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ASIAN CAPITAL HOLDINGS LIMITED
卓亞資本有限公司

(Incorporated in the Cayman Islands with limited liability)
(Stock code: 8295)

CHANGES IN COMPOSITION OF THE REMUNERATION COMMITTEE

The board (“**Board**”) of directors (“**Directors**”) of Asian Capital Holdings Limited (the “**Company**”) announces the following changes with effect from 5 March 2012:

- (i) Mr. XIN Luo Lin (“**Mr. Xin**”), the non-executive Director, has ceased to serve as the chairman of the remuneration committee of the Board (the “**Remuneration Committee**”) but will remain as a member;
- (ii) Mr. TSUI Pui Yan (“**Mr. Tsui**”), an independent non-executive Director, was appointed as the chairman of the Remuneration Committee to succeed Mr. Xin. The appointment of Mr. Tsui, who is an independent non-executive Director, is in compliance with the amendments to the Rules Governing the Listing of Securities on the Growth Enterprise Market of The Stock Exchange of Hong Kong Limited (the “**GEM Listing Rules**”) which will come into effect on 1 April 2012; and
- (iii) Mr. YI Xiquan (independent non-executive Director) and Mr. YEUNG Kai Cheung Patrick (executive Director) were appointed as members of the Remuneration Committee.

Save for the above, there are no other changes.

By order of the Board
Asian Capital Holdings Limited
Li Pui Yee
Company Secretary

Hong Kong, 5 March 2012

Executive Directors:

Mr. YEUNG Kai Cheung Patrick (*Executive Chairman*)
Mr. CHAN Hok Leung

Non-executive Director:

Mr. XIN Luo Lin (*Honorary Chairman*)

Independent non-executive Directors:

Mr. CHAN Kai Nang

Mr. TSUI Pui Yan

Mr. YI Xiqun

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

This announcement will remain on the website of the Growth Enterprise Market of The Stock Exchange of Hong Kong Limited at www.hkgem.com on the "Latest Company Announcements" page for at least 7 days from the date of its posting and on the website of the Company at www.asiancapital.com.hk.