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Forgame Holdings Limited

雲遊控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 00484)

**RESIGNATION AND APPOINTMENT OF
INDEPENDENT NON-EXECUTIVE DIRECTOR AND
CHANGE OF CHAIRMAN OF
AUDIT AND COMPLIANCE COMMITTEE AND
MEMBER OF REMUNERATION COMMITTEE**

This announcement is made by Forgame Holdings Limited (the “**Company**”) pursuant to Rule 13.51(2) of the Rules Governing the Listing of Securities of The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”).

RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTOR

The board of directors (the “**Board**”) of the Company hereby announces that Mr. LEVIN Eric Joshua (“**Mr. Levin**”) has tendered his resignation as an independent non-executive director of the Company (“**INED**”), the chairman of the audit and compliance committee of the Company (the “**Audit and Compliance Committee**”) and a member of the remuneration committee of the Company (the “**Remuneration Committee**”), with effect from 1 January 2016, in order to devote more time to focus on his other work commitments in New York.

Mr. Levin has confirmed that there is no disagreement with the Board and there are no matters with respect to his resignation that need to be brought to the attention of the shareholders of the Company or The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”).

The Board would like to take this opportunity to express its sincere appreciation to Mr. Levin for his valuable effort and contributions to the Company during his tenure of services with the Company.

APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR

Following the resignation of Mr. Levin, the Board further announces that Mr. HOW Sze Ming (“**Mr. How**”) will be appointed as an INED, the chairman of the Audit and Compliance Committee and a member of the Remuneration Committee with effect from 1 January 2016.

Set out below are the biography of Mr. How and other information to be disclosed pursuant to Rule 13.51(2) of the Listing Rules:

Mr. How, aged 38, has over 15 years of experience in investment banking and business assurance industries. From September 1999 to July 2002, Mr. How worked as a senior associate in the Assurance and Business

Advisory Department of PricewaterhouseCoopers and was primarily responsible for performing assurance and business advisory work. From July 2002 to June 2003, he worked as the corporate finance executive of Tai Fook Securities Company Limited (now known as Haitong International Securities Company Limited), a company which was principally engaged in securities broking, securities dealing and leveraged foreign exchange trading, where he was responsible for corporate finance advisory. From July 2003 to December 2004, Mr. How worked as the assistant manager at Tai Fook Capital Limited (now known as Haitong International Capital Limited), a company principally engaged in corporate finance advisory, where he was responsible for corporate finance advisory. From December 2004 to May 2006, he worked as the assistant vice president of CCB International Capital Limited, a company principally engaged in securities advisory, securities dealing and corporate finance advisory, where he was responsible for corporate finance advisory. From June 2006 to March 2009, Mr. How worked as the assistant vice president in the Investment Banking Division of ICEA Capital Limited, a company principally engaged in dealing in securities and corporate finance advisory, where he was responsible for corporate finance advisory. From April 2009 to February 2010, he worked as the assistant vice president in the Investment Banking Division of ICBC International Holding Limited, a company principally engaged in investment banking, where he was responsible for corporate finance advisory. From February 2010 to June 2015, Mr. How was the managing director of the Investment Banking Department of CMB International Capital Corporation Limited, a company principally engaged in investment banking, securities brokerage and asset management, where he was responsible for corporate finance advisory.

Mr. How is currently the managing director of Zhaobangji International Capital Limited, a company principally engaged in investment banking and advisory, where he is responsible for corporate finance advisory. Mr. How has been an independent non-executive director of (i) QPL International Holdings Limited, a company listed on the Main Board of the Stock Exchange (Stock code: 243), since September 2013; (ii) Odella Leather Holdings Limited, a company listed on the Growth Enterprise Market of the Stock Exchange (“GEM”) (Stock code: 8093), since January 2015; and (iii) World-Link Logistics (Asia) Holding Limited, a company listed on GEM (Stock code: 8012), since December 2015. Save as disclosed above, Mr. How has not held any directorships in other listed public companies in the past three years.

Mr. How graduated from The Chinese University of Hong Kong with a Bachelor of Business Administration Degree (first class honour, majoring in professional accountancy) in December 1999. By profession, he is a fellow member of the Association of Chartered Certified Accountants and an associate member of Hong Kong Institute of Certified Public Accountants.

Mr. How has entered into an appointment letter with the Company for a fixed term of two years commencing from 1 January 2016 and unless terminated by not less than 30 days’ notice in writing served by either party to the other, is renewable by mutual agreement between Mr. How and the Company. Mr. How will hold office until the next annual general meeting of the Company and is also subject to retirement by rotation and re-election at the annual general meetings of the Company in accordance with the articles of association of the Company.

Pursuant to the said appointment letter, Mr. How is entitled to a director’s fee at a rate of US\$40,000 per annum, which was determined with reference to his duties and responsibilities, the Company’s remuneration policy and the prevailing market conditions.

As at the date of this announcement, Mr. How does not have any interest in shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong). Mr. How does not have any relationship with any other directors, senior management or substantial or controlling shareholder(s) of the Company. Furthermore, there is no other information required to be disclosed pursuant to paragraphs (h) to (v) of Rule 13.51(2) of the Listing Rules and there is no other matter that need to be brought to the attention of the shareholders of the Company or the Stock Exchange.

The Board would like to extend its warm welcome to Mr. How on his new appointment as a member of the Board, the Audit and Compliance Committee and the Remuneration Committee.

By order of the Board
Forgame Holdings Limited
WANG Dongfeng
Chairman

Hong Kong, 31 December 2015

As at the date of this announcement, the executive director of the Company is Mr. WANG Dongfeng; the non-executive director of the Company is Mr. TUNG Hans; the independent non-executive directors of the Company are Mr. LEVIN Eric Joshua, Ms. POON Philana Wai Yin and Mr. ZHAO Cong Richard.