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**盛洋投資**

**Gemini Investments (Holdings) Limited**

**盛洋投資（控股）有限公司**

*(Incorporated in Hong Kong with limited liability)*

**(Stock Code: 174)**

## **CHANGE IN DIRECTORSHIP**

The Board announces that Mr. LI Zhenyu has resigned as an executive director, chief operating officer and a member of the investment committee of the Company with effect from 25 April 2015. The Board is pleased to announce that Ms. CUI Yueming has been appointed as an executive director of the Company with effect from 25 April 2015.

### **RESIGNATION OF EXECUTIVE DIRECTOR, CHIEF OPERATING OFFICER AND A MEMBER OF THE INVESTMENT COMMITTEE**

The board of directors (the “**Board**”) of Gemini Investments (Holdings) Limited (the “**Company**”, together with its subsidiaries, collectively referred to as the “**Group**”) announces that Mr. LI Zhenyu (“**Mr. LI**”) has resigned as an executive director, chief operating officer and a member of the investment committee of the Company with effect from 25 April 2015 due to his other business commitments which require more of his time and attention.

Mr. LI has confirmed that he has no disagreement with the Board and that there is no matter relating to his resignation that needs to be brought to the attention of the shareholders of the Company.

The Board believes that the resignation of Mr. LI will not affect the daily operation and management of the Company. The Board would like to express its appreciation to Mr. LI for his invaluable contribution to the Company during his tenure of office.

## APPOINTMENT OF EXECUTIVE DIRECTOR

The Board is pleased to announce that Ms. CUI Yueming (“**Ms. CUI**”) has been appointed as an executive director of the Company with effect from 25 April 2015.

Ms. CUI, aged 42, is the general manager of asset management division of Sino-Ocean Land Holdings Limited (“**Sino-Ocean Land**”), a controlling shareholder of the Company listed on the Main Board of The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) (stock code: 3377). Ms. CUI is also a director of a number of projects companies and subsidiaries of the group of Sino-Ocean Land. Since joining the group of Sino-Ocean Land in February 1998, she has been the chief financial officer of certain project companies, vice-general manager of finance department, general manager of strategic development department of the group of Sino-Ocean Land. Ms. CUI has extensive experience in property investments, operation and management, and corporate governance. She is a China Senior Accountant and obtained a Bachelor’s Degree in Economics from Capital University of Economics and Business in 1996. Ms. CUI has also been appointed as the director of various subsidiaries and joint ventures of the Company.

Ms. CUI has entered into a service contract with the Company for a fixed term of 1 year until terminated in accordance with the terms of the service contract. Under the terms of the service contract, either party may terminate such contract by giving the other not less than 2 months’ notice in writing. Pursuant to the articles of association of the Company (the “**Articles**”), Ms. CUI shall hold office only until the next following general meeting of the Company. Thereafter, she will be subject to retirement by rotation and re-election in accordance with the Articles. Under the terms of the service contract, Ms. CUI’s emolument will be HK\$180,000 per annum. The remuneration of Ms. CUI has been reviewed by the remuneration committee of the Company and the same has been determined by the Board with reference to her duties and responsibilities within the Company and the prevailing market conditions.

As at the date of this announcement, Ms. CUI has outstanding share options granted under the share option scheme of the Company to subscribe for 1,000,000 ordinary shares (the “**Shares**”) of the Company at an exercise price of HK\$1.27 per Share.

As at the date of this announcement, Ms. CUI is deemed to be interested in a total of 1,031,388 shares in Sino-Ocean Land (comprising (a) 50,288 ordinary shares in Sino-Ocean Land; (b) options granted pursuant to the share option scheme of Sino-Ocean Land to subscribe for a total of 720,000 ordinary shares in Sino-Ocean Land at an exercise price of HK\$3.57 per share and (c) 261,100 restricted shares in Sino-Ocean Land granted pursuant to the restricted share award scheme of Sino-Ocean Land) within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) (the “**SFO**”).

As at the date of this announcement, save as disclosed above and as far as the directors of the Company are aware, Ms. CUI does not (i) hold any interests in the shares or underlying shares of the Company or its associated corporation within the meaning of Part XV of the SFO; (ii) have any relationship with any other directors, senior management or substantial or controlling shareholders of the Company; (iii) hold any other position in the Group; and (iv) hold any other directorships in public companies the securities of which are listed on any securities market in Hong Kong or overseas in the last three years.

Save as disclosed above, there are no other matters relating to the appointment of Ms. CUI that need to be brought to the attention of the shareholders of the Company and there is no further information to be disclosed pursuant to the requirements of Rule 13.51(2)(h) to (v) of the Rules Governing the Listing of Securities on the Stock Exchange.

The Board would like to express its warm welcome to Ms. CUI for joining the Board.

By order of the Board  
**Gemini Investments (Holdings) Limited**  
**LAI Kwok Hung, Alex**  
*Executive Director*

Hong Kong, 24 April 2015

As at the date of this announcement, the directors of the Company are as follows:

<i>Executive Directors:</i>	<i>Non-executive Directors:</i>	<i>Independent non-executive Directors:</i>
Mr. SUM Pui Ying	Mr. LI Ming	Mr. LAW Tze Lun
Mr. LI Zhenyu	Mr. LI Hongbo	Mr. LO Woon Bor, Henry
Mr. LAI Kwok Hung, Alex		Mr. ZHENG Yun