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China Jicheng Holdings Limited
中國集成控股有限公司

(Incorporated in the Cayman Islands with limited liability)
(Stock Code: 1027)

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

The Board announces that with effect from 7 October 2016:

Mr. Chan resigned as an independent non-executive director and ceased to act as the chairman of the audit committee and a member of the remuneration committee and a member of the nomination committee of the Company; and Mr. Tso has been appointed as the independent non-executive director, the chairman of the audit committee and a member of the remuneration committee and a member of the nomination committee of the Company.

**RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTOR, CHAIRMAN OF
THE AUDIT COMMITTEE AND MEMBER OF THE REMUNERATION COMMITTEE
AND NOMINATION COMMITTEE**

The board of directors (the “**Board**”) of China Jicheng Holdings Limited (the “**Company**”) announces that in accordance with the Articles of Association of the Company, Mr. Chan Shiu Kwong, Stephen (“**Mr. Chan**”) resigned as an independent non-executive director and ceased to act as the chairman of the audit committee and a member of the remuneration committee and a member of the nomination committee of the Company with effect from 7 October 2016 due to his other business engagements. Mr. Chan confirmed that he has no disagreement with the Board and there are no other matters relating to his resignation which needs to be brought to the attention of the shareholders of the Company or The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”).

The Board would like to take this opportunity to express its sincere gratitude to Mr. Chan for his valuable contributions to the Company during his tenure of office.

APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR, CHAIRMAN OF THE AUDIT COMMITTEE AND MEMBER OF THE REMUNERATION COMMITTEE AND NOMINATION COMMITTEE

The Board is pleased to announce that Mr. Tso Sze Wai (“**Mr. Tso**”) has been appointed as an independent non-executive director, the chairman of the audit committee and a member of the remuneration committee and a member of the nomination committee of the Company with effect from 7 October 2016.

Mr. Tso, aged 46, holds a Bachelor degree in Commerce awarded by University of New South Wales, Australia and a postgraduate diploma in Computing in the University of Western Sydney, Australia. He is a member of the Hong Kong Institute of Certified Accountants. He has over 20 years of experience in accounting, corporate finance and corporate secretarial matters. He is currently the financial controller and company secretary of Green Energy Group Limited, a company listed on the Main Board of the Stock Exchange (Stock Code: 979). Prior to that, he had held senior management positions in a number of listed companies in Hong Kong and Singapore. In July 2015, Mr. Tso was appointed as an independent non-executive director of Hua Han Health Industry Holdings Limited, a company whose shares are listed on the Main Board of Stock Exchange (Stock Code: 587).

Mr. Tso is appointed for a term of one year from 7 October 2016 and he is subject to retirement by rotation and re-election in accordance with the Company’s articles of association. Mr. Tso will be entitled to receive a director fee to be determined by the Board and the remuneration committee of the Company with reference to his duties and responsibilities, his qualifications, experiences, the prevailing market conditions and the Company’s remuneration policy.

As at the date of this announcement, Mr. Tso 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 of the Laws of Hong Kong) and has no relationships with any directors, senior management, substantial shareholders, or controlling shareholders of the Company.

Save as disclosed in this announcement, the Board is not aware of any other information that are required to be disclosed pursuant to paragraphs (h) to (v) of Rules 13.51(2) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited or any other matters that need to be brought to the attention of the shareholders of the Company.

The Board would like to extend its warmest welcome to Mr. Tso to join the Board as independent non-executive Director.

**By order of the Board of
China Jicheng Holdings Limited
Huang Wenji
Chairman**

Hong Kong, 7 October 2016

As at the date of this announcement, the executive Directors are Huang Wenji, Chen Jieyou, Yang Guang, Lin Zhenshuang and Chung Kin Hung, Kenneth; and the independent non-executive Directors are Tso Sze Wai, Yang Xuetai and Lee Kit Ying, Winnie.