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**aeso**

**AESO HOLDING LIMITED**

**艾碩控股有限公司**

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 8341)**

**UPDATE ABOUT REQUISITION OF THE EXTRAORDINARY GENERAL MEETING TO CHANGE THE BOARD OF THE COMPANY**

**REQUEST TO THE SECURITIES AND FUTURES COMMISSION TO SUSPEND DEALINGS IN THE COMPANY'S SHARES**

This announcement is made pursuant to Rule 17.10 of the Rules Governing the Listing of the Securities on the Growth Enterprise Market of The Stock Exchange of Hong Kong Limited (the “**GEM Listing Rules**”) and Inside Information Provisions (as defined under the GEM Listing Rules) under Part XIVA of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

Reference is made to the announcement made on 18 April 2017 by Aeso Holding Limited (the “**Company**”) that it had received a written requisition dated 13 April 2017 from To Lung Sang, Chan Kooi Por Benjamin, Cheung Denise, Chan Hin Hai Henry and Kort Wing Ho, requiring the Company to convene an extraordinary general meeting (“**EGM**”) for the transaction of the businesses specified in the Requisition (the “**Announcement**”). Unless otherwise stated, capitalised terms used herein shall have the same meaning as those defined in the Announcement.

The businesses specified in the Requisition include proposals:

- (1) to remove Mr. Chan Siu Chung and Mr. Cheung Hiu Tung as Directors of the Company, both of whom are executive Directors;
- (2) to remove Miss Zhang Qi and Mr. Law Wing Kit as Directors of the Company, both of whom are non-executive Directors;
- (3) to remove Mr. Lee Chi Chung, Mr. Or Chun Man and Mr. Leung Ka Kui, Johnny, as Directors of the Company, all of whom are independent non-executive Directors;

- (4) to appoint Lau Ching Shing Francis and Yeung Yiu Bong Anthony as executive Directors of the Company;
- (5) to appoint Ko Kwok Fai Dennis, To Man Choy Jacky and Tsang Kwok Shan Sandy as independent non-executive Directors of the Company; and
- (6) to remove any additional Directors appointed by the Board since 12 April 2017 other than the five individuals as mentioned in items (4) and (5) above.

In accordance with the Articles of Association of the Company, notice was duly given on 2 May 2017 to convene the EGM to be held on 12 June 2017.

Since receipt of the Requisition, the Company has sought to engage with the Requisitionists through their advisers, Yu Ming Investment Management Limited (“**Yu Ming**”), to identify what, if any, grievance they may have and whether any of the proposed Directors have any experience or expertise relevant to the Company’s business. The Requisitionists were unwilling to meet but agreed to a meeting between Yu Ming and the Company’s advisers. Despite the meeting, the Company still does not know why the Requisitionists issued the Requisition, or the intentions of the Requisitionists.

In addition the Company has asked its controlling shareholders Acropolis Limited and W & Q Investment Limited as to whether they intend to vote for or against the resolutions. Acropolis Limited, which is controlled by your Chairman and holds 38.25% of the issued share capital has stated that it intends to vote against the resolutions. However, W & Q Investment Limited, which is controlled by Mr. Liu Chang Kien and holds 36.75%, has to date declined to state its voting intention. In addition, the Company and its advisers have been making enquiries in respect of the relationships of the Requisitionists.

The preliminary results of those enquiries have led to concerns that require investigation by the competent authorities. The Company has written to the Securities and Futures Commission on 19 May 2017 to request it, among other things, to exercise its power under Section 8(1) of the Securities and Futures (Stock Market Listing) Rules, to direct The Stock Exchange of Hong Kong Limited to suspend dealings in the Company’s shares.

**Shareholders and potential investors should exercise caution when dealing in the shares of the Company.**

By order of the Board  
**Aeso Holding Limited**  
**Chan Siu Chung**  
*Executive Director and Chairman*

Hong Kong, 19 May 2017

*As at the date of this announcement, the executive Directors are Mr. Chan Siu Chung and Mr. Cheung Hiu Tung; the non-executive Directors are Miss Zhang Qi and Mr. Law Wing Kit; and the independent non-executive Directors are Mr. Lee Chi Chung, Mr. Or Chun Man and Mr. Leung Ka Kui, Johnny.*

*This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the Rules Governing the Listing of Securities on Growth Enterprise Market of The Stock Exchange of Hong Kong Limited (the “GEM”) for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquires, confirm that, to the best of their knowledge and belief, (1) the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive; and (2) there are no other matters the omission of which would make any statement herein or this announcement misleading.*

*This announcement will remain on the “Latest Company Announcements” page of the GEM website at [www.hkgem.com](http://www.hkgem.com) for a minimum period of seven days from the date of the publication and on the website of the Company at [www.aeso.hk](http://www.aeso.hk).*