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FINSOFT CORPORATION

匯財軟件公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8018)

CHANGE OF INDEPENDENT NON-EXECUTIVE DIRECTOR AND COMPOSITION OF BOARD COMMITTEES

The Board announces that with effect from 24 June 2015,

- (i) Mr. Chan Yee Por, Simon has resigned as an independent non-executive Director and the chairman of each of the Audit Committee and the Non-Competition Review Committee; and
- (ii) Mr. Lam Kai Yeung has been appointed as an independent non-executive Director and the chairman of each of the Audit Committee and the Non-Competition Review Committee.

The board (“**Board**”) of directors (each, a “**Director**”) of Finsoft Corporation (“**Company**”, together with its subsidiaries, the “**Group**”) wishes to announce that with effect from 24 June 2015,

- (i) Mr. Chan Yee Por, Simon (“**Mr. Chan**”) has resigned as (i) an independent non-executive Director; (ii) the chairman of the audit committee (“**Audit Committee**”) of the Board; and (iii) the chairman of the non-competition review committee (“**Non-Competition Review Committee**”) of the Board due to his other commitments which require more of his time; and
- (ii) Mr. Lam Kai Yeung (“**Mr. Lam**”) has been appointed as (i) an independent non-executive Director; (ii) the chairman of the Audit Committee; and (iii) the chairman of the Non-Competition Review Committee.

Mr. Chan has confirmed that he has no disagreement with the Board and there are no other matters relating to his resignation that need to be brought to the attention of The Stock Exchange of Hong Kong Limited (“**Stock Exchange**”) or the shareholders of the Company.

The biographical details of Mr. Lam are set out below:

Mr. Lam, aged 45, is a fellow of the Association of Chartered Certified Accountants and a fellow of the Hong Kong Institute of Certified Public Accountants. Mr. Lam obtained a bachelor degree of accounting from Xiamen University in July 1990 and a master degree in business administration from Oxford Brookes University in the United Kingdom in July 2010.

Mr. Lam was the company secretary and qualified accountant of Hunan Nonferrous Metals Corporation Limited, a company which was listed on the Main Board of the Stock Exchange with its then stock code of 2626 and had delisted from the Stock Exchange in March 2015, from July 2006 to August 2013. Mr. Lam was an independent non-executive director of Northeast Tiger Pharmaceutical Company Limited (stock code: 8197), a company listed on the Growth Enterprise Market of the Stock Exchange, from August 2008 to June 2015 and a non-executive director of Ping Shan Tea Group Limited (stock code: 364), a company listed on the Main Board of the Stock Exchange, from December 2014 to May 2015. Mr. Lam has been an independent non-executive director of Silverman Holdings Limited (stock code: 1616), a company listed on the Main Board of the Stock Exchange, since June 2012; an independent non-executive director of Highlight China IoT International Limited (formerly known as Ford Glory Group Holdings Limited) (stock code: 1682), a company listed on the Main Board of the Stock Exchange, since August 2014; and an independent non-executive director of Sunway International Holdings Limited (stock code: 58), a company listed on the Main Board of the Stock Exchange, since May 2015. Mr. Lam is a licensed person for type 4 (advising on securities) and type 9 (asset management) regulated activities under the Securities and Futures Ordinance (Chapter 571 of the Laws of the Hong Kong) (“**SFO**”).

Pursuant to the service contract made between Mr. Lam and the Company, Mr. Lam has been appointed for a term of 2 years commencing from 24 June 2015 to 23 June 2017 (both days inclusive) unless terminated by not less than 3 months’ notice in writing served by either party on the other and is subject to retirement by rotation and re-election and other related provisions as stipulated in the articles of association of the Company and the Rules (“**GEM Listing Rules**”) Governing the Listing of Securities on the Growth Enterprise Market (“**GEM**”) of the Stock Exchange. Mr. Lam will be entitled to an annual director’s fee of HK\$60,000, which was determined with reference to his background, experience, duties and responsibilities with the Group and the prevailing market conditions.

Save as disclosed above, as at the date of this announcement, Mr. Lam:

- (i) has not held any other major appointments and qualifications or directorships in other listed company in the last three years;
- (ii) does not have any relationship with any Director, senior management, substantial or controlling shareholders (having the meaning ascribed to it in the GEM Listing Rules) of the Company;
- (iii) does not hold other positions with the Company or other members of the Group; and
- (iv) is not interested in any shares of the Company within the meaning of Part XV of the SFO.

Save as disclosed above, there is no further information required to be disclosed pursuant to the requirements of Rule 17.50(2)(h) to (v) of the GEM Listing Rules and there are no other matters relating to the appointment of Mr. Lam that need to be brought to the attention of the Stock Exchange or the shareholders of the Company.

The Board would like to take this opportunity to express its sincere gratitude to Mr. Chan for his invaluable contribution to the Company during his term of service and extend its warm welcome to Mr. Lam on his new appointment.

On behalf of the Board
Finsoft Corporation
Chan Sek Keung, Ringo
Chairman

Hong Kong, 24 June 2015

As at the date of this announcement, the Board consists of Mr. Li Hoi Kong and Mr. Lawrence Tang being the executive Directors, Mr. Chan Sek Keung, Ringo being the non-executive Director and the chairman of the Board and Ms. Lee Kwun Ling, May Jean, Mr. Yuen Shiu Wai, Mr. Cheng Wen and Mr. Lam Kai Yeung being the independent non-executive Directors.

This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the GEM Listing Rules for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that to the best of their knowledge and belief the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this announcement misleading.

This announcement will remain on the “Latest Company Announcements” page of the website of the GEM of the Stock Exchange at www.hkgem.com for at least 7 days from the date of its publication and on the website of the Company at www.finsoftcorp.com.