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B & S INTERNATIONAL HOLDINGS LTD.

賓仕國際控股有限公司

(incorporated in the Cayman Islands with limited liability)

(the “**Company**”)

(Stock code: 1705)

CHANGE OF INDEPENDENT NON-EXECUTIVE DIRECTOR AND CHANGE IN THE COMPOSITION OF BOARD COMMITTEES

The Board announces that Mr. Yu has tendered his resignation as an independent non-executive Director of the Company, the chairman of the Remuneration Committee and a member of each of the Audit Committee and Nomination Committee with effect from 30 April 2019 and Mr. Pang has been appointed as an independent non-executive Director, the chairman of the Remuneration Committee and a member of each of the Audit Committee and Nomination Committee in replacement of Mr. Yu with effect from 30 April 2019.

RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTOR, THE CHAIRMAN OF THE REMUNERATION COMMITTEE AND A MEMBER OF EACH OF THE AUDIT COMMITTEE AND NOMINATION COMMITTEE

The board (the “**Board**”) of directors (the “**Directors**”) of B & S International Holdings Ltd. (the “**Company**”) announces that Mr. Yu Ka Ho Bernard (余家豪) (“**Mr. Yu**”) has tendered his resignation as an independent non-executive Director of the Company, the chairman of the remuneration committee of the Company (the “**Remuneration Committee**”) and a member of each of the audit committee of the Company (the “**Audit Committee**”) and nomination committee of the Company (the “**Nomination Committee**”) with effect from 30 April 2019 due to his other personal and work commitments.

Mr. Yu has confirmed to the Company that he has no disagreement with the Board and there is no matter in relation to his resignation that needs to be brought to the attention of the shareholders (the “**Shareholders**”) of the Company.

The Board would like to take this opportunity to express its sincere gratitude to Mr. Yu for his valuable contributions to the Company during his tenure of service.

APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR, THE CHAIRMAN OF THE REMUNERATION COMMITTEE AND A MEMBER OF EACH OF THE AUDIT COMMITTEE AND NOMINATION COMMITTEE

The Board is pleased to announce that Mr. Pang Koon Kwai (彭觀貴) (“**Mr. Pang**”) has been appointed as an independent non-executive Director, the chairman of the Remuneration Committee and a member of each of the Audit Committee and Nomination Committee with effect from 30 April 2019 in replacement of Mr. Yu.

Mr. Pang, aged 65, graduated with a bachelor degree in business administration from the University of Hawaii, College of Business in May 1978 and obtained a master degree in business administration from the Chaminade University of Honolulu in December 1979. Mr. Pang has worked in various banks and financial institutions over the years. From April 1999 to August 2009, Mr. Pang has worked in the predecessor companies and various subsidiaries of Industrial and Commercial Bank of China (Asia) group, with the last position as the chief executive officer of 華商銀行 (Chinese Mercantile Bank*) in Shenzhen, a subsidiary of Industrial and Commercial Bank of China (Asia) Limited. From February 2011 to October 2013, Mr. Pang was the chief executive officer and chairman of 捷貸小額貸款公司 (Jet Credit Small Loan Company*) in Chongqing and the chief executive officer of Nation Wide Financial Service Company Limited in Hong Kong.

Mr. Pang has entered into a letter of appointment with the Company pursuant to which he is appointed as an independent non-executive Director for a term of one year. Mr. Pang will be subject to retirement and re-election at the annual general meeting of the Company in accordance with the articles of association of the Company. The annual fee payable to Mr. Pang is HK\$144,000 as recommended by the Remuneration Committee and determined by the Board with reference to his duties and responsibilities with the Company, the Company’s performance and the prevailing market conditions, subject to review by the Board and the Remuneration Committee from time to time.

Save as disclosed above and as at the date of this announcement, Mr. Pang did not hold any directorship in any public companies where the securities of which are listed on any securities markets in Hong Kong or overseas in the last three years or any other positions with the Company and other members of the Group or have other major appointments and professional qualifications.

Mr. Pang does not have any relationship with other Directors, senior management, substantial or controlling Shareholders as defined in the Rules Governing the Listing of Securities (the “**Listing Rules**”) on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) and he has no interests in the shares of the Company which are required to be disclosed pursuant to Part XV of the Securities and Futures Ordinance (Cap. 571, Laws of Hong Kong).

Mr. Pang has met the independent criteria set out in Rule 3.13 of the Listing Rules and there are no other matters relating to the appointment of Mr. Pang that need to be brought to the attention of the Shareholders and there is no other information that should be disclosed pursuant to paragraphs (h) to (v) of Rules 13.51(2) of the Listing Rules.

The Board would like to express its warm welcome to Mr. Pang for joining the Board.

By order of the Board
B & S International Holdings Ltd.
Chan Kam Chuen Andrew
Chairman and Chief Executive Officer

Hong Kong, 30 April 2019

As at the date of this announcement, the Board comprises Mr. Chan Kam Chuen Andrew, Mr. Chan Siu Cheung Stephen, Mr. Chau Wing Kong William and Ms. Tin Hau Ling Janny as executive Directors; and Mr. Pang Koon Kwai, Mr. See Hung Yan Peter and Mr. Chung Kwok Mo John as independent non-executive Directors.

* *for identification only*