

CL GROUP (HOLDINGS) LIMITED

昌利（控股）有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8098)

LIST OF DIRECTORS AND THEIR ROLE AND FUNCTION

The members of the board of directors (the “**Board**”) of CL Group (Holdings) Limited (the “Company”) are set out below:

NON-EXECUTIVE DIRECTOR:

Mr. Alexis Ventouras (*Chairman*)

EXECUTIVE DIRECTORS:

Mr. Kwok Kin Chung (*Chief Executive Officer*)

Mr. Lau Kin Hon

Ms. Yu Linda

INDEPENDENT NON-EXECUTIVE DIRECTORS:

Mr. Au-Yeung Tai Hong Rorce

Ms. Choy Wing Man

Mr. Chiu Wai Keung

The Board has set up three committees and their memberships are set out below:

AUDIT COMMITTEE:

Ms. Choy Wing Man (*Chairman*)

Mr. Au-Yeung Tai Hong Rorce

Mr. Chiu Wai Keung

REMUNERATION COMMITTEE:

Mr. Au-Yeung Tai Hong Rorce (*Chairman*)

Ms. Choy Wing Man

Mr. Lau Kin Hon

NOMINATION COMMITTEE:

Mr. Chiu Wai Keung (*Chairman*)

Ms. Choy Wing Man

Mr. Kwok Kin Chung

Hong Kong, 12 December 2012