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(Incorporated in the Cayman Islands with limited liability)

(Stock code : 1360)

RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTOR

The board of directors (the “**Board**”) of Mega Expo Holdings Limited (the “**Company**”) announces that Mr. Leung Hung Kee (“**Mr. Leung**”) has tendered his resignation as an independent non-executive director of the Company (“**INED**”), chairman of the audit committee (the “**Audit Committee**”) and member of the remuneration committee (the “**Remuneration Committee**”) of the Board with effect from 11 November 2014 due to his other business commitments.

Mr. Leung has confirmed that he has no disagreement with the Board and there is no other matter in relation to his resignation that need to be brought to the attention of the shareholders of the Company.

The Board takes this opportunity to express its gratitude to Mr. Leung for his valuable contribution during his term of service with the Company.

Following the resignation of Mr. Leung, (i) the number of the INEDs has fallen below the minimum number required under Rules 3.10(1) and 3.10A of the Rules Governing the Listing of Securities on the Stock Exchange of Hong Kong Limited (the “**Listing Rules**”); (ii) the Board does not have at least one of its INEDs possessing appropriate professional qualifications or accounting or related financial management expertise as required under Rule 3.10(2) of the Listing Rules; (iii) there is a vacancy for chairman of the Audit Committee, the number of members of the Audit Committee has fallen below the minimum number, and no INED who possesses appropriate qualifications or expertise has been appointed as a member of the Audit Committee as required under Rule 3.21 of the Listing Rules; and (iv) the Remuneration Committee to comprise a majority of INEDs cannot be met, which do not fulfil the requirement under Rule 3.25 of the Listing Rules.

The Company will seek a suitable candidate to fill the vacancies and expects replacements to be appointed within three months from 11 November 2014 pursuant to Rules 3.11, 3.23 and 3.27 of the Listing Rules. The Company will make further announcement(s) as and when appropriate.

By the order of the Board
Mega Expo Holdings Limited
Lee Chi Sang
Chairman

Hong Kong, 11 November 2014

As at the date of this announcement, the Board comprises Mr. Lee Chi Sang and Mr. Si Tze Fung as executive directors; Mr. Chu Kwok Man and Mr. Law Sung Ching, Gavin as independent non-executive directors.