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**MIRAMAR GROUP**  
美麗華集團

**MIRAMAR HOTEL AND INVESTMENT COMPANY, LIMITED**

*(Incorporated in Hong Kong with limited liability)*  
(Stock Code: 71)

**CHANGE OF CHAIRMAN OF REMUNERATION COMMITTEE  
ESTABLISHMENT OF NOMINATION COMMITTEE  
APPOINTMENT OF JOINT COMPANY SECRETARY**

The Board announces that

- (1) for the purpose of compliance with the amended Listing Rules, which become effective in their amended form as of 1 April 2012, Dr. Timpson Chung Shui Ming, being an independent non-executive director of the Company, has been appointed as the chairman of the Remuneration Committee in place of Dr. Lee Shau Kee who remains as one of the members of the Remuneration Committee with effect from 20 March 2012;
- (2) the Nomination Committee comprising Dr. Lee Shau Kee as chairman, Dr. David Sin Wai Kin, Mr. Lee Ka Shing, Mr. Wu King Cheong and Dr. Timpson Chung Shui Ming as members has been established by the Board with effect from 20 March 2012; and
- (3) Mr. Charles Lau Kin Shing has been appointed as joint company secretary to act jointly with Mr. Chu Kwok Sun, the existing company secretary with effect from 20 March 2012.

**REMUNERATION COMMITTEE**

The Board of directors (the “**Board**”) of Miramar Hotel and Investment Company, Limited (“**the Company**”) announces that for the purpose of compliance with the amended Listing Rules, which become effective in their amended form as of 1 April 2012, Dr. Timpson Chung Shui Ming, being an independent non-executive director of the Company, has been appointed as the chairman of the Remuneration Committee in place of Dr. Lee Shau Kee who remains as one of the members of the Remuneration Committee with effect from 20 March 2012.

## **NOMINATION COMMITTEE**

The Board further announces that a Nomination Committee of the Company has been established on 20 March 2012 which comprises five members, three of them are independent non-executive directors, namely Dr. Lee Shau Kee, Dr. David Sin Wai Kin, Mr. Lee Ka Shing, Mr. Wu King Cheong and Dr. Timpson Chung Shui Ming. Dr. Lee Shau Kee is the Chairman of the Nomination Committee.

Duties of the Nomination Committee include the following:

- (1) review the structure, size and composition (including the skills, knowledge and experience) of the Board at least annually and make recommendations on any proposed changes to the Board to complement the Company's corporate strategy;
- (2) identify individuals suitably qualified to become board members and select or make recommendations to the Board on the selection of individuals nominated for directorships;
- (3) assess the independence of independent non-executive directors; and
- (4) make recommendations to the Board on the appointment or re-appointment of directors and succession planning for directors, in particular the chairman and the chief executive officer.

## **JOINT COMPANY SECRETARY**

The Board further announces that Mr. Charles Lau Kin Shing ("**Mr. Lau**") has been appointed as joint company secretary to act jointly with Mr. Chu Kwok Sun, the existing company secretary with effect from 20 March 2012.

Mr. Lau joined the Company in March 2010 as Chief Financial Officer. He holds a Doctorate degree in Business Administration, a Master Degree in Business Administration and Information System Management, and a Bachelor Degree in Accounting. He is a Chartered Accountant, Certified Information System Auditor and Certified Public Accountant in Hong Kong. He possesses over 21 years of corporate control and financial management experiences gained from various reputable multinational firms.

By Order of the Board  
**Charles Lau Kin Shing    Chu Kwok Sun**  
*Joint Company Secretaries*

Hong Kong, 20 March 2012

As at the date of this announcement, (i) the executive directors of the Company are: Dr. Lee Shau Kee, Mr. Lee Ka Shing, Mr. Richard Tang Yat Sun, Mr. Colin Lam Ko Yin, Mr. Norman Ho Hau Chong and Mr. Eddie Lau Yum Chuen; (ii) the non-executive directors of the Company are: Dr. Patrick Fung Yuk Bun, Mr. Dominic Cheng Ka On, Mr. Tony Ng, Mr. Howard Yeung Ping Leung, Mr. Thomas Liang Cheung Bui and Mr. Alexander Au Siu Kee; (iii) the independent non-executive directors of the Company are: Dr. David Sin Wai Kin, Mr. Wu King Cheong and Dr. Timpson Chung Shui Ming.