
DIRECTORS, SENIOR MANAGEMENT AND EMPLOYEES

DIRECTORS

Executive Directors

Mr. Li Zhenhui (李振輝), aged 51, a founder of our Group, is the chairman, chief executive officer and an executive Director of our Company. Mr. Li is mainly responsible for the overall management, strategic planning and business development of our Group. Mr. Li has over 16 years of experience in personal care products industry of China gained from his work in our Group. Mr. Li founded the children care products brand of “青蛙王子 (Frog Prince)” in 1999 and has focused his efforts on developing children care products since then. Mr. Li was the vice president of “Brand Alliances” of the 14th and 15th China Beauty Expo (Shanghai CBE) (第14、15屆中國美容博覽會(上海CBE) [品牌聯盟] 副主席). Mr. Li was appointed as the president of Fujian Daily Chemicals Import and Export Association (福建省日用化學品進出口商會) in June 2010. Mr. Li has also been recognised with several awards and recognitions, including “Exceptional Entrepreneur” (功勳企業家) of China beauty chemicals in 2004 and “Ten New Economic Hero of West-Straits” (十大海西新經濟英雄) by Straits City Daily (海峽都市報) in January 2010. Mr. Li attended the EMBA program of the Finance and Securities Research Institute of the Central University of Finance and Economics (中央財大金融證券研究所EMBA), a long distance training course, and received a diploma in 2004. He also received a senior economist certificate as approved by Fujian provincial Personnel Department (福建省人事廳) in 2007.

Mr. Xie Jinling (謝金玲), aged 52, a founder of our Group, is an executive Director and a vice general manager of our Company. Mr. Xie has over 16 years of experience in personal care products industry of China gained from his work in our Group. He is mainly responsible for production management of our Group, including procurement and production. He received a high school diploma in 1976.

Mr. Ge Xiaohua (葛曉華), aged 41, is an executive Director and a vice general manager of our Company. Mr. Ge has over 10 years of experience in the domestic sales and marketing and has played a key role in the marketing and brand development of our Company. He joined our Group in January 2002 and is responsible for our domestic marketing and sales. Prior to joining our Group, he worked for Nanjing Phosphate Fertilizer Factory (南靖磷肥廠) from March 1991 to August 1997, for Fujian Fulong Biological Products Co., Ltd. (福建福龍生物制品有限公司) from September 1997 to February 1999 and for Zhangzhou Ge Laiya Cosmetics Co., Ltd. (漳州格萊雅化妝品有限公司) as a manager from March 1999 to December 2001. He received a diploma in chemical technology from Fujian Chemical School (福建化工學校) in 1988 and a diploma in economic management from the Correspondence School of Party School of the Central Committee of C.P.C. (中共中央黨校函授學院) in 1997. He also received an assistant engineer certificate approved by Zhangzhou Bureau of Personnel (漳州市人事局) in 1994.

Mr. Huang Xinwen (黃新文), aged 44, is an executive Director and a vice general manager of our Company. Mr. Huang has about seven years of experience in the international sales and marketing and has played a crucial role in the strategic development and international brand marketing of our Company. He joined our Group on 8 May 1995 as a part time manager of the equipment division and formally joined our Group as a full-time manager of the equipment division in March 2003. In August 2004, he was appointed as the manager of the international trade department of our Group, and was appointed as the vice general manager of our Group in October 2006 responsible for our Group’s international trade. Prior to joining our Group, he once served at the production department of an aluminum container company in Zhangzhou City, Fujian Province. He received a diploma in light industry machinery from Longxi Area Technical School (龍溪地區工業學校) in 1986.

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Ms. Hong Fang (洪芳), aged 34, is an executive Director, the chief financial officer and one of the joint company secretaries of our Company. Ms. Hong has over 11 years of experience in auditing, accounting, financial control and financial management. She joined our Company in March 2010 and is responsible for the overall financial, accounting and secretarial affairs of our Group. Prior to joining our Company, she served as an accountant and an assistant manager with KPMG in Beijing from August 1999 to March 2004. From March 2004 to March 2007, she worked at Yunnan Phosphate Fertilizer Plant Company Limited as chief financial officer. From October 2007 to December 2009, she was a manager with KPMG Consulting (China) Co. Ltd., and she was recognised as “2009 KPMG People Management Leader”. She graduated from Beijing University of Chemical Technology with a bachelor degree in accounting in 1999.

Non-executive Director

Mr. Yang Feng (楊鋒), aged 34, was nominated by CCBIAM and was appointed as a non-executive Director on 18 February 2011. Mr. Yang has over 11 years of experience in investment and finance. From 1999 to 2001, he worked at the Shenzhen Customs. From 2001 through 2006, he worked at the International M & A department of Xiangcai Securities Co., Ltd. and was responsible for the provision of financial advisory services. He also temporarily worked at TPG Growth Capital (Asia) Ltd. from May 2007 to August 2007. From 2008 to June 2010, he held the position as the managing director of PPF Hong Kong Limited, a subsidiary of PPF Financial Group mainly engaged in the group’s strategic investment in China. He currently serves as a director at CCBIAM responsible for the direct investment activities. He received a bachelor degree in accounting from Zhongnan University of Economics in 1999 and a master degree in finance from Shanghai University of Finance and Economics in 2005. Then he received a master degree in business administration (MBA) from the business school of Hong Kong University of Science and Technology in 2008, with an exchange study at Columbia Business School in New York.

Independent non-executive Directors

Mr. Chen Shaojun (陳少軍), aged 59, was appointed as an independent non-executive Director on 18 February 2011. He once worked as the chief of the Industry Guidance Department Office at the former Ministry of Light Industry and the senior vice manager and the chief of the administration division at China Everbright (Group). He is also holding a position as the general secretary of China Association of Fragrance Flavour and Cosmetics Industry since 2005. He studied at Mianyang Branch School of Tsinghua University (清華大學綿陽分校) from March 1975 to September 1978, and then attended the postgraduate economic management program for leaders of the Correspondence School of Party School of the Central Committee of C.P.C. (中共中央黨校函授學院領導幹部在職經濟管理研究生班) from September 1996 to July 1999.

Mr. Ren Yunan (任煜男), aged 35, was appointed as an independent non-executive Director on 18 February 2011. From 2004 to 2007, he served as a senior lawyer at Clifford Chance LLP and Skadden, Arps, Slate, Meagher & Flom LLP. From 2007 to 2008, he worked at Lehman Brothers Asia Limited as a vice president in China investment banking team. From 2008 to 2010, he worked at UBS Investment Bank in Hong Kong as an executive director. Currently he serves as the president of Bicon International (HK) Limited, an investment holding company investing in PRC pharmaceutical business. He graduated from Peking University with a bachelor degree in law in 1997 and received a master degree in law from Harvard Law School in 1999. He is also qualified with the New York State Bar and the Hong Kong SAR Bar.

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Mr. Wong Wai Ming (黃偉明), aged 38, was appointed as an independent non-executive Director on 18 February 2011. Mr. Wong has over 15 years of experience in accounting and finance. From 1994 to 1996, he served as a staff accountant at Moores Rowland. From 1996 to 2001, he served as staff accountant and audit manager at Ernst & Young. Then he joined Kin Yat Holdings Limited (Stock Code: 638) in September 2001 and worked as a finance director from 2007 to 2010, during which he was primarily responsible for the management of the finance and accounting department and monitoring and maintaining compliance with relevant rules, regulations and ordinances applicable to the group companies. As at the Latest Practicable Date, he did not work for other entities on a full-time basis. He studied professional accountancy in The Chinese University of Hong Kong from 1990 to 1994, and received a bachelor degree in business administration with honours in 1994. He is a fellow of Hong Kong Institute of Certified Public Accountants and a fellow of Association of Chartered Certified Accountants.

SENIOR MANAGEMENT

Mr. Liu Longping (劉龍平), aged 33, is the sales manager of the children care products division of our Company. Mr. Liu has more than 10 years of experience in sales and marketing. He joined our Group in February 2001 and is responsible for marketing of the children care products of our Group. He received a diploma in foreign economy and financial accounting from Fujian Quanzhou Cishan Finance School (福建泉州慈山財經學校) in 1998 and received a diploma in human resource management from Fujian Agriculture and Forestry University (福建農林大學) in 2007.

Ms. Han Xinbin (韓新彬), aged 33, is the production manager of our Company. Ms. Han has nearly 10 years of experience in the children's daily chemicals industry of China. She joined our Group in October 2001 and is primarily responsible for management of the production, procurement and logistics of our Group. Prior to joining our Group, she worked for Fujian Longxi Instrument Meter Factory (福建龍溪儀錶廠) from 1996 to 1998. Ms. Han received a diploma in accounting from Xiamen University in 2000.

Mr. Wen Wenzhong (溫文忠), aged 44, is the manager of the research and development department of our Company. Mr. Wen has over 21 years of experience in the research and development of children care products. He joined our Group in May 2005 and is responsible for research and development of our children care products and the management of quality control. Prior to joining our Group, he served as a project engineer in the Research Laboratory of Zhangzhou Chemicals Factory (漳州市化學品廠研究所) for 15 years. He received a master degree in organic chemical science from Dalian University of Technology in 1990.

JOINT COMPANY SECRETARIES

Ms. Hong Fang (洪芳). Please refer to the paragraph headed "Directors" above for Ms. Hong Fang's biography. Ms. Hong does not ordinarily reside in Hong Kong, and is not a member of the Hong Kong Institute of Chartered Secretaries, or a solicitor or barrister as defined in the Legal Practitioners Ordinance, as required under Rule 8.17 of the Listing Rules. Therefore, we have applied for, and the Stock Exchange has granted, a waiver from strict compliance with the requirements of Rule 8.17 of the Listing Rules, including the residency requirement. For further details, please refer to the section headed "Waivers from Compliance with the Listing Rules" of this prospectus.

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Ms. So Ka Man (蘇嘉敏), aged 37, was appointed as the company secretary of our Company on 18 February 2011 and an alternate authorised representative of our Company on 22 June 2011. She is a manager of corporate services at Tricor Services Limited, a global professional services provider specialising in integrated business, corporate and investor services. Ms. So does not work for our Company on a full-time basis. Ms. So is a Chartered Secretary and an Associate of both The Hong Kong Institute of Chartered Secretaries and The Institute of Chartered Secretaries and Administrators in United Kingdom. She has extensive experience in a diversified range of corporate services and has been providing professional secretarial services to many listed companies for about 10 years. As at the Latest Practicable Date, Ms. So had been appointed as a company secretary of Credit China Holdings Limited (Stock Code: 8207).

MANAGEMENT PRESENCE IN HONG KONG

Rule 8.12 of the Listing Rules requires that a new applicant applying for a primary listing on the Stock Exchange must have a sufficient management presence in Hong Kong. This normally means that at least two of its executive directors must be ordinarily resident in Hong Kong. Since the principal business operations and production facilities of our Group are located in China, members of our senior management are and will therefore be expected to continue to be based in China. At present, Ms. So Ka Man, one of the joint company secretaries of our Company, is ordinarily resident in Hong Kong but none of the executive Directors are ordinarily resident in Hong Kong or based in Hong Kong. Our Company has applied to the Stock Exchange for a waiver from the strict compliance with the requirement under Rule 8.12 of the Listing Rules. For details of the waiver, please see the paragraph headed “Waivers from compliance with the Listing Rules — Management Presence” in this prospectus.

OUR GROUP’S RELATIONSHIP WITH EMPLOYEES

We recognise the importance of a good relationship with our employees. The remuneration payable to our employees includes salaries and allowances. We continue to provide training to our staff to enhance technical and product knowledge as well as knowledge of industry quality standards and work place safety standards.

We believe that our Group offers our staff competitive remuneration packages. Our Group’s remuneration policies are formulated based on the performance of individual employees and are reviewed regularly. The primary goal of the remuneration policy with regard to the remuneration packages of our Group’s executive Directors is to enable our Group to retain and motivate executive Directors by linking their compensation with performance as measured against corporate objectives achieved. The principal elements of our Group’s executive Directors remuneration packages include basic salaries, discretionary bonuses and housing benefits.

Under the arrangements currently in force, we estimate that the aggregate remuneration payable to, and benefits in kind receivable by, our Directors (excluding discretionary bonus) for the year ending 31 December 2011, will be approximately RMB2,222,000.

We have not experienced any significant problems with our employees or disruption to our operations due to labour disputes, nor have we experienced any difficulties in the recruitment and retention of experienced staff. Our Directors believe that we have a good working relationship with our employees.

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BOARD COMMITTEES

Audit Committee

Our Company established an audit committee pursuant to a resolution of our Directors passed on 22 June 2011 in compliance with Rule 3.21 of the Listing Rules. The primary duties of the audit committee are mainly to make recommendations to the Board on the appointment and removal of external auditor; review the financial statements and material advice in respect of financial reporting; oversight of internal control procedures of our Company. At present, the audit committee of our Company consists of three members who are Mr. Wong Wai Ming, Mr. Chen Shaojun and Mr. Ren Yunan. Mr. Wong Wai Ming is the chairman of the audit committee.

Remuneration Committee

Our Company established a remuneration committee on 22 June 2011 with written terms of reference. The primary duties of the remuneration committee are mainly to make recommendations to the Board on the overall remuneration policy and structure relating to all Directors and senior management of our Group; review performance-based remuneration; ensure none of our Directors determine their own remuneration. The remuneration committee consists of three members, namely Mr. Li, Mr. Ren Yunan and Mr. Wong Wai Ming. Mr. Li is the chairman of the remuneration committee.

Nomination committee

We established a nomination committee on 22 June 2011. The nomination committee consists of three members, comprising Mr. Ren Yunan, Mr. Chen Shaojun and Mr. Wong Wai Ming. The chairman of the nomination committee is Mr. Ren Yunan. The primary function of the nomination committee is to make recommendations to the Board regarding candidates to fill vacancies on the Board.

COMPLIANCE ADVISER

Our Company will appoint CIMB Securities (HK) 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 our Company on the following matters:

- (i) before the publication of any regulatory announcement, circular or financial report;
- (ii) where a transaction, which might be a notifiable or connected transaction, is contemplated, including share issues and share repurchases;
- (iii) where our Company proposes to use the proceeds of the Global Offering in a manner different from that detailed in this prospectus or where its business activities, developments or results deviate from any forecast, estimate, or other information in this prospectus; and
- (iv) where the Stock Exchange makes an inquiry of our Company regarding unusual movements in the price or trading volume of our Shares of our Company.

The term of the appointment shall commence on the Listing Date and end on the date on which our Company distributes its annual report in respect of its financial results for the first full financial year commencing after the Listing Date and such appointment may be subject to extension by mutual agreement.