUNERATION COMMITTEE

Following the Resignation of Mr. Tang, subject to Shareholders' approval at the EGM, the Board is pleased to announce that Mr. CHEUNG Wai Yeung Michael (張威揚) (“**Mr. Cheung**”) will be appointed as an Independent Non-executive Director, the chairman of the audit committee and a member of the remuneration committee of the Company. The proposed term of Mr. Cheung's service is from the date of the forthcoming EGM to the date of the annual general meeting of the Company of the year 2021.

The biographical particulars of Mr. Cheung are as follows:

Mr. CHEUNG Wai Yeung Michael (張威揚), aged 42, obtained a Bachelor of Business Administration in Accounting from the University of Wisconsin — Madison, school of business, Wisconsin, USA in 1997. He has been the chief financial officer of the China region of TBWA and TBWA HAKUHODO since May 2015. He worked with ThreeSixty Group as the chief financial officer from August 2011 to May 2015. He was an executive director overseeing business operations and finance in media distribution and a regional finance director of The Walt Disney Company (Asia Pacific) Limited during the periods of April 2010 to August 2011 and March 2007 to March 2010 respectively. He worked with STAR Group Limited as a vice president in charge of business operations from September 2004 to March 2007 and as a senior finance manager from July 2002 to August 2004. He was an auditor at Arthur Andersen & Co from July 1997 to June 2002. In addition, Mr. Cheung became a member of the American Institute of Certified Public Accountants on 31 December 1997, and a Chartered Financial Analyst (CFA) charterholder on 13 September 2002. He became a member of the Hong Kong Institute of Certified Public Accountants on 20 February 2012, and a Chartered Global Management Accountant certified by the American Institute of Certified Public Accountants on 1 May 2012.

Save as disclosed herein, to the best of the Directors' knowledge, information and belief having made reasonable enquiry, Mr. Cheung (i) has no relationship with any Director, supervisor and senior management or substantial Shareholder or controlling Shareholder of the Company; (ii) has no interest in the shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance; and (iii) does not hold any position with the Company or its subsidiaries and does not have any other directorship held in listed companies in the last three years.

The Company is of the view that Mr. Cheung meets the independence requirements and has appropriate professional qualifications as required by the Listing Rules.

Save as disclosed herein, the Company considers that in relation to the appointment of Mr. Cheung, there is no information which is discloseable pursuant to Rules 13.51(2) of the Listing Rules and there is no other matter which needs to be brought to the attention of the Shareholders.

The Company proposes to enter into a service agreement with Mr. Cheung for an initial term of three years commencing on the date of the forthcoming EGM. Pursuant to the service contract of Mr. Cheung, he is entitled to receive the remuneration in the amount of RMB80,000 per annum (before tax), which is recommended by the remuneration committee and determined by the Board by reference to his duties and responsibilities within the Company. The proposed remuneration of Mr. Cheung was determined on the basis of the prevailing market level and taking into account of his experience.

By order of the Board of Directors
Guangdong Adway Construction (Group) Holdings Company Limited*
Mr. Ye Yujing
Chairman, Executive Director and Chief Executive Officer

Shenzhen, the PRC, 28 May 2018

As at the date of this announcement, the Board of the Company comprises Mr. Ye Yujing, Mr. Liu Yilun, Ms. Ye Xiujin, Mr. Ye Guofeng, and Mr. Ye Niangting, as Executive Directors; Mr. Tian Wen as Non-Executive Director; and Mr. WANG Zhao Wen, Mr. TANG Wai Man Raymond, and Mr. Lin Zhiyang, as Independent Non-executive Directors.

This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the Listing Rules 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 in this announcement misleading.

* For identification purpose only