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## DIRECTORS AND SENIOR MANAGEMENT

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### DIRECTORS

Our Board is responsible and has general powers for the management and conduct of our business. The table below shows certain information in respect of the members of our Board:

Name	Age	Position
Dong Li (董李).....	44	Chairman, Executive Director and Chief Executive Officer
Zhao Huan (趙歡).....	34	Executive Director and Vice President
Philip Armstrong Noznesky.....	70	Executive Director
An Wenbin (安文彬).....	70	Independent Non-executive Director
Cao Yixiong Alan (曹亦雄).....	42	Independent Non-executive Director
Liu Yangsheng (劉陽生).....	63	Independent Non-executive Director

#### *Executive Directors*

**Dong Li (董李)**, aged 44, is an executive Director and our chief executive officer, chairman and founder. He was appointed as our Director on April 27, 2010, the date of the incorporation of our Company. He is also a director and legal representative of Anhui Leoch Power, Xining Leoch, Shenzhen Leoch Battery, Anhui Leoch Battery, Dongguan Leoch and Shenzhen Leoch and a director of Leoch Power Supply, Leoch Battery Pte, Honour Label, Peak Year, Leoch Battery Company and Sheldon. Mr. Dong graduated from Northwest Textile University of Science and Technology, the predecessor of Xi'an Polytechnic University, in 1988 with a bachelor's degree in engineering and Xi'an International Studies College, the predecessor of Xi'an International Studies University, in 1990 with a bachelor of arts degree. From 1988 to 1998, Mr. Dong was an lecturer in English in Northwest Textile University of Science and Technology. Starting in 1991, Mr. Dong began to spend a portion of his time on commercial activities while remaining a part-time lecturer in Northwest Textile University of Science and Technology. From 1994, he began to assist the sales and marketing of a battery sales company. Recognizing the growth potential of the lead-acid battery industry, in 1999, Mr. Dong ceased to be a lecturer and founded Shenzhen Leoch to fully concentrate on the battery business, and has worked for our Group since then. Mr. Dong has over 10 years of experience in the battery industry. He led our development and application for over 20 patent rights relating to batteries. Contributing to his business experience and social participation, he received various recognitions and honours in the past including Outstanding China Non-governmental Entrepreneur (中國優秀民營科技企業家), Rising Star Entrepreneur of Shenzhen (深圳「創業新星」), Honorary Citizen (榮譽市民) of Zhaoqing City in China and Texas in the United States, and also holds social positions including Committee Member of the Youth Committee of All-China Federation of Returned Overseas Chinese (中國僑聯青年委員會委員), Council Member of China Society For Promotion of the Guangcai Program (中國光彩事業促進會理事), Member of the Commercial Council of the All-China Federation of Industry & Commerce (中華全國工商聯直屬會員), Vice Chairman of Guangdong Commercial Chamber of High-Technology Estate (廣東高科技產業商會副會長), Honorary Chairman of the Chinese CEO Organization (美國美中工商協會名譽會長) and Executive Vice President of the Southern California Overseas Chinese Association (美國南加州華人華僑聯合總會常務副會長). Mr. Dong is a Controlling Shareholder of our Company. For details of the relationship between Mr. Dong and our Company, please see the section titled "Relationship with the Controlling Shareholders".

**Zhao Huan (趙歡)**, aged 34, is an executive Director and vice president in charge of international sales, administration, human resources and treasury of our Company, as well as the global promotion of our products. She was appointed as our Director on June 11, 2010. Ms. Zhao graduated from Guangdong Economics Management Cadre College specializing in finance in 1996 and from the University of Hertfordshire in the UK in 2004 with a master of arts degree in international business. She has over six years of experience in international sales. Ms. Zhao first joined our Company in 2004 as a foreign trade clerk. She was subsequently promoted to foreign trade manager, deputy general manager of foreign trade department and finally to her current position, in which her responsibilities focus more on the overall management and strategic development of our sales and marketing.

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**Philip Armstrong Noznesky**, aged 70, is an executive Director of our Company and sales president of Leoch Battery Corp. Mr. Noznesky was appointed as our Director on June 11, 2010. He is also the sales president of Leoch Battery Corp. Mr. Noznesky graduated from Xavier University in 1962 with a bachelor's degree in sciences and obtained a master of arts degree in Russian History from Georgetown University in 1965. He joined us in 2007 as sales president of Leoch Battery Corp. in charge of the sales of our products in the U.S. market. Before joining us, Mr. Noznesky had been in the management of other companies in the battery industry, including Energy Battery Group, Accumuladores Mexicanas, GNB Inc. and General Battery Corp. He has over 40 years of experience in sales of battery in the U.S. market.

### *Independent Non-executive Directors*

**An Wenbin** (安文彬), aged 70, was appointed as our independent non-executive Director on October 14, 2010. Mr. An graduated from Zhongshan University, Guangzhou, China with a bachelor's degree in English language and literature in 1963. In 1965, he obtained a master degree in English from Beijing Foreign Languages University. He was appointed as a diplomat to the Chinese Embassy in Canada between 1978 and 1986 and between 1990 and 1994, part of which periods he served as a Ambassador and Consulate General of the PRC. In 1987, he headed the delegation to set up the Chinese Consulate General Office in Los Angeles, California, and served as the Deputy Counsel General and later the Counsel General at the office for the next seven years. In 1995, he was the Chief of Protocol for the 4th World Women Conference, Beijing, China. From 1995 to 1997, Mr. An served as the Director General of Protocol Department of the Ministry of Foreign Affairs of PRC, during which he was the Chief of Protocol Director for Hong Kong's Sovereignty Return to China Grand Ceremony. In 2001, he was the Chief of Protocol Coordinator for APEC, Shanghai, China. As the Chief Protocol and before his retirement in 2002, Mr. An arranged for and accompanied Chinese leaders, including President Jiang Zemin, Premier Li Peng and Premier Zhu Rongji, in their visits to more than 30 countries, including the United States, France, Germany and Russia.

**Cao Yixiong Alan** (曹亦雄), aged 42, was appointed as our independent non-executive Director on October 14, 2010. Mr. Cao holds a bachelor's degree in accounting from Sonoma State University and an MBA degree from the Anderson School of the University of California, Los Angeles. He worked at the auditing department of Coopers & Lybrand between 1993 and 1996, and obtained his CPA license (California, United States) in 1996. From 1997 to 2002, he worked at J.P. Morgan and Merrill Lynch in their respective private banking divisions. Since 2002, he has been the executive director of Etech Capital, a subsidiary of Etech Securities, Inc., responsible for its Greater China private equity advisory business. He is also currently the chief executive officer, director and founding partner of Shanghai Great Wall Etech Capital Management Company, a joint venture between China Great Wall Asset Management Company, one of the largest Chinese asset management companies, and Etech Group. Mr. Cao is also currently the chairman of the board of supervisors of Chongqing Tongli Heavy Machinery Company.

**Liu Yangsheng** (劉陽生), aged 63, was appointed as our independent non-executive Director on October 14, 2010. Mr. Liu studied wireless communications at Beijing College of Posts and Telecommunications, the predecessor of Beijing University of Posts and Telecommunications, from 1965 to 1970. After that, he worked at Beijing College of Posts and Telecommunications for more than 10 years until 1984. Mr. Liu joined the Ministry of Posts and Telecommunications, the predecessor of Ministry of Industry and Information Technology, in 1984, and served as the director of the cadre members department and director of the human resources department. Mr. Liu retired from the Ministry of Information Industry, the predecessor of Ministry of Industry and Information Technology, in 2007. Ministry of Industry and Information Technology is responsible for the overall management such as promulgation of industry policies and strategies, implementation of laws and regulations, and assessment for approvals and permits of the telecommunication industry in the PRC which covers aspects of telecommunication equipment such as telecommunication batteries. Therefore, during his time with Ministry of Industry and Information Technology and its predecessor, Mr. Liu had the experience in

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working in the telecommunication battery area. Mr. Liu is now the chairman of Cosmos Posts & Telecommunications International Leasing Co., Ltd. (環宇郵電國際租賃有限公司) and a supervisor of Viton Wireless Technology AG, a company listed on the Frankfurt Stock Exchange (stock code: CHEN99).

Except as disclosed in this prospectus, and except for his/her interest in our business, none of our Directors or any of their respective associates have any business or any interest in any business (excluding our business) which competes with or is likely to be in competition with our business.

### SENIOR MANAGEMENT

The table below sets forth information regarding our senior management:

Name	Age	Position
Dong Li (董李) .....	44	Chief Executive Officer
Zhao Huan (趙歡).....	34	Vice President
Philip Armstrong Noznesky .....	70	Sales President of Leoch Battery Corp.
Liu Shuen Kong (廖船江) .....	38	Chief Financial Officer and Company Secretary
Qian Guanghong (錢廣宏) .....	37	Vice President
Hong Yu (洪渝).....	39	Vice President
Xiong Zhenglin (熊正林).....	40	Vice President
Li Yujiu (李逾九) .....	59	Vice President
Peng Xiaomeng (彭小勳) .....	34	Vice President

**Dong Li (董李)**, aged 44, is our chief executive officer. Mr. Dong's biographical details are set out above under the sub-section titled "Directors—Executive Directors".

**Zhao Huan (趙歡)**, aged 34, is our vice president in international sales, administration, human resources and treasury. Ms. Zhao's biographical details are set out above under the sub-section titled "Directors—Executive Directors".

**Philip Armstrong Noznesky**, aged 70, is the sales president of Leoch Battery Corp. Mr. Noznesky's biographical details are set out above under the sub-section titled "Directors—Executive Directors".

**Liu Shuen Kong (廖船江)**, aged 38, is our chief financial officer and our company secretary. Mr. Liu joined our Company in October 2010. He graduated from RMIT University of Australia with a bachelor's degree in accounting and a master's degree in accounting in 1996 and 2002, respectively. He further obtained a master's degree in business administration from Deakin University of Australia in 2004. Mr. Liu has more than ten years of experience in accounting, auditing and management and has worked at KPMG since 1996 as a manager, senior manager and supervisor. From 1996 to 1999, he worked in the audit department of the Hong Kong office of KPMG. From 1999 to 2010, he worked in the financial advisory service department of the Guangzhou office and Shenzhen office of KPMG. Mr. Liu is a qualified accountant of CPA Australia and Hong Kong Institute of Certified Public Accountants.

**Qian Guanghong (錢廣宏)**, aged 37, is our vice president of production. He studied management at Tsinghua University in 2004 and electrochemistry at Harbin Industrial University in 2006. Mr. Qian joined our Company upon its establishment in 1999 and has over 10 years of experience in the production of batteries. Mr. Qian began his career at our Group as a head of factory, and was subsequently promoted to general manager and vice president of production. He is experienced in the production technology and process of various kinds of rechargeable batteries. He established our ISO14000, TS16949 and precision production management system and promoted its application. He is in charge of the production plans at our production facilities and the procurement and certification of key production equipment. In December 2008, Mr. Qian was appointed by the China Electrotechnical Society as a committee member of the First Lead Acid Reserve Power Battery Expert Committee from 2008 until 2012.

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**Hong Yu** (洪渝), aged 39, is our vice president in purchasing. Ms. Hong graduated from Northwest Textile University for Science and Technology, the predecessor of Xi'an Polytechnic University, in 1994 majoring in textiles engineering and minoring in international economics and sales. Ms. Hong has over 10 years of management and operational experience. From 1994 to 2000, she worked at Xi'an Oumei Handicrafts Co. Ltd (西安歐美工藝品有限公司) as the manager of the foreign trade department. Ms. Hong joined our Group in 2000 as a salesperson, and was subsequently promoted to the manager of the foreign trade department and deputy general manager of the foreign trade department. From 2000 to 2005, Ms. Hong was in charge of our foreign trade department. She was appointed the vice president of our Company in 2005 in charge of our purchasing department.

**Xiong Zhenglin** (熊正林), aged 40, is our vice president in charge of engineering and technical development. Mr. Xiong graduated from Xiang Tan University in 1994 majoring in industrial chemistry. After graduation, he worked in Hunan Zhuzhou Motorbike Factory (湖南株州摩托車廠) as a technician until 1997. Between 1997 and 1999, Mr. Xiong worked as a technical engineer at Guangdong Tangqian Xinli Battery Limited, which is the production base of GS Yuasa Corporation in the PRC. Mr. Xiong joined our Group in 1999, and has over 10 years of experience in the management of battery technology, quality control and equipment. Mr. Xiong joined our Group as a quality control manager, and was subsequently promoted to be our chief engineer, and finally his current position. Mr. Xiong is the joint inventor of eight patent rights relating to batteries. Mr. Xiong is also a part-time graduate student advisor at School of Chemistry & Environment, South China Normal University, a member of the First Session of Lead-acid Battery Committee (第一屆鉛酸蓄電池專業委員會委員) of China Electrotechnical Society, a member of the Standardization Committee of the People's Republic of China and has participated in the drafting of several national standards for lead-acid battery industry.

**Li Yujiu** (李渝九), aged 59, is our vice president in domestic sales. Mr. Li graduated from Beijing University of Posts and Telecommunication in 1980, majoring in physics. Mr. Li has worked as the deputy station master of Beijing Materials Supply Station of the Armed Police Headquarter (武警總部北京物質供應站) in charge for procurement. Mr. Li has almost 20 years of management and sales experience in the area of telecommunication equipment. Mr. Li joined our Group in 2005 as a deputy general manager. He was appointed as our vice president in domestic sales in 2006, in charge of domestic sales. He also provides support to industry analysis and operational strategy.

**Peng Xiaomeng** (彭小勳), aged 34, is our vice president in charge of external technical exchange. Mr. Peng graduated from China Nankai University in 1999 with a bachelor's degree in physics and electronics and obtained a master's degree in natural science from Louisiana State University in 2004. After graduation, he remained at Louisiana State University as an assistant lecturer until 2006. Mr. Peng joined our Group in 2006 as an engineer and was promoted to his current position in 2010. Mr. Peng is the brother-in-law of Mr. Dong.

### COMPANY SECRETARY

**Liu Shuen Kong** (廖船江), aged 38, is our chief financial officer and our company secretary. Mr. Liu's biographical details are set out above under the sub-section titled "Senior Management".

### BOARD COMMITTEES

#### *Audit Committee*

We established an audit committee on October 14, 2010 with effect from the Listing with written terms of reference in compliance with the Listing Rules. The primary duties of the audit committee are, among other things, to review and supervise our financial reporting process and internal control systems.

The audit committee comprises three members, namely, Cao Yixiong Alan, An Wenbin and Liu Yangsheng. They are all independent non-executive Directors. The audit committee is chaired by Cao Yixiong Alan.

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### *Remuneration Committee*

We established a remuneration committee on October 14, 2010 with effect from the Listing. The primary duties of the remuneration committee are to evaluate and make recommendations to our Board regarding the compensation of the chief executive officer and other executive Directors. In addition, the remuneration committee conducts reviews of the performance, and determines the compensation structure of our senior management.

The current members of the remuneration committee are Mr. Dong, An Wenbin and Cao Yixiong Alan. The remuneration committee is chaired by Mr. Dong.

### *Nomination Committee*

We established a nomination committee on October 14, 2010 with effect from the Listing to make recommendations to our Board regarding candidates to fill vacancies on our Board.

The current members of the nomination committee are Mr. Dong, An Wenbin and Liu Yangsheng. The nomination committee is chaired by Mr. Dong.

## COMPENSATION OF DIRECTORS AND SENIOR MANAGEMENT

Our remuneration policies are formulated based on qualifications, years of experiences and the performance of individual employees and are reviewed regularly. The same policies will be maintained after Listing Date.

The aggregate amount of compensation (including any salaries, fees, discretionary bonuses and other allowances and benefits in kind) paid by us during the years ended December 31, 2007, 2008 and 2009 and the six months ended June 30, 2010, to those persons who have been or are our Directors, was approximately RMB0.3 million, RMB1.5 million, RMB1.6 million and RMB1.0 million, respectively.

It is estimated that remuneration (excluding discretionary bonus) and benefits in kind equivalent to approximately RMB1.7 million in aggregate will be paid and granted to our Directors by us in the year ending December 31, 2010 under arrangements in force as of the date of this prospectus.

An analysis of the five highest paid individuals within our Company during the Track Record Period is as follows:

	Year ended December 31,			Six months ended June 30,
	2007	2008	2009	2010
<b>Number of employees</b>				
Directors .....	1	1	2	2
Non-director employees .....	4	4	3	3
	<u>5</u>	<u>5</u>	<u>5</u>	<u>5</u>

Details of the remuneration of the above non-director, highest paid individuals are as follows:

	Year ended December 31,			Six months ended June 30,
	2007	2008	2009	2010
	(RMB in thousands)			
Salaries, allowances and benefits in kind ..	772	970	957	666
Performance related bonuses .....	–	–	–	–
Equity-settled share option expense .....	–	–	–	134
Retirement benefit scheme contributions...	14	8	5	6
	<u>786</u>	<u>978</u>	<u>962</u>	<u>806</u>

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During the Track Record Period, no highest paid individuals waived or agreed to waive any emoluments and no emoluments were paid by our Company to the non-director highest paid individuals as an inducement to join or upon joining our Company, or as compensation for loss of office.

### PRE-IPO SHARE OPTION SCHEME

In order to assist us in attracting, retaining and motivating our key employees and senior management, we adopted a Pre-IPO Share Option Scheme on May 25, 2010, details of which are set out in “Statutory and General Information—Pre-IPO Share Option Scheme” to this prospectus.

### SHARE OPTION SCHEME

We have conditionally adopted the Share Option Scheme. A summary of the principal terms of the Share Option Scheme is set out in Appendix VII titled titled “Statutory and General Information—Share Option Scheme” to this prospectus.

### MANAGEMENT PRESENCE IN HONG KONG

Since our operations are managed and conducted principally in the PRC and no business activity is carried out or managed in Hong Kong, and two of our executive Directors ordinarily reside in the PRC while the remaining executive Director ordinarily resides in the United States, we consider that it would be practically difficult and commercially unnecessary for us to either relocate two executive Directors to Hong Kong or to appoint two additional executive Directors who are Hong Kong residents. We do not have, and do not contemplate in the foreseeable future that we will have sufficient management presence in Hong Kong for the purposes of satisfying the requirement under Rule 8.12 of the Listing Rules.

In this regard, the Stock Exchange has granted a waiver to our Company from strict compliance with the requirements under Rule 8.12 of the Listing Rules. For details, please refer to the section headed “Waivers from Compliance with the Listing Rules and the Companies Ordinance” in this prospectus.

### COMPLIANCE ADVISER

In addition, we will appoint Guotai Junan Capital Limited 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 under the following circumstances:

- before the publication of any regulatory announcement, circular or financial report;
- where a transaction, which might be a notifiable or connected transaction, is contemplated, including share issues and share repurchases;
- 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 deviate from any forecast, estimate or other information in this prospectus; and
- where the Stock Exchange makes an inquiry of us 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 distribute our annual report of our financial results for the first full financial year commencing after the Listing Date and such appointment may be extended by mutual agreement.