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AESO HOLDING LIMITED

艾碩控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8341)

REQUISITION FOR AN EXTRAORDINARY GENERAL MEETING TO APPOINT AND REMOVE DIRECTORS

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).

The board (the “**Board**”) of directors (the “**Directors**”) of Aeso Holding Limited (the “**Company**”) announced that it has 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 (collectively, the “**Requisitionists**”) (the “**Requisition**”), requiring the Company to convene an extraordinary general meeting (“**EGM**”) for the transaction of the businesses specified in the Requisition. Such businesses include proposals:

- (1) to appoint five individuals as Directors;
- (2) to remove Mr. Chan Siu Chung and Mr. Cheung Hiu Tung, both of whom are executive Directors;
- (3) to remove Miss Zhang Qi and Mr. Law Wing Kit, both of whom are non-executive Directors;
- (4) to remove Mr. Lee Chi Chung, Mr. Or Chun Man and Mr. Leung Ka Kui, Johnny, all of whom are independent non-executive Directors; and
- (5) to remove any additional Directors appointed by the Board since 12 April 2017 other than the five individuals as mentioned in item (1) above.

As at the date of deposit of the Requisition, the Requisitionists purportedly held in aggregate more than 10% of the total issued share capital and the paid up capital of the Company.

The Requisition did not specify any reasons or grounds for the proposed removal and appointment of Directors and the Requisitionists refused to provide the reasons or grounds for the abovementioned proposal after the Board has made a written enquiry to their representative. Accordingly, the Board is not able to provide shareholders of the Company with any reasons or grounds in respect of the proposed removal and appointment of Directors for consideration.

According to Article 64 of the articles of association of the Company, one or more shareholders of the Company holding, at the date of deposit of the requisition, no less than one-tenth of the paid up capital of the Company and having the right of voting at general meetings may make a requisition to convene a general meeting and such meeting shall be held within two months after the deposit of such requisition.

The Board is seeking advice as to the appropriate course of action. Subject to further verification and upon obtaining necessary advice in respect of the Requisition, the Board would act in accordance with the provisions of the articles of association of the Company and, if appropriate, propose whether to convene the EGM and make further announcements.

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, 18 April 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 mission 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 for a minimum period of seven days from the date of the publication and on the website of the Company at www.aeso.hk.