

DIRECTORS, SUPERVISORS AND SENIOR MANAGEMENT

GENERAL

The following tables set forth certain information regarding members of our Board and our board of Supervisors:

Members of Our Board

Name	Age	Position	Date of Appointment	Roles and Responsibilities	Relationship among them
Mr. Lam Wo Ping (林和平)	56	Executive Director and chairman of the Board	29 June 2012	overall strategies, planning and business development	a brother of Mr. Lam Wo Sze, as well as a cousin of both Mr. Lam Kwok Keung and Mr. Lam Wing Ho
Ms. Han Ying (韓英)	59	Executive Director and vice general manager	29 June 2012	overall management and development of women's footwear business	N/A
Mr. Hong Huihuang (洪輝煌)	42	Executive Director and vice general manager	29 June 2012	overall management and development of casual menswear business	N/A
Mr. Lam Wo Sze (林和獅)	60	Non-executive Director	29 June 2012	provide strategic advice to our Group and attending meetings of the Board to perform duties, but not engaged in daily management of our business operation	a brother of Mr. Lam Wo Ping, as well as a cousin of both Mr. Lam Kwok Keung and Mr. Lam Wing Ho
Mr. Lam Kwok Keung (林國強). . .	56	Non-executive Director	29 June 2012	provide strategic advice to our Group and attending meetings of the Board to perform duties, but not engaged in daily management of our business operation	a cousin of Mr. Lam Wo Ping, as well as a cousin of both Mr. Lam Wo Sze and Mr. Lam Wing Ho.
Mr. Lam Wing Ho (林榮河)	57	Non-executive Director	12 May 2013	provide strategic advice to our Group and attending meetings of the Board to perform duties, but not engaged in daily management of our business operation	a cousin of Mr. Lam Wo Ping, as well as a cousin of both Mr. Lam Wo Sze and Mr. Lam Kwok Keung
Mr. Zhai Gang (翟剛).	38	Non-executive Director	29 June 2012	provide strategic advice to our Group and attending meetings of the Board to perform duties, but not engaged in daily management of our business operation	N/A

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Name	Age	Position	Date of Appointment	Roles and Responsibilities	Relationship among them
Mr. Wang Zhiqiang (王志強)	45	Independent non-executive Director	29 June 2012	Providing independent opinion and judgement to our Board, in particular with regard to the financial aspects of our Company	N/A
Ms. Long Xiaoning (龍小寧)	42	Independent non-executive Director	29 June 2012	Providing independent opinion and judgement to our Board	N/A
Mr. Li Yuzhong (李玉中)	47	Independent non-executive Director	29 June 2012	Providing independent opinion and judgement to our Board	N/A
Mr. Zhang Huaqiao (張化橋)	50	Independent non-executive Director	12 May 2013	Providing independent opinion and judgement to our Board	N/A

Members of Our Board of Supervisors

Name	Age	Position	Date of Appointment	Roles and Responsibilities
Mr. Zhang Haimu (章海木) .	37	Chairman of the board of Supervisors	29 June 2012	Monitoring and overseeing our Company's financial matters, examining our Company's periodic reports, and supervising the conduct of our Board and senior management
Mr. Zhou Xinyu (周新宇) . .	37	Supervisor	29 June 2012	Monitoring and overseeing our Company's financial matters, examining our Company's periodic reports, and supervising the conduct of our Board and senior management
Ms. Wang Xinhui (汪心慧) .	40	Supervisor	29 June 2012	Monitoring and overseeing our Company's financial matters, examining our Company's periodic reports, and supervising the conduct of our Board and senior management

DIRECTORS, SUPERVISORS AND SENIOR MANAGEMENT

BOARD OF DIRECTORS

Our Board currently consists of eleven Directors, comprising three executive Directors, four non-executive Directors and four independent non-executive Directors. Each of the Directors has entered into a service contract with our Company for a term commencing on the Listing Date and ending on the expiration of the term of the first Board of Directors, which is for a period of three years from 29 June 2012. The functions and duties of our Board include, but are not limited to: convening Shareholders' meetings, reporting the Board's work at the Shareholders' meetings, implementing the resolutions passed at the Shareholders' meetings, determining our business plans and investment plans, formulating our annual budget and final accounts, formulating our proposals for profit distributions and for the increase or reduction of registered capital as well as exercising other powers, functions and duties as conferred by the Articles of Association.

All of our existing Directors, except Mr. Lam Wing Ho and Mr. Zhang Huaqiao, were elected to their current term on the Board on 29 June 2012. Mr. Lam Wing Ho and Mr. Zhang Huaqiao were elected to their current term on 12 May 2013.

Executive Directors

Mr. Lam Wo Ping (林和平), aged 56, is one of the Founders of our Group, and is an executive Director and the chairman of the Board of our Company. He concurrently also serves as director of our subsidiaries of Hong Kong Fuguiniao and Hong Kong Anywalk, as well as the chairman of board of directors of our subsidiary Fujian Fuguiniao. Mr. Lam is primarily responsible for the overall strategies, planning and business development of our Group. Mr. Lam has over 29 years of experience in the footwear and apparel industry. He once held positions of chairman of board of directors of Fulin Footwear from August 1991 to October 2010, the chairman of board of directors of our predecessor Fuguiniao Shoes Development Co., Ltd. Shishi (石獅市富貴鳥鞋業發展有限公司) from November 1995 to July 2011, and the chairman of board of directors of our predecessor Fuguiniao (China) Co., Ltd. (富貴鳥(中國)有限公司) from July 2011 to June 2012.

Mr. Lam has received numerous recognitions and awards during the past years, including the recognition as a senior economist (高級經濟師) by Fujian Title Reform Leading Group (福建省職稱改革領導小組) and Fujian Human Resources Department (福建省人事廳) in December 1997, and the title of National Model Worker in Light Industry (全國輕工業勞動模範) by the Ministry of Personnel of the PRC (中華人民共和國人事部), China National Light Industry Council (中國輕工業聯合會) and All China Federation of Handicraft Industrial Cooperatives (中華全國手工業合作總社) in December 2007. He has also been the vice president of the Fujian Industry and Commerce League (General Chamber of Commerce) (福建省工商業聯合會(總商會)) since September 2012. Mr. Lam Wo Ping has enrolled to and is currently attending the course in relation to capital operation for chief executives organised by Executive Development Program Center of the Management School of Xiamen University (廈門大學), which is a one year course.

Mr. Lam Wo Ping is the brother of Mr. Lam Wo Sze, our non-executive Director, as well as a cousin of both Mr. Lam Kwok Keung and Mr. Lam Wing Ho, our non-executive Directors.

DIRECTORS, SUPERVISORS AND SENIOR MANAGEMENT

Ms. Han Ying (韓英), aged 59, is an executive Director and a vice general manager of our Company, and is primarily responsible for the overall management and development of our women's footwear business. Ms. Han has over 42 years of experience in the footwear and apparel industry. Before joining our Group, she worked as the chief statistician of Hangzhou Honglei Leather Shoe Factory (杭州紅雷皮鞋廠) from January 1971 to June 1987. From July 1987 to March 1997, she worked for Teliya Co., Ltd. (特麗雅有限公司), a sino-foreign joint venture, and held positions including workshop manager, manager of production department, manager of supply department and assistant to the general manager. Ms. Han joined our Company in April 1997, and held positions including the manager of women's footwear unit and general manager of our Group. Ms. Han passed the self-study examinations in statistics and received a graduation certificate from Hangzhou Electronics Industry College (杭州電子工業學院) (now Hangzhou University of Electronic Science and Technology (杭州電子科技大學)) in December 1989.

Mr. Hong Huihuang (洪輝煌), aged 42, is an executive Director and a vice general manager of our Company, and is primarily responsible for the overall management and development of our casual menswear business. Mr. Hong has over 26 years of experience in the footwear and apparel industry. He was mainly engaged in administration and management of his own apparel business from the beginning of 1987 to December 2003. Mr. Hong obtained license from our Group in May 2004 for the sale of business casual menswear products under Fuguiniao brand and has held the position of general manager of Shishi Fuguiniao Apparel Development Co., Ltd. (石獅市富貴鳥服飾發展有限公司). Mr. Hong has been the chief executive of the apparel business unit of our Group since April 2011.

Non-Executive Directors

Mr. Lam Wo Sze (林和獅), aged 60, is one of the Founders of our Group, and is a non-executive Director of our Company. He concurrently also serves as director of our subsidiaries of Hong Kong Fuguiniao, Hong Kong Anywalk, and Fujian Fuguiniao. Mr. Lam has over 29 years of experience in the footwear and apparel industry. He once held positions of vice chairman of board of directors of Fulin Footwear from August 1991 to October 2010, vice chairman of board of directors of our predecessor Fuguiniao Shoes Development Co., Ltd. Shishi (石獅市富貴鳥鞋業發展有限公司) from November 1995 to July 2011, and the vice chairman of board of directors of our predecessor Fuguiniao (China) Co., Ltd. (富貴鳥(中國)有限公司) from July 2011 to June 2012. He was recognised as a senior economist (高級經濟師) by Fujian Human Resources Department (福建省人事廳) in September 2001.

Mr. Lam Wo Sze is the brother of Mr. Lam Wo Ping, our executive Director, as well as a cousin of both Mr. Lam Kwok Keung and Mr. Lam Wing Ho, our non-executive Directors.

Mr. Lam Kwok Keung (林國強), aged 56, is one of the Founders of our Group, and is a non-executive Director of our Company. He concurrently also serves as director of our subsidiaries of Hong Kong Fuguiniao, Hong Kong Anywalk, and Fujian Fuguiniao. Mr. Lam has over 29 years of experience in the footwear and apparel industry. He once held positions of vice chairman of board of directors of Fulin Footwear from August 1991 to October 2010, vice chairman of board of directors of our predecessor Fuguiniao Shoes Development Co., Ltd. Shishi (石獅市富貴鳥鞋業發展有限公司) from November 1995 to July 2011, and vice chairman of board of directors of our predecessor Fuguiniao (China) Co., Ltd. (富貴鳥(中國)有限公司) from July 2011 to June 2012. He was recognised as a senior economist (高級經濟師) by Fujian Human Resources Department (福建省人事廳) in September 2001.

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Mr. Lam Kwok Keung is a cousin of Mr. Lam Wo Ping, our executive Director, as well as a cousin of both Mr. Lam Wo Sze and Mr. Lam Wing Ho, our non-executive Directors.

Mr. Lam Wing Ho (林榮河), aged 57, is one of the Founders of our Group, and is a non-executive Director of our Company. He concurrently also serves as director of our subsidiaries of Hong Kong Fuguiniao, Hong Kong Anywalk, and Fujian Fuguiniao. Mr. Lam has over 29 years of experience in the footwear and apparel industry. He once held positions of the vice-chairman and general manager of Fulin Footwear from August 1991 to October 2010, a director of our predecessor Fuguiniao Shoes Development Co., Ltd. Shishi (石獅市富貴鳥鞋業發展有限公司) from November 1995 to July 2011, and a director of our predecessor Fuguiniao (China) Co., Ltd. (富貴鳥(中國)有限公司) from July 2011 to June 2012. He was recognised as a senior economist (高級經濟師) by Fujian Human Resources Department (福建省人事廳) in September 2001. He concurrently also holds positions including deputy chairman of China National Garment Association (中國服裝協會) and honorary chairman of Quanzhou Textile and Garments Commerce Chamber (泉州市紡織服裝商會).

Mr. Lam Wing Ho is a cousin of Mr. Lam Wo Ping, our executive Director, as well as a cousin of both Mr. Lam Wo Sze and Mr. Lam Kwok Keung, our non-executive Directors.

Mr. Zhai Gang (翟剛), aged 38, is a non-executive Director of our Company. Mr. Zhai has over 12 years of experience in investment management. He once held positions of senior staff member of Jiangsu Planning and Economic Committee (江蘇省計劃經濟委員會副主任科員) from July 1995 to July 2000, the deputy director of the investment department of Jiangsu Traffic Holding Co., Ltd. (江蘇交通控股公司) from January 2001 to August 2009, and general manager of Nanjing Sharelink Venture Capital Co., Ltd. (南京協立創業投資有限公司) from October 2009 to December 2011. Since January 2012, he has been the general manager of Nanjing Sharelink Investment Management Co., Ltd. (南京協立投資管理有限公司). He also holds a concurrent position as the representative of the managing partner of Junding Investments, one of our Shareholders. He received a bachelor's degree in quantitative economics from Nanjing University (南京大學) in July 1995 and a master's degree in business administration from Nanjing University in May 2001.

Independent Non-Executive Directors

Mr. Wang Zhiqiang (王志強), aged 45, is an independent non-executive Director of our Company. He is also a professor in accounting and doctoral supervisor in accounting of Xiamen University (廈門大學). From July 1991 to September 1998, he held positions of lecturer and associate professor of the School of Economics, Xiamen University. Since September 1998, he has held positions including associate professor, professor and assistant to dean of the School of Management, Xiamen University. For the period from September 2006 to September 2008, he also held concurrent positions as assistant to the dean of the Institute for Financial Management & Accounting Studies from of Xiamen University. In addition to his academic participation, Mr. Wang has also been an independent director of Fujian Minfa Aluminum Inc (福建省閩發鋁業股份有限公司, stock code: 002578) since December 2010, and an independent director of Fujian Septwolves Industry Co., Ltd. (福建七匹狼實業股份有限公司, stock code: 002029) since July 2010, both of which are listed on the Small and Medium Enterprise Board of Shenzhen Stock Exchange (深圳證券交易所中小企業板). He has also been an independent director of Shenyang Sinqi Pharmaceutical Co., Ltd. (瀋陽興齊眼藥股份有限公司) since December 2011 and an independent director of Deerway Co., Ltd. (德爾惠股份有限公司) since September 2012. He received a doctorate in economics (specialized in accounting) from Xiamen University in July 2002. Mr. Wang have also attended and completed the training provided by Shenzhen Stock Exchange to senior management of listed companies in March 2010.

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Ms. Long Xiaoning (龍小寧), aged 42, is an independent non-executive Director of our Company. She once held the positions of assistant professor and associate professor of Colgate University in the United States from July 2001 to June 2007 and from July 2007 to July 2011, respectively. She has been a professor of Wang Yanan Institute for Studies in Economics (王亞南經濟研究院) and School of Economics, Xiamen University since September 2011. She received a doctorate in economics from Washington University in St. Louis in May 2001. She has been appointed as the head of the Department of Economics of Xiamen University (廈門大學) since February 2013.

Mr. Li Yuzhong (李玉中), aged 47, is an independent non-executive Director of our Company. He worked for China Leather and Footwear Industry Research Institute (中國皮革和制鞋研究院) from July 1989 to April 1990, and then has been working for China Leather Association (中國皮革協會) since April 1990, where he held the position of vice secretary general from September 1999 to September 2007, vice president from September 2007 to September 2011, and has been vice managing president and secretary general since September 2011. He has also been an independent director of Guirenniao Co., Ltd. (貴人鳥股份有限公司) since March 2011 and an independent director of Qingdao Hengda Co., Ltd. (青島亨達股份有限公司) since June 2011. He received a bachelor's degree in leather engineering from Northwest Institute of Light Industry (西北輕工業學院) (now Shaanxi University of Science and Technology (陝西科技大學)) in July 1989, and completed a long distance learning program and graduated as a postgraduate student in economic management from Party School of the Central Committee of C.P.C. (中共中央黨校) in May 2001.

Mr. Zhang Huaqiao (張化橋), aged 50, is an independent non-executive Director of our Company. He has been a director of Nanjing Central Emporium (Group) Co., Ltd. (南京中央商場(集團)股份有限公司) (stock code: 600280), a company listed on Shanghai Stock Exchange (上海證券交易所) since March 2013. He is also an independent non-executive director of Fosun International Limited (stock code: 656), Zhong An Real Estate Limited (stock code: 672) and China Huirong Financial Holdings Limited (stock code: 1290), and a non-executive director of Boer Power Holdings Limited (stock code: 1685) and Oriental City Group Holdings Limited (stock code: 8325), the shares of which are all listed on the Stock Exchange. He was the chairman of Guangzhou Wansui Micro Credit Co., Ltd. before and an executive director and chief executive officer of Man Sang International Limited (stock code: 938), a company whose shares are listed on the Stock Exchange, between September 2011 and April 2012. From July 1994 to July 1995, Mr. Zhang was employed in the equity capital markets department of Swiss Bank Corporation. From June 1999 to April 2006, Mr. Zhang had worked with UBS Securities Asia Limited and was promoted to the co-head of the China research team of its equities department as his last capacity. From May 2006 to September 2008, he served as an executive director and the chief operation officer of Shenzhen Investment Limited (深圳控股有限公司) (stock code: 604), a company whose shares are listed on the Stock Exchange. From September 2008 to June 2011, he was employed by UBS AG and the last capacity he held was deputy head of UBS China IBD. Mr. Zhang graduated from the Graduate School of the People's Bank of China with a master's degree in economics in July 1986 and from the Australian National University with a master's degree in economics in April 1991.

Except as disclosed herein, to the best of the knowledge, information and belief of our Directors, having made all reasonable enquiries, there are no other matters relating to the appointment of Directors that need to be brought to the attention of the Shareholders, nor is there any information relating to our Directors that is required to be disclosed pursuant to Rule 13.51(2) of the Listing Rules, including matters relating to directorships held by Directors in any public companies the securities of which are listed on any securities market in Hong Kong or overseas in the last three years immediately preceding the date of this prospectus.

DIRECTORS, SUPERVISORS AND SENIOR MANAGEMENT

BOARD OF SUPERVISORS

The board of Supervisors of the Company consists of three members. The employee representative Supervisor, namely Mr. Zhang Haimu, was elected by employees, and the other Supervisors were elected by our Shareholders. Each of the Supervisors has entered into a service contract with our Company for a term commencing on the Listing Date and ending on the expiration of the term of the first board of Supervisors, which is for a period of three years from 29 June 2012. The functions and duties of the board of Supervisors include, but are not limited to: reviewing and verifying financial reports; and, if in doubt, appointing certified public accountants and practicing auditors to re-examine the Company's financial information; monitoring the business activities of the Company; supervising the performance of the Directors, the chairman of the Board and other senior management members, and monitoring whether they had acted in violation of the laws, regulations and Articles of Association in the performance of their duties; requesting the Directors, the chairman of the Board and senior management members to rectify actions which are damaging to the Company's interests; and exercising other rights given to them under the Articles of Association.

All of our existing Supervisors were elected to their current term on the board of Supervisors on 29 June 2012.

Mr. Zhang Haimu (章海木), aged 37, is the chairman of the board of Supervisors and the chairman of the labor union of our Company. Mr. Zhang has over 18 years of experience in financial management. Mr. Zhang once held positions of financial staff of Hainan Industrial Equipment Installation Supplies Co., Ltd. (海南省工業設備安裝物資公司) from July 1995 to January 2001. He has been financial staff of our Company since April 2001, and was elected as the chairman of the labor union of our Company since August 2010 for a term of three years. He was elected as a member of the fifth committee of Shishi General Union (石獅市總工會) in February 2012 with a term of three years. He was also elected as the supervising chairman of the council of the Chamber of Commerce of Anxi, Shishi (石獅市安溪商會) in April 2013 with a term of three years. Mr. Zhang passed the self-study examinations in computer accounting and received a graduation certificate from Hainan University (海南大學) in December 1998.

Mr. Zhou Xinyu (周新宇), aged 37, is a Supervisor of our Company. He has also been the director of the human resource administrative department of our Company since March 2011. Mr. Zhou has over 13 years of experience in human resources management and corporate administration. He once held positions of human resource director and manager in Jealousy International Garments (Guangdong) Co., Ltd. (廣東嘉莉詩(國際)服裝集團) from August 1999 to July 2002, head of the personnel administration division of Matsubayashi Optics (Guangzhou) Co., Ltd. (天活松林光學(廣州)有限公司) from July 2002 to July 2005, chief human resource officer of Guangzhou Postel Mobile Co., Ltd. (廣州中郵普泰移動通訊設備有限公司) from August 2005 to August 2007, and administrative vice manager, chief human resource officer and chairman of the labor union of Fujian Fynex Textiles Technology Co., Ltd. (福建鳳竹紡織科技股份有限公司) from August 2007 to December 2010. Mr. Zhou received a master's degree in business administration from Lingnan College, Sun Yat-Sen University (中山大學嶺南學院) in June 2007. He also received the certificate of senior level of human resources management issued by Hubei Province Human Resources and Social Security Bureau (湖北省人力資源和社會保障廳) (formerly known as Hubei Province Labor and Social Security Bureau (湖北省勞動和社會保障廳)) in September 2005.

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Ms. Wang Xinhui (汪心慧), aged 40, is a Supervisor of our Company. Ms. Wang once was a full-time attorney of Anhui Chengyi Law Firm (安徽承義律師事務所) from December 2002 to December 2010, and a partner and the head of capital and securities team with the Shanghai Office of Beijing Yingke Law Firm (北京盈科(上海)律師事務所) since July 2011. Since February 2012, she has been working as the chief legal adviser of Leading Investments, one of the Shareholders of our Company. Ms. Wang received a bachelor's degree in law from East China College of Politic Science and Law (華東政法學院) (now East China University of Politic Science and Law (華東政法大學)) in July 1995.

SENIOR MANAGEMENT

Name	Age	Position
Mr. Lam Wo Ping (林和平)	56	Executive Director and chairman of the Board
Ms. Han Ying (韓英)	59	Executive Director and vice general manager
Mr. Hong Huihuang (洪輝煌)	42	Executive Director and vice general manager
Mr. Lu Wenli (路文歷)	52	Chief executive officer
Ms. Wu Haimin (吳海民)	41	Vice general manager
Mr. Tong Jinlong (童金龍)	60	Vice general manager
Ms. Yang Jian (楊健)	39	Chief financial officer and secretary to the Board

For details of biographies of Mr. Lam Wo Ping, Ms. Han Ying and Mr. Hong Huihuang, please refer to the subsection headed “Board of Directors – Executive Directors” above.

Mr. Lu Wenli (路文歷), aged 52, is the chief executive officer of our Company and is primarily responsible for the operation of our Group. Mr. Lu has over 14 years of experience in footwear and apparel industry. Mr. Lu once serves as the marketing director of our predecessor Fuguiniao Shoes Development Co., Ltd. Shishi (石獅市富貴鳥鞋業發展有限公司) from January 2003 to December 2007. From January 1999 to May 2000, Mr Lu served as sales and marketing director of Quanzhou Yiyuan Shoe Industry Co., Ltd. (泉州益源鞋業有限公司). From March 2001 to December 2002, he worked as the sales and marketing director of Xtep (China) Co., Ltd. (特步中國有限公司). Mr. Lu rejoined our Group in January 2013 and has held the position of general manager since April 2013. Mr. Lu has enrolled to and is currently taking the EMBA program at Xiamen University (廈門大學).

Ms. Wu Haimin (吳海民), aged 41, is a vice general manager of our Company and is primarily responsible for the management of production of our Group. Ms. Wu has over 24 years of experience in management of production of footwear. Prior to joining our Group, she held the position of workshop manager in Teliya Leather Shoe Co., Ltd. (特麗雅皮鞋有限公司) from September 1989 to July 1997. She joined our Group in July 1997 and held positions of workshop manager, production manager, and manager of production department of our Company till December 2007. She has served as a vice general manager of our Group since January 2008. Ms. Wu received a junior college degree of English language from Zhejiang Province Department Employee Colleges (浙江省級機關職工業餘大學) in July 1994.

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Mr. Tong Jinlong (童金龍), aged 60, is a vice general manager of our Company and is primarily responsible for the marketing and sales of the products of our Group. Mr. Tong has over 30 years of experience in the footwear industry. Prior to joining our Group, he once worked at Shanghai Baoji Leather Shoes Factory (上海寶履皮鞋廠). He joined our Group in September 1998 and had held the position of marketing and sales vice general manager of the Company until January 2008. In February 2008, he was promoted to vice general manager of the Company. He received a junior college degree of Equipment Management from Business School of Shanghai University (上海大學) in December 1990.

Ms. Yang Jian (楊健), aged 39, is the chief financial officer of our Company and secretary to the Board, and is primarily responsible for the overall financial and accounting affairs, as well as general affairs of the Board of the Company. Ms. Yang has over 17 years of experience in finance and accounting. Prior to joining our Group, she worked for China Construction Bank Co., Ltd. Haidian Sub-branch directly under the Hainan head office (中國建設銀行股份有限公司海南省直屬海甸支行) from July 1995 to June 1999, and held positions including accounting manager, deputy director of general office, etc.. From August 2001 to March 2002, she served as accounting supervisor in Guangdong Ciba Specialty Chemicals Co., Ltd. (廣東汽巴精化有限公司). From January 2003 to March 2006, she worked as senior manager of Baass Business Solutions Inc. in Canada. She joined our Group in September 2006 and has held the position of chief financial officer since March 2008. Ms. Yang received a bachelor's degree in investment economics from Huazhong University of Science and Technology (華中科技大學) in July 1995, a master's degree in accounting from Jinan University (暨南大學) in June 2002 and a MBA degree from Schulich School of Business, York University in June 2008. She was qualified as a Certified Public Accountant of PRC, Certified General Accountant of Canada and fellow member of Association of Chartered Certified Accountants (ACCA) in December 2002, April 2006 and November 2009, respectively.

COMPANY SECRETARY

Mr. Liu Guodong (劉國棟), aged 31, was appointed as the company secretary of our Company on 30 July 2013. Mr. Liu joined our Group in January 2010 and has served as the manager of securities department and financial department of our predecessor Fuguiniao (China) Co., Ltd. (富貴鳥(中國)有限公司) and subsequently our Company since then. Prior to joining our Group, he worked for Xiamen Dahao Lianhe Accounting Firm (廈門達豪聯合會計師事務所) and held the position of auditing manager from August 2004 to January 2010. Mr. Liu obtained a bachelor's degree in management from Xiamen University (廈門大學) in July 2004. He was qualified as a Certified Public Accountant in Hong Kong (as defined in the Professional Accountants Ordinance) in July 2010, a Certified Public Accountant in the PRC in September 2006, a Certified Tax Agent in the PRC in June 2008 and a Certified Public Valuer in the PRC in September 2010.

BOARD COMMITTEES

Audit committee

The audit committee consists of three Directors: Mr. Wang Zhiqiang (independent non-executive Director), Ms. Long Xiaoning (independent non-executive Director) and Mr. Lam Wo Sze. Mr. Wang Zhiqiang currently serves as the chairman of the audit committee. The primary responsibilities of the audit committee are to review and supervise our financial reporting process, which include, among other things:

- appointing and supervising the work of our independent auditors and pre-approving all non-audit services to be provided by our independent auditors;

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- reviewing our annual and interim financial statements, earnings releases, critical accounting policies and practices used to prepare financial statements, alternative treatments of financial information, the effectiveness of our disclosure controls and procedures and important trends and developments in financial reporting practices and requirements;
- reviewing the planning and staffing of internal audits, the organisation, responsibilities, plans, results, budget and staffing of our internal audit team and the quality and effectiveness of our internal controls;
- reviewing our risk assessment and management policies; and
- establishing procedures for the treatment of complaints received by us regarding accounting, internal accounting controls, auditing matters, potential violations of law and questionable accounting or auditing matters.

Remuneration committee

The remuneration committee of the Company consists of three Directors: Mr. Zhang Huaqiao (independent non-executive Director), Mr. Li Yuzhong (independent non-executive Director) and Mr. Lam Wo Ping. Mr. Zhang Huaqiao currently serves as the chairman of the Company's remuneration committee. The primary responsibilities of the remuneration committee are to formulate the evaluation standards and conduct evaluation of the Directors and senior management, and to determine, and review the compensation policies and schemes for the Directors and senior management, including, among other things:

- approving and overseeing the total compensation package for the Directors and senior management, evaluating the performance of and determining and approving the compensation to be paid to senior management;
- reviewing and making recommendations to the Board with respect to the Directors' compensation; and
- reviewing and making recommendations to the Board regarding our Company's policy and structure for the remuneration of all Directors and senior management.

Nomination committee

The nomination committee of the Company consists of three Directors: Mr. Lam Wo Ping, Ms. Long Xiaoning (independent non-executive Director) and Mr. Li Yuzhong (independent non-executive Director). Mr. Lam Wo Ping currently serves as the chairman of the nomination committee. The primary responsibilities of the Company's nomination committee are to formulate the nomination procedures and standards for candidates for Directors and senior management, to conduct preliminary review of the qualifications and other credentials of the candidates for Directors and senior management.

DIRECTORS, SUPERVISORS AND SENIOR MANAGEMENT

Strategy committee

The strategy committee of the Company consists of three Directors: Mr. Lam Wo Ping, Mr. Zhai Gang and Mr. Li Yuzhong (independent non-executive Director). Mr. Lam Wo Ping currently serves as the chairman of the Company's strategy committee. The primary responsibilities of the strategy committee are to study and advise on the Company's long-term development plans and significant investment strategies, including, among other things:

- reviewing and advising on the Company's long-term development strategies;
- reviewing and advising on the Company's significant capital investment and financing proposals that require approval of the Board under the Articles of Association;
- reviewing and advising on significant capital operation and assets management projects that require approval of the Board under the Articles of Association;
- reviewing and advising on other major issues affecting the Company's development;
- supervising the implementation of the aforementioned strategic development; and
- other functions and duties as authorised by the Board.

WAIVERS GRANTED BY THE STOCK EXCHANGE

Waiver from Rules 8.12 and 19A.15 of the Listing Rules

We have applied to the Stock Exchange for, and the Stock Exchange has granted, a waiver under Rule 8.12 and Rule 19A.15 in relation to the requirement of management presence in Hong Kong. For details of the waiver, please see the section headed "Waivers from Compliance with the Listing Rules – Management Presence."

COMPENSATION OF THE DIRECTORS, SUPERVISORS, SENIOR MANAGEMENT AND EMPLOYEES

For the three years ended 31 December 2010, 2011 and 2012 and the six months ended 30 June 2013, the aggregate amount of fees, salaries, allowances, discretionary bonus, pension-defined contribution plans and other benefits in kind (if applicable) paid by us to our Directors and Supervisors were approximately RMB3.48 million, RMB3.52 million, RMB2.88 million and RMB1.13 million, respectively.

Our Directors' and Supervisors' remuneration is determined with reference to salaries paid by comparable companies, their experience, their responsibilities and their performance.

The remuneration and benefits in kind (if applicable) received by the top five highest paid individuals (including Directors and Supervisors) for the three years ended 31 December 2010, 2011 and 2012 and the six months ended 30 June 2013, were approximately RMB4.19 million, RMB4.24 million, RMB3.17 million and RMB1.24 million, respectively.

DIRECTORS, SUPERVISORS AND SENIOR MANAGEMENT

During the Track Record Period, no remuneration was paid by us to, or receivable by, our Directors, Supervisors or the five highest-paid individuals as an inducement to join or upon joining the Company. No compensation was paid by us to, or receivable by, our Directors, past Directors, our Supervisors, past Supervisors or the five highest-paid individuals for each of the Track Record Period for the loss of any office in connection with the management of the affairs of any subsidiary of our Company.

None of our Directors or Supervisors waived any remuneration for any of the last three years. Save as disclosed above, no other payments have been paid, or are payable, by us or any of our subsidiaries to our Directors, Supervisors or the five highest-paid individuals during the Track Record Period.

Under the remuneration policy of our Company, the remuneration committee will consider factors such as salaries paid by comparable companies, tenure, commitment, responsibilities and performance of our Directors, Supervisors and the senior management as the case may be, in assessing the amount of remuneration payable to our Directors, Supervisors and such employees. It is estimated that under the arrangements currently in force, the aggregate remuneration payable to the Directors and Supervisors for the year ended 31 December 2013, is estimated to be approximately RMB3.47 million and RMB0.45 million, respectively.

COMPLIANCE ADVISER

We have appointed Industrial Securities (HK) Capital Limited as our compliance adviser, pursuant to Rule 3A.19 and 19A.05 of the Listing Rules. Pursuant to Rule 3A.23 of the Listing Rules, the compliance adviser will advise us in the following circumstances:

- (a) before the publication of any regulatory announcement, circular or financial report;
- (b) where a transaction, which might be a notifiable or connected transaction under the Listing Rules, is contemplated, including share issues and share repurchases;
- (c) where we propose to use the proceeds of the Global Offering in a manner different from that detailed in this prospectus or where our Group's business activities, developments or results of operation deviate from any forecast, estimate or other information in this prospectus; and
- (d) where the Hong Kong Stock Exchange makes an inquiry of our Company under Rule 13.10 of the Listing Rules.

Pursuant to Rule 19A.06 of the Listing Rules, Industrial Securities (HK) Capital Limited will, in a timely manner, inform us of any amendment or supplement to the Listing Rules that are announced by the Stock Exchange. Industrial Securities (HK) Capital Limited will also inform us of any amendment or supplement to applicable laws and guidelines.

The term of the appointment will commence on the Listing Date and end on the date on which we comply with Rule 13.46 of the Listing Rules in respect of our financial results for the first full financial year commencing after the Listing.

COMPLIANCE

The Company will comply with the revised Corporate Governance Code and Associated Listing Rules, which have been effective since 1 January 2012.