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英皇證券集團有限公司*
Emperor Capital Group Limited

(Incorporated in Bermuda with limited liability)

(Stock Code: 717)

CHANGE IN DIRECTORS

The Board announces that (i) Mr. Chan Pak Lam, Tom and Mr. Fung Chi Kin have tendered their resignation as executive director and independent non-executive director of the Company respectively, both with effect from 31 May 2010; and (ii) Mr. Chu Kar Wing will be appointed as an independent non-executive director of the Company with effect from 31 May 2010 in order to fill the casual vacancy to be caused by the resignation of Mr. Fung Chi Kin.

Resignation of Mr. Chan Pak Lam, Tom as executive director

The board of directors (the “**Board**”) of Emperor Capital Group Limited (the “**Company**”) announces that the Board has accepted the resignation of Mr. Chan Pak Lam, Tom (“**Mr. Chan**”) as an executive director of the Company with effect from 31 May 2010. Mr. Chan’s resignation is due to personal reason for his pursuing of career in other field.

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

Resignation of Mr. Fung Chi Kin as independent non-executive director

The Board further announces that the Board has also accepted the resignation of Mr. Fung Chi Kin (“**Mr. Fung**”) as an independent non-executive director of the Company with effect from 31 May 2010. Mr. Fung’s resignation is due to personal reason for his other commitments in a field which is similar to the business nature of the Company. Upon his resignation, Mr. Fung will automatically cease to be a member of the Audit Committee of the Company.

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

Appointment of Mr. Chu Kar Wing as independent non-executive director

In order to fill the casual vacancy to be caused by the resignation of Mr. Fung, the Board has approved the appointment of Mr. Chu Kar Wing (“**Mr. Chu**”) as an independent non-executive director of the Company with effect from 31 May 2010. Mr. Chu will act as a member of the Audit Committee of the Company with effect from the same date.

Mr. Chu, aged 53, holds a Bachelor’s Degree in Social Science majoring in Economics. He has extensive experience in the banking and finance sector for several well-known corporations. Mr. Chu is also an independent non-executive director of China Power New Energy Development Company Limited (Stock Code: 735), the shares of which are listed on the Main Board of The Stock Exchange of Hong Kong Limited (“**Stock Exchange**”). He was appointed as an independent non-executive director of ZMAY Holdings Limited (Stock Code: 8085), a company listed on The Growth Enterprise Market (“**GEM**”) of the Stock Exchange, on 30 September 2004 and resigned on 20 November 2009. Moreover, he was also appointed as an independent non-executive director of Dragonlott Entertainment Group Limited (Stock Code: 8078), a company listed on GEM of the Stock Exchange, on 30 September 2004 and resigned on 30 April 2010. Save as disclosed above, Mr. Chu has not held any directorship in other public companies the securities of which are listed on any securities market in Hong Kong or overseas in the last three years, nor does he hold any other positions with the Company and other members of the Company’s group.

Pursuant to the terms of appointment with Mr. Chu, his initial term of service shall be three years commencing from 31 May 2010 and renewable automatically for successive terms of one year thereafter. Mr. Chu shall be entitled to receive a director’s fee of HK\$150,000 per annum which is determined by the Board with reference to the duties and responsibilities undertaken by him as director of the Company. In accordance with the bye-laws of the Company, he will hold office until the forthcoming general meeting of the Company and will then be eligible for re-election; thereafter he will be subject to retirement by rotation at least once every three years at the annual general meetings of the Company since his last re-election.

Mr. Chu is not connected with any director, senior management or substantial or controlling shareholder of the Company, nor does he have any interests (within the meaning of Part XV of the Securities and Futures Ordinance) in the securities of the Company as at the date hereof.

The Board is not aware of any other information in relation to Mr. Chu that is required to be disclosed pursuant to Rule 13.51(2) of the Rules Governing the Listing of Securities on the Stock Exchange or any other matter that needs to be brought to the attention of shareholders of the Company in relation to Mr. Chu’s appointment.

Board appreciation

The Board would like to take this opportunity to express its appreciation for Mr. Chan's and Mr. Fung's valuable contribution to the Company during their tenure of services. The Board would also like to extend its welcome to Mr. Chu on his appointment.

By order of the Board
Emperor Capital Group Limited
Daisy Yeung
Managing Director

Hong Kong, 28 May 2010

As at the date hereof , the Board comprises :

Executive Directors: Ms. Daisy Yeung (*Managing Director*)
Mr. Chan Pak Lam, Tom
Ms. Choi Suk Hing, Louisa

Independent Non-Executive Directors: Mr. Fung Chi Kin
Mr. Kwok Chi Sun, Vincent
Mr. Cheng Wing Keung, Raymond

** for identification purposes only*