



**Lee & Man Holding Limited**  
**理文集團有限公司\***

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

(Stock Code: 746)

**RESIGNATION OF EXECUTIVE DIRECTOR,  
INDEPENDENT NON-EXECUTIVE DIRECTOR, MEMBER OF THE AUDIT COMMITTEE  
AND MEMBER OF THE REMUNERATION COMMITTEE**

The Board announces the following resignation of directors with effect from 30 April 2008:

- (1) Ms Lee Marina Man Wai has resigned as an executive director of the Company;
- (2) Mr. Heng Kwo Seng has resigned as an independent non-executive director, a member of the Audit Committee and a member of the Remuneration Committee of the Company.

The Board of Directors (the "Board") of Lee & Man Holding Limited (the "Company") announces that Ms. Lee Marina Man Wai ("Ms. Lee") has resigned as an Executive Director of the Company for having more time to take care of her personal affairs. The resignation takes effect from 30 April 2008.

The Board announces that Mr. Heng Kwo Seng ("Mr. Heng") has resigned as an independent non-executive director, a member of the Audit Committee and a member of the Remuneration Committee of the Company due to an increasing amount of business engagements to which he needs to devote his time. The resignation takes effect from 30 April 2008.

Each of the resigning director has confirmed that there is no disagreement between the respective resigning director and the Board and there is no matter relating to the resignations that needs to be brought to the attention of the shareholders of the Company or The Stock Exchange of Hong Kong Limited (the "Stock Exchange").

Following the resignation of Mr. Heng, the Company currently has two independent non-executive directors and audit committee members which fall below the minimum number of three independent non-executive directors and three members in the audit committee as required by the Rules governing the Listing of Securities (the "Listing Rules") of the Stock Exchange. Further, none of the remaining independent non-executive directors have appropriate qualifications in the areas of accounting or related financial management expertise as required under the Listing Rules. The Company will identify a suitable candidate for appointment as an independent non-executive director and audit committee member as soon as practicable. Further announcement will be made as and when appropriate.

The Board would like to express its gratitude to Ms. Lee and Mr. Heng for their valuable contribution to the Company during their term of services.

By Order of the Board  
**Lee & Man Holding Limited**  
**Wong Yuet Ming**  
Company Secretary

Hong Kong, 30 April 2008

*As at the date of this notification, the board of directors of the Company comprises three executive directors, namely Ms. Wai Siu Kee, Ms. Poon Lai Ming, and Mr. Lee Man Yan, and two independent non-executive directors, namely Mr. Wan Chi Keung, Aaron JP and Mr. Wong Kai Tung, Tony.*

*\* for identification purposes only*