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## DIRECTORS AND SENIOR MANAGEMENT

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### DIRECTORS

Our Board consists of four executive Directors and three independent non-executive Directors. The following table sets forth certain information in respect of our Directors:—

<u>Name</u>	<u>Age</u>	<u>Position</u>
LIN Wenjian (林文建) . . . . .	40	Chairman, Chief Executive Officer and executive Director
Lin Mingxu (林明旭) . . . . .	38	Executive Director
LIN Wenzu (林文足) . . . . .	35	Executive Director
LI Yong (李勇) . . . . .	36	Executive Director
CHU Kin Wang, Peleus (朱健宏) . . . . .	45	Independent non-executive Director
HUANG Shanhe (黃山河) . . . . .	60	Independent non-executive Director
ZHU Guohe (朱國和) . . . . .	39	Independent non-executive Director

### Executive Directors

**Mr. LIN Wenjian (林文建)**, aged 40, is our Chairman, Chief Executive Officer and an executive Director. Mr. LIN was appointed on 21 April 2008 as a Director. Mr. LIN became a director and general manager of Xinwei (China) in 1998 responsible for its daily operation. In 2000, Mr. LIN acquired Xinwei (China) from an Independent Third Party and since then he is responsible for the overall business operations of Xinwei (China). Hence, with more than 20 years' experience, Mr. LIN has in-depth knowledge on the shoe/sportswear industry in China. In particular, Mr. LIN is experienced in the shoe production process, research and development of shoe products and the management of shoe manufacturing facilities. Prior to joining Xinwei (China) in 1998, Mr. LIN was a senior management of 泉州恆達製鞋有限公司(Quanzhou Hengda Shoes Manufacturing Company Limited\*) during 1988 to 1998 from which he gained working experience in the production process, design, trading and development and sales of shoes. Mr. LIN was awarded the “*Outstanding Entrepreneurship in Brand-building in China*” (中國品牌建設優秀企業家) in July 2007 by 中國國際名牌發展協會 (The China International Nameplate Development Association\*) and has been a standing council member of 福建省鞋業行業協會 (Fujian Shoe Industry Association\*) since 2004. Mr. LIN is now the Vice Chairman of 陳埭商業協會 (Chendai Business Association\*) and Vice Chairman of 晉江市慈善協會 (Jinjiang City Charity Association\*). Mr. LIN graduated from a three-year course on enterprise management held by the Adult Education College of Huaqiao University in 2002. Mr. LIN is the elder brother of Mr. LIN Mingxu and Mr. LIN Wenzu.

**Mr. LIN Mingxu (林明旭)**, aged 38, is our executive Director, our deputy general manager and the head of our procurement department responsible for the management and the procurement of raw materials for our production requirements. Mr. LIN Mingxu received his secondary school education in Jinjiang City during the period between 1986 and 1989. Mr. LIN Mingxu joined us in 1998 to be a director and deputy general manager of Xinwei (China) and was appointed as a Director on 21 April 2008. With over 18 years' experience in the shoe manufacturing industry, Mr. LIN Mingxu has extensive knowledge on each stage of the shoe production process including, procurement of raw materials, development, design and production. Prior to joining us, Mr. LIN Mingxu worked as the head of the design and

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development department and the purchase manager of 泉州恆達製鞋有限公司(Quanzhou Hengda Shoes Manufacturing Company Limited\*) for over 10 years responsible for product design and development, sourcing and selecting raw materials for production of shoes. Mr. LIN Mingxu is a younger brother of Mr. LIN and the elder brother of Mr. LIN Wenzu.

**Mr. LIN Wenzu (林文足)**, aged 35, is our executive Director, our deputy general manager and the head of our Export ODM Business. Mr. LIN Wenzu received his secondary school education in Jinjiang City during the period between 1987 and 1990. Mr. LIN Wenzu became a deputy general manager of Xinwei (China) in 1998 and was appointed as a Director on 21 April 2008. Mr. LIN Wenzu is responsible for overseeing all matters in relation to our Export ODM Business. Mr. LIN Wenzu has over 16 years of experience in design, development and sales of shoes, and has over 10 years of experience in the export business. During 1990 to 1992, Mr. LIN Wenzu worked as an export trading officer of 鑫達盛鞋服貿易公司 (Xin Da Fu Shoes and Apparel Trading Company\*) responsible for the export business of sports shoes and apparel items to countries in South America. From 1992 to 1998, Mr. LIN Wenzu worked as an export manager of 泉州恆達製鞋有限公司(Quanzhou Hengda Shoes Manufacturing Company Limited\*) responsible for export of sports shoes to countries in America and Europe. Mr. LIN Wenzu is the Vice Chairman of 晉江市青年商業協會 (Jinjiang City Youth Business Association\*). Mr. LIN Wenzu is a younger brother of Mr. LIN and Mr. LIN Mingxu.

**Mr. LI Yong (李勇)**, aged 36, is our executive Director and the head of our sales and marketing department for the *Flyke* products. Mr. LI has been with us since 2000 and was appointed as a Director on 28 October 2009. Mr. LI is responsible for the positioning and formulation of the development plan for the *Flyke* brand and oversees the sales and marketing department. Mr. LI has over 17 years of experience in marketing and sales. Prior to joining us, Mr. LI had worked in other shoe companies including 溫州時代集團有限公司 (Wenzhou Times Group Company Limited\*) and 浙江紅蜻蜓鞋業股份有限公司 (Zhejiang Red Dragonfly Shoes Stock Company Limited\*) responsible for marketing and sales. Mr. LI graduated from a two-year course on history held by Hangzhou University in 1992.

### Independent non-executive Directors

**Mr. CHU Kin Wang, Peleus (朱健宏)**, aged 45, is our independent non-executive Director since 24 February 2010. Mr. CHU is also the chairman of the audit committee of the Board. Mr. CHU has over 20 years of experience in corporate finance, audit, accounting and taxation. Mr. CHU is the company secretary of Hong Long Holdings Limited, a company listed on the Main Board of the Stock Exchange (Stock Code: 1383), responsible for corporate finance, financial reporting and compliance and company secretarial matters. Mr. CHU is also an executive director of Chinese People Holdings Company Limited (中民控股有限公司) (stock code: 681), and an independent non-executive director of Eyang Holdings (Group) Co., Limited (宇陽控股 (集團) 有限公司) (stock code: 117), Bright Prosperous Holdings Limited (晉盈控股有限公司) (stock code: 723), and Huayu Expressway Group Limited (華昱高速集團有限公司) (stock code: 01823), all are companies listed on the Main Board of the Stock Exchange. During the period from September 2005 to March 2007 Mr. CHU was the executive director of Mastermind Capital Limited (慧德投資有限公司), during the relevant period known as Haywood Investments Limited, a company listed on the Main Board of the Stock Exchange (stock code: 905). Mr. CHU graduated from The University of Hong Kong with a Master

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Degree in Business Administration in 1998. Mr. CHU is a fellow member of the Hong Kong Institute of Certified Public Accountants and the Association of Chartered Certified Accountants. Mr. CHU is also an associate member of both the Institute of Chartered Secretaries and Administrators and the Hong Kong Institute of Company Secretaries.

**Mr. ZHU Guohe (朱國和)**, aged 39, is our independent non-executive Director since 24 February 2010. Mr. ZHU is also a member of the audit committee, remuneration committee and nomination committee of our Board. Mr. ZHU graduated from the Huaqiao University (國立華僑大學) in 1994 with a bachelor's degree in electrical technology. Mr. ZHU has over 14 years of experience in advertising, and is experienced in managing brands of certain industries including sports equipment. Mr. ZHU is now the owner and general manager of several advertising companies in Fujian Province. Mr. ZHU was accredited as “*China's Sports Brands Strategy Experts*” (中國體育策劃專家) in 2005 and “*China's Outstanding Sports Brand Strategic Expert*” (中國傑出運動品牌策劃專家) in 2008. Mr. ZHU is now the special lecturer of the Humanities College of Quanzhou Normal University (泉州師範學院). Since August 2009, Mr. ZHU has been an independent non-executive director of Xi De Lang Holdings Ltd., a company listed on Bursa Malaysia.

**Mr. HUANG Shanhe (黃山河)**, aged 60, is our independent non-executive Director since 24 February 2010. Mr. HUANG is also the chairperson of the remuneration committee and nomination committee of our Board and a member of the audit committee of our Board. Mr. HUANG obtained a bachelor's degree in economics from Xiamen University in 1982 and a master's degree in world economics from Xiamen University in 1984. In 2000, Mr. HUANG completed a diploma course in computer information systems from Langara College of Canada. Mr. HUANG was a visiting scholar (訪問學者) at the Institute of East Asian Studies of University of California at Berkeley of the United States from 1991 to 1993. Mr. HUANG has been the editor of a magazine “*Economic Issues in China*” (中國經濟問題), the Chief Technology Officer of Domino Computer, a U.S. company, and a consultant of Ding Sheng (Xiamen) Computer Systems Co. Ltd. (鼎盛(廈門)電腦系統有限公司). From 2004, Mr. HUANG has been an information technology consultant of Xiamen Huaxia College (廈門華夏學院). Mr. HUANG became a professor of electronic commerce at Jiageng College (嘉庚學院) of Xiamen University in 2006 and became the department head of electronic commerce in 2009.

Further information on the terms of appointment is set forth in the paragraphs under “Further Information About our Directors and Substantial Shareholders — 2. Particulars of our Directors' service contracts and appointment letters with our independent non-executive Directors” in Appendix VI to this prospectus.

Save as disclosed above, there is no other information in respect of our Directors to be disclosed pursuant to Rules 13.51(2) of the Listing Rules and there is no other matter that needs to be brought to the attention of our Shareholders.

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### SENIOR MANAGEMENT

The following table sets forth certain information in respect of our senior management team:—

<u>Name</u>	<u>Age</u>	<u>Position</u>
CHIM Kam Pang (詹金鵬) . . . . .	32	Chief Financial Officer and company secretary of our Company
CHEN Wenshan (陳文山) . . . . .	48	Finance Manager
FANG Qing (方清) . . . . .	29	Assistant to the Head of sales and marketing for the <i>Flyke</i> products
HU Deming (胡德明) . . . . .	33	Head of the production department
LIN Dehuo (林德火) . . . . .	41	Head of the product design and development department
LIN Zhiming (林志明) . . . . .	45	Assistant to the Chairman
XIE Wubin (謝武斌) . . . . .	35	Head of the administration department and assistant to the Chairman

#### Our chief financial officer and company secretary

**Mr. CHIM Kam Pang (詹金鵬)**, aged 32, is our Chief Financial Officer and company secretary and one of our authorised representatives. Mr. CHIM has over six years of experience in auditing including auditing and internal control reviews for various companies listed on the Stock Exchange. Mr. CHIM graduated from Lingnan University and obtained a bachelor's degree in business administration in 2003. Mr. CHIM is also a member of the Association of Chartered Certified Accountants and the Hong Kong Institute of Certified Public Accountants. Prior to joining us in August 2009, Mr. CHIM worked for various accounting firms in Hong Kong, including Lo and Kwong C.P.A. Company Limited and SHINEWING (HK) CPA Limited.

#### Other senior management

**Mr. CHEN Wenshan (陳文山)**, aged 48, is our finance manager and joined our Group in 2008. Mr. CHEN is responsible for overseeing our financial management. Mr. CHEN graduated from a three-year course on finance accounting held by the Wuhan University in 1996. Mr. CHEN has over 20 years of experience in finance and accounting. Prior to joining us, Mr. CHEN has worked in various companies in Fujian Province, China as finance manager and financial controller.

**Mr. FANG Qing (方清)**, aged 29, is the assistant to the head of sales and marketing for the *Flyke* products and joined our Group in 2005. Mr. FANG is responsible for conducting research and analyzing market data on industry trends, as well as implementing our Group's marketing campaigns and promotions. Mr. FANG graduated from a four-year course on computer science and technology held by the South West Jiaotong University, China in 2002. Prior to joining us, Mr. FANG worked in an information technology company as manager and

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the department head of network security, responsible for the development, sales and management of a network and information security project. Mr. FANG has also been a lecturer of 福建省信息產業廳 (Fujian Province Information Technology Bureau\*).

**Mr. HU Deming** (胡德明), aged 33, is the head of our production department. Mr. HU joined us in 2009. Mr. HU is responsible for overseeing and managing our production processes including quality control, product inspection and formulating and scheduling our production plans to meet customers' demands. Mr. HU is also involved in various cost control analyses for our production processes and training of our employees in various areas of the production process. Mr. HU has over 10 years of experience in shoe production and was a member of the senior management team of a shoe manufacturing company prior to joining us. Mr. HU graduated from ShangRao Normal University in 1999 majoring in administrative management.

**Mr. LIN Dehuo** (林德火), aged 41, is the head of our product design and development department. Mr. LIN Dehuo joined us in 1998. Mr. LIN Dehuo is responsible for overseeing the design and development of new products and has extensive experience in the production process, material utilization and research and development. Mr. LIN Dehuo received his secondary school education in Jinjiang City during the period between 1983 and 1986. Prior to joining us, Mr. LIN Dehuo worked in various shoe companies as senior management and has over 20 years of industry experience.

**Mr. LIN Zhiming** (林志明), aged 45, is the assistant to our Chairman. Mr. LIN Zhiming joined us in 2000. Mr. LIN Zhiming is responsible for assisting our Chairman in his daily work and liaising with government agencies. Mr. LIN Zhiming received his secondary school education in Jinjiang City during the period between 1977 and 1980. Mr. LIN Zhiming has over 20 years of experience in the shoe industry. From 1980 to 2000, Mr. LIN Zhiming operated his own shoe company.

**Mr. XIE Wubin** (謝武斌), aged 35, is the head of our administration department and assistant to our chairman. Mr. XIE joined us in 2007, and is responsible for assisting our Chairman in his daily work, formulating work plans for our Group, and general administrative and human resources matters of our Group. Mr. XIE obtained a bachelor's degree in physics from Xiamen University in 1999 and a master's degree in industrial economics from Xiamen University in 2007. During 1999 to 2001, Mr. XIE worked in the research and development department of a company in Xiamen focusing on the development of digital microscopes. During 2001 to 2007, Mr. XIE worked for a company in Ningbo, Zhejiang Province, initially as project manager leading the research and development of digital microscopes, and later as assistant to the general manager.

### BOARD COMMITTEES

#### Audit committee

Pursuant to Rule 3.21 of the Listing Rules, an audit committee was established by our Board on 24 February 2010 with written terms of reference in compliance with the Code of Corporate Governance Practices as set out in Appendix 14 to the Listing Rules. The primary duties of the audit committee are to review and supervise our Group's financial reporting

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process and internal control system. The audit committee comprises the three independent non-executive Directors, namely Mr. CHU Kin Wang, Peleus, Mr. HUANG Shanhe and Mr. ZHU Guohe. Mr. CHU Kin Wang, Peleus is the chairperson of the audit committee.

### **Remuneration committee**

We established the remuneration committee on 24 February 2010 with written terms of reference in compliance with the Code of Corporate Governance Practices as set out in Appendix 14 to the Listing Rules. The primary duties of the remuneration committee are to make recommendations to our Board on the remuneration policies and structure of the remuneration for our Directors and senior management and to set up a formal and transparent procedure for determination of such remuneration policies. The remuneration committee comprises two independent non-executive Directors, namely Mr. HUANG Shanhe and Mr. ZHU Guohe, and one executive Director, namely Mr. LI Yong. Mr. HUANG Shanhe is the chairperson of the remuneration committee.

### **Nomination committee**

We established the nomination committee on 24 February 2010 with written terms of reference in compliance with the Code of Corporate Governance Practices as set out in Appendix 14 to the Listing Rules. The primary duty of the nomination committee is to make recommendations to our Board on the appointment of Directors and senior management. The nomination committee comprises the two independent non-executive Directors namely, Mr. HUANG Shanhe and Mr. ZHU Guohe and one executive Director, namely Mr. LIN Wenzu. Mr. HUANG Shanhe is the chairperson of the nomination committee.

## **DIRECTORS' REMUNERATION**

During the Track Record Period, the aggregate amount of fees, salaries, housing allowances, other allowances, benefits in kind (including contribution to the pension scheme on behalf of our Directors) or any bonuses paid by our Group to our Directors for the three years ended 31 December 2008 and the nine months ended 30 September 2009 were approximately RMB153,000, RMB174,000, RMB202,000 and RMB397,000, respectively.

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

In addition to the fees, salaries, allowances, benefits in kind or bonuses, our Company has adopted the Share Option Scheme pursuant to which our Directors may be entitled to the options that may be granted thereunder.

During the Track Record Period, no remuneration was paid by our Group to, or receivable by, our Directors or the five largest paid individuals as an inducement to join or upon joining us. No compensation was paid by our Group to, or receivable by, our Directors, past Directors 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 Group.

None of our Directors waived any emoluments for any of the last three years.

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Save as disclosed above, no other payments have been paid, or are payable, by our Company or any of our subsidiaries to our Directors and the five highest paid individuals during the Track Record Period.

The aggregate remuneration of our Directors incurred in respect of the nine months ended 30 September 2009 was approximately RMB397,000 and the aggregate remuneration of our Directors payable in respect of the three months ended 31 December 2009 was estimated to be approximately RMB300,000.

Under the arrangements currently in force, the aggregate remuneration of our Directors payable in respect of the year ending 31 December 2010 is estimated to be approximately RMB1.74 million.

### SHARE OPTION SCHEME

We have conditionally adopted the Share Option Scheme. Further information on the Share Option Scheme is set forth in the paragraphs under “Share Option Scheme” in Appendix VI to this prospectus.

### EMPLOYEES' BENEFITS

Our subsidiaries established in China participate in a pension contribution plan, work-related injury insurance plan, unemployment insurance plan and medical insurance plan for our employees in China. The total staff cost including our Directors' emoluments for the three years ended 31 December 2008 and the nine months ended 30 September 2009 were approximately RMB19.5 million, RMB20.6 million, RMB53.9 million and RMB54.5 million, respectively.

### COMPLIANCE ADVISER

We intend to appoint China Everbright as our compliance adviser pursuant to Rule 3A.19 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 business activities, developments or results of operation deviate from any forecast, estimate or other information in this prospectus; and
- (d) where the Stock Exchange makes an inquiry of our Company regarding unusual movements in the price or trading volume of our Shares.

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 Listing.