



MANDARIN ENTERTAINMENT (HOLDINGS) LIMITED (東方娛樂控股有限公司*)

(Incorporated in Bermuda with limited liability)
(Stock Code: 009)

APPOINTMENT OF EXECUTIVE DIRECTOR AND INDEPENDENT NON-EXECUTIVE DIRECTOR RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTOR

The board of directors (the "Board") of Mandarin Entertainment (Holdings) Limited (the "Company") announces that with effect from 1st December 2005:

- (i) Mr. Ko Tin Chow ("Mr. Ko") has been appointed as an executive director of the Company;
- (ii) Mr. Tang Kai Kui Terence ("Mr. Tang") has been appointed as an independent non-executive director ("INED") and a member of the audit committee of the Company; and
- (iii) Mr. Alan Woo ("Mr. Woo") has resigned as INED and a member of the audit committee of the Company.

Mr. Ko

Mr. Ko, aged 56, is responsible for supervising the film processing business of the Company. Mr. Ko has over 32 years of experience in the film processing industry. Prior to joining the Company in 1995, he was the general manager of Hong Kong Color Movielaab Limited, a film processing company in Hong Kong. He is the Chairman of the Hong Kong & Kowloon Film Laboratory Merchants' Association Limited. Mr. Ko had been an executive director of the Company since 1st September 2001 until his resignation on 1st September 2003. Mr. Ko is currently and will continue to be the Senior Operation Manager of Mandarin Laboratory (International) Ltd.

Pursuant to the service agreement, the appointment of Mr. Ko is for a term of one (1) year and thereafter may be extended for such period as the Company and Mr. Ko agree in writing. Mr. Ko is subject to retirement by rotation and re-election at annual general meetings in accordance with the Articles of Association of the Company. Mr. Ko's remuneration is fixed at HK\$480,000.00 per annum, which commensurate with his duties and responsibilities as an executive director and the prevailing market situation.

Mr. Tang

Mr. Tang, aged 46, is a member of the Royal Institute of British Architects. Mr. Tang is a director of an interior design and engineering company.

Pursuant to the appointment letter, the appointment of Mr. Tang is for a term of one (1) year and thereafter may be extended for such period as the Company and Mr. Tang may agree in writing. Mr. Tang is subject to retirement by rotation and re-election at annual general meetings in accordance with the Articles of Association of the Company. Mr. Tang's remuneration is fixed at HK\$120,000.00 per annum, which commensurate with his duties and responsibilities as INED and the prevailing market situation.

Mr. Tang had been an INED of the Company since 1st September 2001 until his resignation on 1st September 2003 and he does not currently hold any position with the Company and/or its subsidiaries.

Save as disclosed above, Mr. Ko and Mr. Tang have no relationship with any other directors, senior management or substantial or controlling shareholders of the Company for the purpose of the Listing Rules. Further, both Mr. Ko and Mr. Tang do not have any interests in shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) as at the date hereof.

Mr. Woo

Mr. Woo has resigned as an INED and member of the audit committee of the Company on his own accord with effect from 1st December 2005 and he has confirmed that there is no disagreement with the Board. He is not aware of any matters that need to be brought to the attention of the shareholders of the Company.

The Board would like to express sincere appreciation to Mr. Woo for his valuable contribution to the Company during his tenure of service.

The Board is not aware of any other matters that need to be brought to the attention of the shareholders of the Company in relation to the aforesaid appointments and resignation.

As at the date hereof, the Board consists of (after appointment of Mr. Ko and Mr. Tang and resignation of Mr. Woo) Mr. Wong Pak Ming, Ms. Wong Kit Fong, Ms. Wong Yee Kwan, Alvina and Mr. Ko Tin Chow as executive directors; and Mr. Wan Ngar Yin, David, Mr. Lai Voon Wai and Mr. Tang Kai Kui Terence as independent non-executive directors.

By Order of the Board
WONG Pak Ming
Chairman

Hong Kong, 1st December 2005

* for identification purpose only

Please also refer to the published version of this announcement in The Standard.