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DESON CONSTRUCTION INTERNATIONAL HOLDINGS LIMITED

迪臣建設國際集團有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8268)

APPOINTMENT OF EXECUTIVE DIRECTOR AND INDEPENDENT NON-EXECUTIVE DIRECTOR AND RE-DESIGNATION OF DIRECTOR

The Board announce that, with effect from 21 December 2015:

- (i) Mr. Ong Chi King has been appointed as an executive Director of the Company;
- (ii) Mr. Ong King Keung, an independent non-executive Director of the Company, has been re-designated as a non-executive Director of the Company and he has resigned as the chairman of the Audit Committee and the Internal Control Committee and the member of the Remuneration Committee and the Nomination Committee of the Company; and
- (iii) Mr. Chan Ka Yin has been appointed as an independent non-executive Director of the Company and the Chairman of the Audit Committee and the Internal Control Committee and the member of the Remuneration Committee and the Nomination Committee of the Company.

The board of directors (the “**Board**”) of Deson Construction International Holdings Limited (the “**Company**”) announces that, with effect from 21 December 2015:

- (i) Mr. Ong Chi King has been appointed as an executive Director of the Company;
- (ii) Mr. Ong King Keung, an independent non-executive Director of the Company, has been re-designated as a non-executive Director of the Company and he has resigned as the chairman of the Audit Committee and the Internal Control Committee and the member of the Remuneration Committee and the Nomination Committee of the Company; and
- (iii) Mr. Chan Ka Yin has been appointed as an independent non-executive Director of the Company and the Chairman of the Audit Committee and the Internal Control Committee and the member of the Remuneration Committee and the Nomination Committee of the Company

Mr. ONG Chi King (王子敬) (“**Mr. Ong**”), aged 42, is a member of the Hong Kong Institute of Certified Public Accountants since December 1998 and a fellow member of the Association of Chartered Certified Accountants since September 2003. He obtained a Bachelor of Business

Administration degree in Accounting (Hons.) from The Hong Kong University of Science and Technology in November 1995 and a Master of Corporate Finance degree from The Hong Kong Polytechnic University in November 2004. Mr. Ong has over 20 years of experience in accounting, finance and company secretarial fields and held senior positions in finance and company secretarial departments in various companies listed on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”).

As at the date of this announcement, Mr. Ong currently holds the following positions in companies listed on the Stock Exchange:

Company	Stock code	Position currently held by Mr. Ong
Hong Kong Education (Int’l) Investments Limited	1082	Independent non-executive director
China Environmental Resources Group Limited	1130	Independent non-executive director
Wan Kei Group Holdings Limited	1718	Independent non-executive director
Capital VC Limited	2324	Independent non-executive director
WLS Holdings Limited	8021	Independent non-executive director
KSL Holdings Limited	8170	Independent non-executive director
King Force Security Holdings Limited	8315	Independent non-executive director
Larry Jewelry International Company Limited	8351	Independent non-executive director

Mr. Ong was an executive director of Deson Development International Holdings Limited (Stock code: 262), the controlling shareholder of the Company indirectly holds 51.18% issued share capital of the Company, from 30 March 2005 to 27 June 2008.

As at the date of this announcement, Mr. Ong is interested in 8,802,000 shares of the Company representing approximately 0.88% of the issued share capital of the Company. Mr. Ong is the brother of Mr. Ong King Keung, who has been re-designated as a non-executive Director of the Company with effect from 21 December 2015. Save as disclosed above, Mr. Ong does not have any relationship with any other Director, senior management, substantial or controlling shareholder of the Company or any other interest in shares within the meaning of Part XV of the Securities and Futures Ordinance (Cap. 571 of the Laws of Hong Kong) (“**SFO**”).

As at the date of this announcement, Mr. Ong has entered into a service agreement with the Company for a term of three years and will be subject to retirement by rotation and re-election at least once every three years. Pursuant to the service agreement between Mr. Ong and the Company, Mr. Ong is entitled to receive a remuneration of HK\$300,000 per annum, which is determined by the remuneration committee of the Board with reference to his duties and responsibilities with the Company and an annual discretionary bonus of such an amount to be determined by the remuneration committee of the Board from time to time with reference to the financial results of the Company and on his performance. Save as disclosed above, Mr. Ong is not entitled to any other emoluments.

Mr. Ong was a director of Fitness Concept International Holdings Limited, an investment holding company incorporated in the Cayman Islands, which was dissolved on 30 June 2005 by striking off due to cessation of business. Mr. Ong confirmed that there is no wrongful act on his part leading to the above dissolution and he is not aware of any actual or potential claim has been or will be made against him as a result of the dissolution of the company.

Save as disclosed above, there are no other matters in relation to the appointment of Mr. Ong that need to be brought to the attention of the shareholders of the Company nor any information that is required to be disclosed pursuant to paragraphs (h) to (v) of Rule 17.50(2) of the Rules Governing the Listing of Securities on the Growth Enterprise Market of the Stock Exchange (“**GEM Listing Rules**”).

Mr. ONG King Keung (王競強), aged 39, was an independent non-executive Director of the Company from December 2014 to December 2015, and is re-designated as a non-executive Director from 21 December 2015. During the same period, he was also the chairman of the Audit Committee and Internal Control Committee and a member of the Remuneration Committee and Nomination Committee of the Company. He has over 15 years of experience in the auditing and accounting industry. Mr. Ong King Keung is currently the company secretary of Unity Investments Holdings Limited (Stock Code: 913). Mr. Ong King Keung obtained a Bachelor of Arts degree in Accountancy from The Hong Kong Polytechnic University in November 1998 and a Master of Science degree in Finance from the City University of Hong Kong in November 2007. Mr. Ong King Keung has been a fellow member of the Association of Chartered Certified Accountants since October 2007 and a fellow member of the Hong Kong Institute of Certified Public Accountants since June 2010.

As at the date of this announcement, Mr. Ong King Keung is an independent non-executive director of China Water Affairs Group Limited (Stock Code: 855) and was an independent non-executive director of China Environmental Energy Investment Limited (Stock Code: 986) from March 2013 to August 2014.

As at the date of this announcement, Mr. Ong King Keung does not hold any shares in the Company. Mr. Ong King Keung is the brother of Mr. Ong Chi King, who has been appointed as an executive Director of the Company with effect from 21 December 2015. Save as disclosed above, Mr. Ong King Keung does not have any relationship with any other Director, senior management, substantial or controlling shareholder of the Company or any other interest in shares within the meaning of Part XV of the SFO.

As at the date of this announcement, Mr. Ong King Keung has entered into an appointment letter with the Company for a term of three years and will be subject to retirement by rotation at least once every three years. Pursuant to the appointment letter, Mr. Ong King Keung is entitled to receive a remuneration of HK\$120,000 per annum, which is determined by the remuneration committee of the Board with reference to his duties and responsibilities with the Company. Save as disclosed above, Mr. Ong King Keung is not entitled to any other emoluments.

Save as disclosed above, there are no other matters in relation to the redesignation of Mr. Ong King Keung that need to be brought to the attention of the shareholders of the Company nor any information that is required to be disclosed pursuant to paragraphs (h) to (v) of Rule 17.50(2) of the GEM Listing Rules.

Mr. CHAN Ka Yin (陳家賢) (“Mr. Chan”), aged 41, is a fellow member of the Association of Chartered Certified Accountants since December 2004 and the Hong Kong Institute of Certified Public Accountants since May 2010. He obtained a Bachelor of business administration degree in Accounting and Finance (Hons.) from the University of Hong Kong in November 1996. Mr. Chan is currently a director of a corporate services company in Hong Kong. He has ample experience in auditing, accounting, financial management and company secretarial practices in respect of listed companies.

Mr. Chan was an independent non-executive director of China Environmental Resources Group Limited (Stock Code: 1130) from March 2013 to January 2015.

As at the date of this announcement, Mr. Chan does not hold any shares in the Company. Mr. Chan does not have any relationship with any other Director, senior management, substantial or controlling shareholder of the Company or any other interest in shares within the meaning of Part XV of the SFO.

As at the date of this announcement, Mr. Chan has entered into an appointment letter with the Company for a term of three years and will be subject to retirement by rotation at least once every three years. Pursuant to the appointment letter, Mr. Chan is entitled to receive a remuneration of HK\$120,000 per annum, which is determined by the remuneration committee of the Board with reference to his duties and responsibilities with the Company. Save as disclosed above, Mr. Chan is not entitled to any other emoluments.

Save as disclosed above, there are no other matters in relation to the appointment of Mr. Chan that need to be brought to the attention of the shareholders of the Company nor any information that is required to be disclosed pursuant to paragraphs (h) to (v) of Rule 17.50(2) of the GEM Listing Rules.

By Order of the Board
Deson Construction International Holdings Limited
Keung Kwok Cheung
Chief Executive Officer and Executive Director

Hong Kong, 21 December 2015

As at the date of this announcement, the Board of Directors of the Company comprises Mr. Keung Kwok Cheung, Mr. Kwok Koon Keung, Mr. Lo Wing Ling and Mr. Ong Chi King as executive Directors; Mr. Tjia Boen Sien and Mr. Ong King Keung as non-executive Directors; and Mr. Lee Tho Siem, Mr. Cheung Ting Kee and Mr. Chan Ka Yin as independent non-executive Directors.

This announcement, for which the directors of the Company collectively and individually accept full responsibility, includes particulars given in compliance with the Rules Governing the Listing of Securities on the Growth Enterprise Market of The Stock Exchange of Hong Kong Limited for the purpose of giving information with regard to the Company. The directors of the Company, 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.

This announcement will remain on the on the “Latest Company Announcements” page of the GEM website at www.hkgem.com for a minimum period of seven days from the date of its publication and on the Company’s website at www.deson-c.com.