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**MGM CHINA HOLDINGS LIMITED**  
**美高梅中國控股有限公司**

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

(Stock Code: 2282)

**APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR AND  
CHANGES IN THE AUDIT COMMITTEE,  
THE NOMINATION AND CORPORATE GOVERNANCE COMMITTEE AND  
THE REMUNERATION COMMITTEE**

This announcement is made pursuant to Rule 13.51(2) of the Rules Governing the Listing of Securities on the Stock Exchange of Hong Kong Limited (the “**Listing Rules**”).

The board of directors (the “**Board**”) of MGM China Holdings Limited (the “**Company**”) hereby announces that with effect from December 9, 2019, Mr. Simon Meng (“**Mr. Meng**”) has been appointed as an independent non-executive director, a member of the Audit Committee, the Nomination and Corporate Governance Committee and the Remuneration Committee of the Company.

## **APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR**

Mr. Meng, aged 61, is a corporate M&A partner at Linklaters in Shanghai since May 1, 2017, specializing in cross-border M&A, direct investments and joint ventures in China. He has significant experience in project development relating to energy, real estate and urban transportation sectors in China and has advised numerous Chinese and multinational corporations. Mr. Meng is admitted to practice law in the New York State and in France. He practiced in Paris, New York and Hong Kong with Cleary Gottlieb Steen & Hamilton between 1990 and 1996 before joining Freshfields in Hong Kong in late 1996. Prior to joining Linklaters, Mr. Meng was a partner of King & Wood Mallesons from 2012 until April 2017, Herbert Smith from April 2000, and Sidley Austin from October 1998. Mr. Meng obtained a Bachelor of Laws from Beijing University, a Master of Public Law, a Master of Business Law and a Doctor of Law from Bordeaux University, and a Master of Comparative Jurisprudence from the New York University.

Mr. Meng has entered into a letter of appointment with the Company for a term of three years commencing on December 9, 2019. He is subject to retirement and re-election at the next following annual general meeting of the Company after his appointment and thereafter subject to retirement by rotation and re-election in accordance with the provisions of the articles of association of the Company. Under the terms of the letter of appointment, Mr. Meng is entitled to a director's fee of USD90,000.00 (approximately HK\$697,937.00) per annum which is determined by the Board with reference to his responsibilities and duties, the Company's remuneration policy as well as prevailing market conditions.

Mr. Meng has confirmed that he meets the independence criteria as set out in Rule 3.13 of the Listing Rules. As at the date of this announcement, Mr. Meng does not have any interests in the shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571, Laws of Hong Kong).

Save as disclosed above, (i) Mr. Meng does not have any relationship with any directors, senior management, substantial shareholders or controlling shareholders (within the meaning of the Listing Rules) of the Company; (ii) Mr. Meng has not held any directorships in other listed public companies in the last three years or any other position with the Company or any of its subsidiaries and does not have any other major appointments and professional qualifications; and (iii) there is no further information to be disclosed pursuant to any of the requirements of Rules 13.51(2)(h) to 13.51(2)(v) of the Listing Rules and there is no other matter which needs to be brought to the attention of the shareholders in relation to Mr. Meng's appointment.

The Board would like to extend a warm welcome to Mr. Meng in joining the Board.

## **CHANGE OF COMPOSITION OF AUDIT COMMITTEE, NOMINATION AND CORPORATE GOVERNANCE COMMITTEE AND REMUNERATION COMMITTEE**

The Board announces that Mr. Meng has been appointed as a member of the Audit Committee, the Nomination and Corporate Governance Committee and the Remuneration Committee, with effect from December 9, 2019.

## **COMPLIANCE WITH RULES 3.10A AND 3.11 OF THE LISTING RULES**

Reference is made to the announcements of the Company dated March 12, 2019, June 11, 2019 and September 11, 2019 in relation to, among other things, the Company's non-compliance with certain requirements with respect to the Board composition pursuant to the Listing Rules.

Following the appointment of Mr. Meng, the Company has fully complied with the requirements under Rules 3.10A and 3.11 of the Listing Rules.

By order of the Board  
**MGM China Holdings Limited**  
**Antonio MENANO**  
*Company Secretary*

Hong Kong, December 9, 2019

*As at the date of this announcement, our directors are James Joseph MURREN, Pansy Catilina Chiu King HO, Chen Yau WONG, William Joseph HORNBUCKLE and Grant R. BOWIE as executive Directors, Kenneth Xiaofeng FENG, James Armin FREEMAN and John M. MCMANUS as non-executive Directors and Zhe SUN, Sze Wan Patricia LAM, Russell Francis BANHAM and Simon MENG as independent non-executive Directors.*