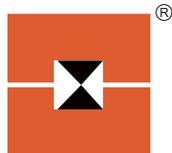


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## **KAISA GROUP HOLDINGS LTD.**

**佳兆業集團控股有限公司\***

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

**(Stock Code: 1638)**

### **CHANGE OF BOARD COMPOSITION**

The Board hereby announces that (i) Mr. Kwok Ying Shing has been appointed as an executive Director and designated as the Chairman of the Board; (ii) Mr. Zheng Yi has been appointed as an executive Director; (iii) each of Mr. Sun Yuenan and Mr. Ye Lieli has ceased to be the Co-Chairman of the Board and has been re-designated as the Vice Chairman of the Board, with effect from 13 April 2015.

### **APPOINTMENT OF EXECUTIVE DIRECTORS AND DESIGNATION OF CHAIRMAN**

The board (the “**Board**”) of directors (the “**Directors**”) of Kaisa Group Holdings Ltd. (the “**Company**”) announces that (i) Mr. Kwok Ying Shing (郭英成) (“**Mr. Kwok**”) has been appointed as an executive Director and designated as the Chairman of the Board; and (ii) Mr. Zheng Yi (鄭毅) (“**Mr. Zheng**”) has been appointed as an executive Director, both with effect from 13 April 2015.

#### **Mr. Kwok**

Mr. Kwok, aged 50, was our former Chairman and executive Director who resigned on 31 December 2014. He is one of the founders of the Group. Prior to Mr. Kwok’s resignation, he was primarily responsible for overall strategy, investment planning and human resource strategy of the Group. Mr. Kwok has extensive experience in real estate development and investment management. He is the brother of Mr. Kwok Ying Chi and Mr. Kwok Chun Wai. Mr. Kwok together with his two brothers are the controlling shareholders of the Company.

\* For identification purposes only

Pursuant to his service agreement with the Company, Mr. Kwok is appointed for a term of three years subject to retirement by rotation and re-election at the annual general meetings of the Company pursuant to the articles of association of the Company. He is entitled to a director's fee of HK\$100,000 per annum which is determined with reference to his responsibilities with the Company and the Company's remuneration policies.

### **Mr. Zheng**

Mr. Zheng, aged 34, has been the president of Kaisa Zhiye Development (Shenzhen) Co., Ltd. (佳兆業置業發展(深圳)有限公司) since January 2014 and is mainly responsible for its operational management. Mr. Zheng joined the Group in July 2007 and held various positions within members of the Group. Prior to joining the Group, Mr. Zheng worked at an exchange centre in the People's Republic of China (the "PRC") and a property development company, respectively. Mr. Zheng has extensive experience in urban redevelopment projects. Mr. Zheng received the bachelor's degree in law from Zhongnan University of Economics and Law in the PRC in July 2003. Mr. Zheng did not hold any directorship in any other listed companies in Hong Kong or overseas in the last three years.

Pursuant to his service agreement with the Company, Mr. Zheng is appointed for a term of three years subject to retirement by rotation and re-election at the annual general meetings of the Company pursuant to the articles of association of the Company. He is entitled to a director's fee of HK\$1,730,000 per annum which is determined with reference to his responsibilities with the Company and the Company's remuneration policies.

Save as disclosed in this announcement, Mr. Kwok and Mr. Zheng do not hold any position in the Company and do not have any relationship with any directors, senior management, substantial shareholders or controlling shareholders of the Company.

As at the date of this announcement, each of Mr. Kwok (save for being one of the beneficiaries of a discretionary family trust which indirectly holds 49.25% interest in the Company through Da Zheng Investment Company Limited, Da Feng Investment Company Limited and Da Chang Investment Company Limited, which are in turn indirectly wholly owned by Credit Suisse Trust Limited, being the trustee of the aforementioned family trust set up by Mr. Kwok, Mr. Kwok Ying Chi and Mr. Kwok Chun Wai) and Mr. Zheng (save for 980,000 share options granted by the Company to Mr. Zheng on 6 June 2012 pursuant to the share option scheme of the Company adopted on 22 November 2009) does not have any interest in the shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

There is no information to be disclosed pursuant to any of the requirements under Rule 13.51(2)(h) to (v) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "Listing Rules") and there is no matters that need to be brought to the attention of the shareholders of the Company pursuant to Rule 13.51(2)(w) of the Listing Rules.

The Board would like to take this opportunity to welcome Mr. Kwok and Mr. Zheng.

## **DESIGNATION OF VICE CHAIRMAN**

Each of Mr. Sun Yuenan and Mr. Ye Lieli has ceased to be the Co-Chairman of the Board and has been re-designated as the Vice Chairman of the Board with effect from 13 April 2015.

By order of the Board of  
**KAISA GROUP HOLDINGS LTD.**  
**Kwok Ying Shing**  
*Chairman and Executive Director*

13 April 2015

*As at the date of this announcement, the executive Directors are Mr. Kwok Ying Shing, Mr. Sun Yuenan, Mr. Ye Lieli, Mr. Lei Fugui, Mr. Jin Zhigang, Mr. Yu Jianqing and Mr. Zheng Yi; the non-executive Director is Ms. Chen Shaohuan; and the independent non-executive Directors are Mr. Zhang Yizhao and Mr. Rao Yong.*

*All Directors jointly and severally accept full responsibility for accuracy of the information contained in this announcement and confirm, having made all reasonable enquiries, that to the best of their knowledge, opinions expressed in this announcement have been arrived at after due and careful consideration and there are no other facts not contained in this announcement, the omission of which would make any statement in this announcement misleading.*