
DIRECTORS AND SENIOR MANAGEMENT

BOARD OF DIRECTORS

Our Board is responsible and has general powers for the management and conduct of our business, and consists of eight Directors including three executive Directors, two non-executive Directors and three independent non-executive Directors. The following table sets forth certain information in respect of the members of our Board:

<u>Name</u>	<u>Age</u>	<u>Year of joining</u>	<u>Position</u>	<u>Date of appointment as Director</u>
HUANG Liping (黃立平)	52	1998	Chairman, President and Executive Director	July 15, 2013
HU Bin (胡斌)	45	1997	Executive President and Executive Director	March 6, 2014
CHEN Huifen (陳惠芬)	51	2005	Vice President and Executive Director	March 6, 2014
LU Jun (蘆俊)	53	2008	Non-executive Director	March 6, 2014
SHU Chunping (舒春萍)	51	2005	Non-executive Director	March 6, 2014
QI Min (齊民)	63	2014	Independent non-executive Director	Listing Date
LEUNG Man Kit (梁民傑)	60	2014	Independent non-executive Director	Listing Date
ZHANG Shuqin (張樹勤)	60	2011	Independent non-executive Director	Listing Date

Executive Directors

Mr. Huang Liping (黃立平), aged 52, is an executive Director, the chairman of our Board, the president of our Group and the chairman of our nomination committee. Mr. Huang is our ultimate Controlling Shareholder. Mr. Huang was appointed as a Director on July 15, 2013. He is responsible for our overall strategy, business and investment planning.

Mr. Huang has 20 years of experience in business management. He was one of the founders of Hongtao K Group Company Limited* (紅桃開集團股份有限公司) and served as its vice president from 1993 to 1996. He also served as a director and the chairman of the board of Wuhan East Lake High Technology, a company listed on Shanghai Stock Exchange (stock code: 600133), from April 1996 to October 1998 and from October 1998 to February 2005,

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respectively. Mr. Huang was the vice chairman of Wuhan United Real Estate from September 1998 to December 2002 and has been the chairman of the board of Wuhan United Real Estate since December 2002. He has been the chairman of the board of Wuhan Optics Valley Union since June 2005.

Besides his role in our Group, Mr. Huang is involved in various governmental advisory bodies and associations, including being:

- Vice President of Wuhan General Chamber of Commerce (武漢市總商會副會長);
- Vice President of Wuhan Enterprises Association (武漢市企業聯合會副會長); and
- Vice President of Wuhan Real Estate Association (武漢市房地產開發企業協會副會長).

Mr. Huang received various honors, awards and recognitions for his contributions to the society, including:

- Award for Wuhan's Outstanding Entrepreneurial Youth in Technology (武漢傑出科技青年創業獎) jointly granted by Wuhan City Committee of the Communist Youth League, CPC Wuhan Municipal Party Organization Department, Wuhan Science and Technology Committee, Wuhan City Human Resources Bureau and Wuhan Youth Federation (共青團武漢市委員會、中共武漢市委組織部、武漢市科學技術委員會、武漢市人事局及武漢市青年聯合會);
- Award of Model Workers (勞動模範) granted by Wuhan Municipal Government (武漢市人民政府);
- one of the Top Ten Persons in Wuhan Real Estate Sector (武漢地產十大風雲人物) recognized by Changjiang Daily, Residential Achievements Expo Committee of Hubei Province (長江日報社湖北省住宅成果博覽組委會);
- Medal of May Day Honorable Workers in Hubei Province (湖北五一勞動獎章) granted by Hubei Provincial Federation of Trade Unions (湖北省總工會);
- Hubei Outstanding Entrepreneurs for Year 2002 (Golden Bull Award) (2002年度湖北省優秀企業家(金牛獎)) jointly granted by Hubei Business Association and Hubei Entrepreneurs Association (湖北省企業聯合會及湖北省企業家協會);
- Star of Wuhan Charity and Public Interest Affairs (武漢慈善公益之星) jointly granted by the Propaganda Department of CPC Wuhan Municipal Party Committee and the Civil Affairs Department of Wuhan Municipal Government (中共武漢市委宣傳部及武漢市民政局); and
- expert with special allowance (特殊津貼專家) of the State Council, a cash award in recognition of Mr. Huang's contributions to the society.

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Mr. Huang received his bachelor's degree in vessels and ports electrification (船舶港口電氣化) from Wuhan University of Technology (武漢理工大學) (formerly known as Wuhan Institute of Water Transportation Engineering (武漢水運工程學院)) in July 1983 and his double bachelor's degree in law from Central China Normal University (華中師範大學) in June 1986. He was granted the qualification as professor in economics management (經濟管理) by Wuhan MHRB in September 1996 and the real estate appraiser (房地產估價師) by MOC in January 1997.

Mr. Hu Bin (胡斌), aged 45, is an executive Director, the executive president of our Group and a member of our remuneration committee. He was appointed as a Director on March 6, 2014. Mr. Hu is responsible for assisting the president of our Group on overall business operation and management.

Mr. Hu has 16 years of experience in business management. Mr. Hu joined our Group in 1997 and has been a vice general manager and a director of Wuhan United Real Estate since then.

Mr. Hu graduated from Hubei University of Economics (湖北經濟學院) (formerly known as Hubei Planning and Management Cadres College (湖北省計劃管理幹部學院)) in the bachelor's program of national economic management (國民經濟管理) in July 2000 and from South-Central University for Nationalities (中南民族大學) in the master's program of China's ethnic economy (中國少數民族經濟) in June 2003. He was granted the qualification as a senior economist in real estate by Hubei Accreditation Committee of the Senior Titles in Economics (Wuhan) (湖北省經濟專業(武漢)高評會) in June 2011. Mr. Hu received the awards of One of the China Real Estate Top 100 (中國房地產百傑) in 2006 and Medal of May Day Honorable Workers in Wuhan (武漢五一勞動獎章) in April 2012.

Ms. Chen Huifen (陳惠芬), aged 51, is an executive Director and the vice president of our Group. Ms. Chen was appointed as a Director on March 6, 2014. She is responsible for the cost control center (成本管理中心) of our Group, the project department of Wuhan Hi-tech Medical Devices Business Park (武漢高科醫療器械園項目部), the project department of Wuhan Future Technology City (武漢未來科技城項目部) and the project department of Optics Valley Energy Conservation Science Park (光谷節能科技園項目部).

Ms. Chen joined our Group in August 2005 and was the vice general manager of Wuhan Optics Valley Union (formerly known as Huazhong Shuguang Software Garden Co., Ltd. (華中曙光軟件園有限公司)), from 2005 to March 2008 and has been a vice president of Wuhan Optics Valley Union since April 2008. Before joining our Group, she worked at Wuhan City Third Construction Engineering Co., Ltd.* (武漢市第三建築工程公司) from 1980 to 1987, Wuhan City Comprehensive Development General Co., Ltd.* (武漢市城市綜合開發總公司) from 1987 to 1994 and Wuhan East Lake High Technology from 1994 to 2005.

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Ms. Chen received her college diploma (專科) in industrial enterprise operation management (工業企業經營管理) from Wuhan City University of Broadcast and Television (武漢市廣播電視大學) in July 1986 and graduated from the Party School of the Central Committee of Hubei Province (中共湖北省黨校) in economics management (經濟管理) (a training program) in February 2001. She was granted the qualification as a senior engineer (正高職高級工程師) by the Vocational Reform Office of Hubei Province (湖北省職改辦) in October 2009, an international senior project manager by the Project Management Research Committee and the International Project Management Association in January 2008, a registered property valuer (註冊房地產估價師) by MOC in January 1997, and a senior engineer in cost engineering (工程造價高級工程師) by MOHURD in December 2009.

Non-executive Directors

Mr. Lu Jun (蘆俊), aged 53, is a non-executive Director appointed on March 6, 2014. Mr. Lu has 34 years of experience in business management. He joined our Group in September 2008 and has held various positions within our Group, including a supervisor of Wuhan Optics Valley Union from September 2008 to October 2010 and a director of Wuhan Optics Valley Union since October 2010 (including the vice chairman of its board since May 2011). Before joining our Group, he served as a clerk (科員), deputy section chief (副科長), section chief (科長) and vice director (副處長) of Wuhan Municipal Bureau of Finance (武漢市財政局) from March 1979 to June 1993 and the vice manager, the general manager and the chief of the General Manager Office (總經辦主任) of the Investment Department of Changfa Group's Wuhan Company (長發集團武漢公司投資部) from June 1993 to July 1999. He was the accountant in charge of (總會計師) the Development Corporation of Wuhan East Lake New Technology Development Zone Co., Ltd.* (武漢東湖新技術開發區發展總公司) from July 1999 to January 2001 and the vice general manager of Wuhan Hi-Tech Holding Group Co., Ltd.* (武漢高科國有控股集團有限公司) from January 2001 to November 2005. Mr. Lu served as the general manager of Hubei Science & Technology Investment from November 2005 to June 2008. From June 2008 to January 2012, Mr. Lu was the general manager of Hubei Science & Technology Investment and the chief (主任) in Productivity Promotion Center (生產力促進中心) of East Lake New Technology Development Zone (東湖新技術開發區). He was a director of Hubei Science & Technology Investment from August 2010 to November 2010. From November 2010 to March 2012, Mr. Lu was the vice chairman of the board and the general manager of Hubei Science & Technology Investment and also the chief (主任) of Land Reserve Center, East Lake New Technology Development Zone (東湖開發區土地儲備中心). Since March 2012, Mr. Lu has been the vice chairman of the board and the general manager of Hubei Science & Technology Investment.

Mr. Lu was granted the award as the outstanding Party affairs worker (優秀黨務工作者) by Wuhan Committee of the Communist Party of China (中國共產黨武漢市委員會) in June 2011.

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Ms. Shu Chunping (舒春萍), formerly known as Shu Ru (舒茹), aged 51, is a non-executive Director appointed on March 6, 2014. She is a member of our audit committee and remuneration committee. She joined our Group in March 2005 and has been a director of Wuhan Optics Valley Union since then. Before joining our Group, she served as a technician and an engineer of Wuhan Piano Factory (武漢鋼琴廠) from July 1984 to February 1989, a chief (主任) in President Office (總裁辦) and a manager in the securities department of Wuhan Sante Cableway Group Co., Ltd.* (武漢三特索道集團股份有限公司), a company listed on the Shenzhen Stock Exchange (stock code: 002159), from May 1992 to July 1995 and the general manager of Wuhan Nanyang Catering & Entertainment Co., Ltd.* (武漢南陽美食娛樂有限公司) from May 1993 to February 1995. She served as a chief (主任) for preparatory office (籌備辦) of Wuhan Hi-Tech Holding Group Co., Ltd.* (武漢高科國有控股集團有限公司) from 1996 to 1997. From 1997 to December 2006, Ms. Shu was the board secretary, the head (總監) for investment management center and the vice general manager of Wuhan East Lake High Technology. Since December 2007, Ms. Shu has been the vice general manager of Hubei Science & Technology Investment.

Ms. Shu received her master's degree in politics and economics from Central China Normal University (華中師範大學) in December 1999.

Independent Non-executive Directors

Mr. Qi Min (齊民), aged 63, was appointed as our an independent non-executive Director appointed with effect from the Listing Date. Mr. Qi is the chairman of our remuneration committee, a member of our audit committee and a member of our nomination committee.

Mr. Qi worked in Hubei Provincial Bureau of Statistics (湖北省統計局) from August 1982 to October 1984 and general office (辦公廳) and research office (研究室) of Hubei Provincial Government (湖北省人民政府) from October 1984 to September 1996. He served as the chief (主任) of fiscal office (財經辦公室) of CPC Hubei Province (中共湖北省委) from September 1996 to September 1998 and a director and a vice general manager of Hubei Qingjiang Hydroelectric Development Co., Ltd.* (湖北清江水電開發有限責任公司) from September 1998 to May 2001. From May 2001 to July 2013, Mr. Qi was a chairman of board of Wuhan Sante Cableway Group Co., Ltd.* (武漢三特索道集團股份有限公司), a company listed on the Shenzhen Stock Exchange (stock code: 002159). He was appointed as a vice general manager and a director of Wuhan Hi-Tech Holding Group Co., Ltd.* (武漢高科國有控股集團有限公司) in July 2001 and April 2004, respectively, a vice president of Hubei Association of Economics (湖北省經濟學會) in December 2010 and a part-time professor of Huazhong University of Science and Technology (華中科技大學) (formerly known as Huazhong University of Science and Technology (華中理工大學)) in September 1997.

Mr. Qi received his bachelor's degree in economics (經濟學) from Wuhan University (武漢大學) in August 1982 and received his doctor's degree in economics (經濟學) from Huazhong University of Science and Technology (華中科技大學) in June 2002. He was granted the qualification as a senior economist (高級經濟師) by the Human Resources Department of Hubei Province (湖北省人事廳) in April 1993. He was awarded as the China Outstanding Entrepreneur in Technology Companies (中國優秀民營科技企業家) in November 2002.

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Mr. Leung Man Kit (梁民傑), aged 60, was appointed as our independent non-executive Director with effect from the Listing Date. Mr. Leung is the chairman of our audit committee and remuneration committee.

Mr. Leung held senior positions with Peregrine Capital Limited from January 1992 to December 1993, SG Securities (HK) Limited (formerly known as Crosby Securities (HK) Limited) from January 1994 to November 1997 and UBS, AG, Hong Kong Branch (formerly known as Swiss Bank Corporation, Hong Kong Branch) from December 1997 to September 1998. Mr. Leung was a director of Emerging Markets Partnership (Hong Kong) Limited, the principal advisor to the AIG Infrastructure Fund L.P., from February 1999 to August 2001, a director and responsible officer of Nuada Capital Limited (formerly known as Genesis Global Strategies Limited) from August 2002 to June 2004 and a corporate finance executive of BZR Capital Limited from December 2004 to March 2005.

Mr. Leung was appointed as a responsible officer of Chanceton Financial Group Limited, a company listed on the Hong Kong Stock Exchange (stock code: 8020), in May 2011 and has been an executive director of this company since September 2011. Mr. Leung was an independent non-executive director of Infoserve Technology Corp., a company listed on the Hong Kong Stock Exchange (stock code: 8077), from July 2002 to November 2003, an executive director of Cosmopolitan International Holdings Ltd, a company listed on the Hong Kong Stock Exchange (stock code: 0120), from June 2006 to December 2006, an independent non-executive director of Anhui Expressway Company Limited, a company listed on the Hong Kong Stock Exchange (Stock Code: 0995), from August 2005 to August 2011 and an independent non-executive director of Junefield Department Store Group Limited, a company listed on the Hong Kong Stock Exchange (stock code: 0758), from December 2002 to May 2013.

Mr. Leung has been an independent non-executive director of NetEase (NASDAQ: NTES), a NASDAQ listed company, since July 2002, China Ting Group Holdings Limited, a company listed on the Hong Kong Stock Exchange (stock code: 3398), since November 2005, Orange Sky Golden Harvest Entertainment (Holdings) Limited, a company listed on the Hong Kong Stock Exchange (stock code: 1132), since February 2008 and China Huiyuan Juice Group Limited, a company listed on the Hong Kong Stock Exchange (stock code: 1886), since June 2012.

Mr. Leung has 11 years of experience in financial management. He has been the chairman of the audit committee of various listed companies, including:

- NetEase since July 2002;
- Orange Sky Golden Harvest Entertainment (Holdings) Limited since February 2008; and
- China Huiyuan Juice Group Limited since June 2012.

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Besides, Mr. Leung attended seminars in accounting or auditing, including:

- CPD seminar on “Coping with the latest corporate governance requirements” held by CPA Australia on March 6, 2012;
- SEC conference 2012: an Accounting & Reporting Update for US Listed Companies held by CPE Inc. from June 18, 2012 to June 19, 2012;
- Annual Regulatory Updates 2013 held by The Chamber of Hong Kong Listed Companies on February 21, 2013;
- SEC conference 2013: an Accounting & Reporting Update for US Listed Companies held by CPE Inc. from June 20, 2013 to June 21, 2013; and
- PwC Entrepreneur Forum “Growth in the new era” held by PwC on October 25, 2013.

Mr. Leung received his bachelor’s degree in social science from the University of Hong Kong in October 1977.

Ms. Zhang Shuqin (張樹勤), aged 60, was appointed as our an independent non-executive Director with effect from the Listing Date. She is a member of our remuneration committee and nomination committee.

Ms. Zhang founded Hubei Dasheng Law Firm* (湖北大晟律師事務所) in 1995 and has been a managing partner (主任) of the firm since then. Hubei Dasheng Law Firm was engaged by a subsidiary of Hubei Science & Technology Investment as its legal compliance advisor with a term from May 2013 to May 2014. As confirmed by Ms. Zhang Shuqin, the legal fee received by Hubei Dasheng Law Firm* from such subsidiary is insignificant as compared to the firm’s total revenue. Ms. Zhang was appointed as an independent non-executive director of Wuhan Optics Valley Union in April 2011 and has been an independent non-executive director of Wuhan Gaode Hongwai Group Company Limited* (武漢高德紅外股份有限公司), a company listed on the Shenzhen Stock Exchange (stock code: 002414), since January 2008. She was engaged as legal counsel by Wuhan Municipal Government in July 1992, an arbitrator by Wuhan Arbitration Commission (武漢仲裁委員會) in January 1997, a member of the Expert Advisory Committee of Wuhan Arbitration Committee (武漢仲裁委員會專家諮詢委員會) in November 1999 and a law enforcement supervisor (執法監督員) of Wuhan Municipal Politics and Law Committee (中國共產黨武漢市委員會政法委員會) in April 2002.

Ms. Zhang received her bachelor’s degree in Chinese from Central China Normal University (華中師範大學) in January 1982. She was granted the qualification as a lawyer by Hubei Provincial Department of Justice (湖北省司法廳) in March 1984, the qualification as lawyer engaged in securities law jointly by Ministry of Justice P.R.C. (中華人民共和國司法部) and CSRC in July 1996 and the qualification as first grade lawyer (一級律師) by the Vocational Reform Office of Hubei Province (湖北省職改辦) in April 1997. She was awarded as one of the Outstanding Lawyers (優秀律師) in the Year of 1987 and 1989 and one of the Capable Women in Wuhan in the Year of 1992 (武漢市女能人) by Wuhan Federation of Trade Unions (武漢市總工會).

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Please refer to the subsection headed “Statutory and General Information – C. Further Information about Our Directors and Substantial Shareholders” in Appendix VII to this prospectus for details of our Directors’ interests in our Shares (within the meaning of Part XV of the SFO), particulars of our Directors’ service contracts and Directors’ remuneration.

Save as disclosed in this prospectus, each of our Directors has confirmed that there are no other matters relating to his/her appointment as a Director that need to be brought to the attention of our Shareholders and there is no other information in relation to his/her appointment which is required to be disclosed pursuant to Rule 13.51(2) of the Hong Kong Listing Rules.

JOINT COMPANY SECRETARIES

Ms. Zhang Xuelian (張雪蓮), aged 38, our joint company secretary, is also our secretary to the Board and chief of the legal and compliance department of our Group. She is responsible for the secretariat (秘書處) of the Board and the legal and compliance department of our Group (集團法務室). She joined our Group in 2008 and held various positions within our Group, including a supervisor of Wuhan Financial Harbour Development, the head (總監) of the administration center (行政中心), secretary to the board of directors and the chief (主任) of the legal and compliance department of our Group. Before joining our Group, Ms. Zhang served as the secretary, representative of securities matters (證券事務代表), general manager of the business development department (招商部), chief (主任) of the audit and legal compliance department (審計法務部), deputy general economist and supervisor (監事) of Wuhan East Lake High Technology from 1998 to 2008.

Ms. Zhang received her bachelor’s degree in economics law from Zhongnan University of Economics and Law (中南財經政法大學) (formerly known as Zhongnan College of Politics and Law (中南政法學院)) in July 1998. She was qualified as a senior operation specialist (高級經營師) and a senior human resources management specialist (高級人力資源管理師) by Occupational Skills Testing Center of Hubei Province (湖北省職業技能鑑定指導中心) in April 2009 and April 2010, respectively, and a senior economist (高級經濟師) by Hubei Accreditation Committee of Senior Titles in Economics (Wuhan) (湖北省經濟專業(武漢)高評會) in June 2011. Ms. Zhang attended training programs for company secretary to board, senior management and independent non-executive director of listing company and received the relevant qualifications by the Shanghai Stock Exchange in June 2001, May 2007 and April 2008, respectively.

Ms. Leung Ching Ching (梁晶晶), aged 33, is our joint company secretary. She is a manager of Corporate Services of Tricor Services Limited. Ms. Leung 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 the United Kingdom. Ms. Leung graduated from The Chinese University of Hong Kong and obtained the degree of bachelor of social science in December 2003. She also received a master of arts in professional accounting and information system from City University of Hong Kong in November 2006.

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The following table sets forth certain information regarding the Group's senior management.

Name	Age	Year of joining	Position
WANG Xianhong (王先紅)	44	1997	vice president
WANG Yuancheng (王元成)	49	1996	vice president
CHEN Tongju (陳同舉)	48	1996	vice president
JIANG Yongjin (姜永進)	48	2014	chief financial officer
PENG Tao (彭濤)	45	2000	assistant president and general manager of the project management center
YAO Hua (姚華)	42	1998	assistant president and general manager of the sales and marketing center
HUANG Min (黃敏)	39	2002	assistant president and general manager of the finance center
LI Jingsong (李勁松)	43	1996	assistant president and general manager of the development center and Creative Capital Project Department (創意天地項目部)
HUANG Yongping (黃永平)	41	2000	assistant president and general manager of the residential property management department
ZHANG Xuelian (張雪蓮)	38	2008	secretary to the Board and chief of the Group's legal and compliance department
MA Xin (馬欣)	32	2011	general manager of the human resources center
YONG Hui (雍暉)	45	1996	general manager of Wuhan Lido Technology
CUI Qun (崔群)	45	2011	executive general manager of Qingdao OVU Development
CHEN Dabin (陳大斌)	45	2003	general manager of Huangshi OVU Development

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Mr. Wang Xianhong (王先紅), aged 44, is the vice president of our Group. He is responsible for the general operation and management of OVU Architectural Design Institute and the general development of our Group. Mr. Wang joined our Group in 1997 and served as the manager in comprehensive department (綜合部) and development department (拓展部), the assistant to the general manager and the project manager of Wuhan United Real Estate, respectively.

Mr. Wang received his bachelor's degree in infrastructure management engineering (基本建設管理工程) from Tianjin University (天津大學) in July 1991 and was qualified as a senior engineer recognized by Hubei Province City Construction Profession (Wuhan) Review Committee (湖北省城市建設專業(武漢)高評會) in June 2011.

Mr. Wang Yuancheng (王元成), aged 49, is the vice president of our Group. He is responsible for the general operation and management of Shenyang OVU Development, Wuhan Lido Technology, Wuhan Lido Curtain Wall and Hefei OVU Development. He joined our Group in 1996 and served as the manager of comprehensive technique department (綜合技術部) of Wuhan United Real Estate from 1996 to 2000 and has been the general manager and the director of Wuhan Lido Technology since 2000.

Mr. Wang received his college diploma (專科) in municipal construction engineering (市政工程) from Jiangnan University (江漢大學) in August 1986 and obtained his master's degree in business administration from The University of Northern Virginia in July 2008. He was qualified as an engineer recognized by Hubei Province Department of Construction Median Professional Title Review Committee (湖北省城鄉建設廳中級職評委) in September 1998. Mr. Wang was awarded the excellent enterprise manager (優秀企業經理) in Wuhan district in April 2005, April 2006 and September 2011, respectively.

Mr. Chen Tongju (陳同舉), aged 48, is the vice president of our Group. He is responsible for the general operation and management of Wuhan Lido Property Management, Wuhan Quanpai Catering Management, Wuhan Ziyuan Hotel Management, Wuhan Lido Real Estate Agency and Wuhan Lido Human Resources. He joined our Group in 1996 and served as a director and supervisor of Wuhan United Real Estate from 1996 to 2011. Mr. Chen has been a director and a general manager of Wuhan Lido Property Management, Wuhan Quanpai Catering Management and Wuhan Ziyuan Hotel Management.

Mr. Chen received his bachelor's degree in law from Zhongnan University of Economics and Law (中南財經政法大學) (formerly known as Zhongnan University of Economics (中南財經大學))⁽¹⁾ in July 1987 and his master's degree in western philosophy from Wuhan University (武漢大學) in July 1993. He was qualified as a lecturer (講師) by Wuhan University (武漢大學) in November 1994. Mr. Chen was awarded as the Top Ten Talents in Brand Building (創名牌十大優秀人物) in Wuhan in April 2006 and the Best Leader (最佳領導人) in property management in Wuhan in January 2008 and the China Property Management Outstanding

Note:

(1) Zhongnan University of Economics (中南財經大學) merged with Zhongnan College of Politics and Law (中南政法學院) as Zhongnan University of Economics and Law (中南財經政法大學) in May 2000.

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Contribution Entrepreneurs (中國物業管理傑出貢獻企業家) in January 2011. He was elected as the chairman of Hongshan Area Property Management Association (洪山區物業管理協會) and the vice chairman of Wuhan City Property Management Association (武漢市物業管理協會) in February 2006.

Mr. Jiang Yongjin (姜永進), aged 48, is the chief financial officer of the Company. He joined the Group in February 2014 and is responsible for the financial management, financing and corporate communications of our Group outside the PRC. Mr. Jiang has more than 20 years of experience in investment, financing, investor relationship management and strategic planning. Before joining our Group, he worked for Sinochem Corporation from August 1991 to April 2001 in various positions in Beijing and Sinochem Europe Holdings Plc in London, UK, in charge of the Sinochem group's European investment, financing and strategic planning. From November 2005 to January 2011, Mr. Jiang worked for China Overseas Finance and Investment Co. as the deputy general manager and China Overseas Holding Ltd. as the general manager of its public relations department in charge of financing and investor and media relations. Mr. Jiang acted as the vice president and chief financial officer of Glorious Property Holding Limited, a company listed on the Hong Kong Stock Exchange (stock code: 845), between February 2011 and February 2014, responsible for the investment, financing and corporate communications.

Mr. Jiang obtained his bachelor's degree in economics from Shandong University in 1986, his master's degree in economics from the University of International Business and Economics in 1991 and his master's degree in business administration from the Richard Ivey Business School of the University of Western Ontario, Canada, in 2003. In October 2011, Mr. Jiang completed the Rongsheng & Glorious Global Leaders Program in The Wharton Business School, University of Pennsylvania. Mr. Jiang acquired his qualifications from the Certified General Accountants Association of Canada in 1999 and is currently a member of the Canadian Certified General Accountants Association of Hong Kong.

Mr. Peng Tao (彭濤), aged 45, is the assistant president (助理總裁) and the general manager of the project management center of our Group. He is responsible for the project management center of our Group and the projects management and the operation of Wuhan Jitian Construction. Mr. Peng joined our Group in 2000 and served as the chief engineer and the manager in engineering department (工程部) of Wuhan Optics Valley Union from 2000 to 2008. Before joining our Group, he served as the chief (主任) of the design department of Wuhan Commercial Construction Design Institute (武漢市商業建築設計院) from July 1997 to August 2000. Mr. Peng has been the member of National Committee of the Chinese People's Political Consultative Conference of Hannan District (漢南區政協委員) since December 2012.

Mr. Peng graduated from Wuhan University of Technology (武漢理工大學) (formerly known as Wuhan University of Industry (武漢工業大學)) in the bachelor's program of industrial and civil construction engineering (工業與民用建築工程) in June 1993. He was qualified as a senior engineer by Wuhan MHRB in December 2000.

DIRECTORS AND SENIOR MANAGEMENT

Ms. Yao Hua (姚華), aged 42, is the assistant president (助理總裁) and the general manager of the sales and marketing center of our Group. She is responsible for the sales and marketing of our Group and our brand management. She joined our Group in 1998 and was the head of sales and marketing (營銷總監) of Wuhan United Real Estate from 1998 to 2006. Ms. Yao was the head of marketing and enterprise planning (營銷企劃總監) and the manager of the enterprise planning department (企劃部經理) of Wuhan Xuefu from 2006 to March 2008 and the head of the enterprise planning center (企劃中心總監) of Wuhan Optics Valley Union from 2008 to 2010.

Ms. Yao received her college diploma (專科) in arts education from Hubei Institute of Fine Arts (湖北美術學院) in July 1993 and graduated from Wuhan Textile University (武漢紡織大學) (formerly known as Wuhan University of Science and Engineering (武漢科技學院)) in the bachelor's degree of clothing arts design (服裝藝術設計) (a correspondence course (函授課程)) in June 2004. She was qualified as a senior economist (高級經濟師) by Hubei Accreditation Committee of Senior Titles in Economics (Wuhan) (湖北省經濟專業(武漢)高評會) in June 2011.

Ms. Huang Min (黃敏), aged 39, is the assistant president (助理總裁) and the general manager of the finance center of our Group. She is responsible for the overall financial management and financing of our Group within the PRC. She joined our Group in 2002 and served as the manager in the finance department. Before joining our Group, Ms. Huang served as the accountant and chief accountant (主管會計) of Wuhan East Lake High Technology from July 1996 to April 2002.

Ms. Huang received her college diploma (專科) in audit from Hubei College of Finance and Economics (湖北財經高等專科學校) in June 1996 and graduated from Zhongnan University of Economics and Law (中南財經政法大學) in the bachelor's program of accounting (a self-learning course) in June 2001. She received her master's degree in MBA from Wuhan University (武漢大學) in June 2006. Ms. Huang is a member of Hubei Institute of Certified Public Accountants (湖北省註冊會計師協會) and was qualified as a senior accountant (高級會計師) by the Vocational Reform Office of Hubei Province (湖北省職改辦) in December 2006. She was awarded the first prize of Wuhan Professional Skills Competition (武漢市技能選拔賽) and Medal of May Day Honorable Workers in Wuhan (武漢五一勞動獎章) in September 1999 and the third prize of The Second "Jindie Cup" National Accounting Knowledge Competition in October 2000 ("金蝶杯"第二屆全國會計知識大賽).

Ms. Li Jingsong (李勁松), aged 43, is the assistant president (助理總裁), the general manager of the development center of our Group and Creative Capital Project Department (創意天地項目部). She is responsible for the operation of development center. Ms. Li joined our Group in 1996 and was the manager of the development department (拓展部) of Wuhan United Real Estate from 1996 to 2008, the deputy head of the development center (發展中心副總監) of Wuhan Optics Valley Union from 2008 to 2011 and has been the manager of the development center of Wuhan Optics Valley Union since 2011.

Ms. Li received her college diploma (專科) in computer science from Hubei University (湖北大學) in July 1990 and was qualified as a senior operation manager (高級經營師) by Occupational Skills Testing Center of Hubei Province (湖北省職業技能鑒定指導中心) in April 2009.

DIRECTORS AND SENIOR MANAGEMENT

Mr. Huang Yongping (黃永平), aged 41, is the assistant president (助理總裁) and the general manager of the residential property management department of our Group. He is responsible for Lido Mason, Lido 2046 and the residential department (住宅事業部) of our Group. He joined our Group in 2000 and has held various positions within our Group, including the project managers of Lido Mason and Lido 2046, the manager of the residence department and the vice manager of the sales department and the chairman of the labor committee (勞工委員會) of Wuhan United Real Estate and the head of sales and marketing (營銷總監) of Wuhan Xuefu.

Mr. Huang received his college diploma (專科) in administration from Hubei University (湖北大學) in July 1991 and his master's degree in administration from Central China Normal University (華中師範大學) in January 2000. He was awarded as one of Ten Outstanding Young Persons (十大優秀青年) of Wuchang district, Wuhan city, Hubei province in 2000.

Ms. Zhang Xuelian (張雪蓮), aged 38, is the secretary to the Board and chief (主任) of the legal and compliance department (集團法務室) of our Group. She is also one of our joint company secretaries. See the subsection headed “– Joint Company Secretaries” in this section for details of her biography.

Mr. Ma Xin (馬欣), aged 32, is the general manager of the human resources center of our Group. He is responsible for human resources management. He joined our Group in 2011 and has been the general manager (總經理) of the human resource center since then. Before joining our Group, he served as the deputy manager of the human resources department of Tsingtao Beer South China Distribution Co., Ltd.* (青島啤酒華南行銷有限公司人力資源部) from September 1999 to October 2004, a manager of the recruiting department of human resource center of China Telling Communications Co., Ltd.* (天音通信發展有限公司) from December 2004 to May 2007 and a senior manager of the human resource of China Fortune Land Development Co., Ltd.* (華夏幸福基業股份有限公司) from July 2007 to March 2009.

Mr. Ma received his bachelor's degree in business management from Sichuan University (四川大學) in July 1999 and was awarded the master's degree in business administration from the Hong Kong Asia Business College in March 2007. He was granted the qualification of attaining the senior level in human resources by Beijing Municipal Bureau of Human Resources and Social Security (北京市人力資源和社會保障局) in May 2011 and level A of the corporate management in human resources by the Occupational Skills Testing Authority of the Ministry of Human Resources and Social Security (人力資源和社會保障部職業技能鑒定中心) in December 2011.

Ms. Yong Hui (雍暉), aged 45, is the general manager of Wuhan Lido Technology. She is responsible for the general operation of Wuhan Lido Technology. She worked in Wuhan Number Two Light Industry Scientific Research and Design Institute (武漢市二輕工業科學研究設計院) from December 1989 to October 1996. She joined our Group in 1996 and worked at comprehensive technique department (綜合技術部) of Wuhan United Real Estate from November 1996 to December 2000 and Wuhan Lido Technology from January 2001 to October 2010. She has been the general manager of Wuhan Lido Technology since October 2010 and Wuhan Lido Curtain Wall since January 2013.

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Ms. Yong received her college diploma (專科) in industrial and civil architecture (工業與民用建築) from Wuhan University of Technology (武漢理工大學) (formerly known as Wuhan University of Industry (武漢工業大學)) in December 1989. She was qualified as an engineer by the Safety Supervision Project Review Committee of Jinzhou City (荊州市安檢工程評審委員會) in January 2005. Ms. Yong was awarded as one of the Outstanding Enterprise Managers for Architecture and Decoration in Wuhan Area (武漢地區建築裝飾優秀企業經理) by Wuhan Architecture and Decoration Association (武漢建築裝飾協會) in July 2007 and August 2012, respectively.

Mr. Cui Qun (崔群), aged 45, is the executive general manager of Qingdao OVU Development. He is responsible for assisting the executive president of our Group in relation to the operation and management of Qingdao OVU Development. He joined our Group in 2011 and has been the executive general manager of Qingdao OVU Development since then.

Mr. Cui received his college diploma (專科) in secretarial studies (Chinese and foreign languages) (中外文秘書) from Ocean University of China (中國海洋大學) (formerly known as Ocean University of Qingdao (青島海洋大學)) in July 1991. He has been a member of the People's Congress (人大代表) in Qingdao city since March 2012, and is also the vice chairman (副會長) of the Fifth Term of Industrial and Commercial Association of Qingdao City Economic and Technology Development Zone (第五屆青島市經濟技術開發區工商業聯合會) and a member of the Huangdao District Committee of Qingdao City of the First Session of the National Committee of the Chinese People's Political Consultative Conference (第一屆中國人民政治協商會議青島市黃島區委員會).

Mr. Chen Dabin (陳大斌), aged 45, is the general manager of Wuhan Optics Valley Union. He is responsible for the general operation of Huangshi Optics Valley Union. He joined our Group in 2003 and has been the vice general manager and the general manager of Huangshi Union Property Co., Ltd.* (黃石聯合置業有限公司), now known as Huangshi Optics Valley Union Development Co., Ltd.* (黃石光谷聯合發展有限公司), since then. Before joining our Group, Mr. Chen served as the head of the finance department (財務總監) of Wuhan East Lake High Technology Chopper Biology Co., Ltd. (東湖高新農業生物工程有限有限公司), a subsidiary of Wuhan East Lake High Technology, from July 1998 to May 1999 and Wuhan Kernel Bio-Tech from May 1999 to 2003.

Mr. Chen graduated from Harbin University of Science and Technology (哈爾濱科學技術大學) in industry management and projects (工業管理工程) in July 1989 and obtained the MBA certificate from Zhongnan University of Economics and Law (中南財經政法大學) in December 2000. He was granted the qualification as a senior economist (高級經濟師) by Wuhan MHRB in November 2001.

Save as disclosed in this prospectus, each of our Directors and members of our senior management has not been a director of any public company, the securities of which are listed on any securities market in Hong Kong or overseas in the three years immediately preceding the date of this prospectus.

DIRECTORS AND SENIOR MANAGEMENT

COMPENSATION OF DIRECTORS

The remuneration (including fees, salaries, allowances, benefits, bonuses, retirement scheme contributions) paid to our Directors in aggregate for the years ended December 31, 2010, 2011 and 2012 and the nine months ended September 30, 2013 were RMB4,758,000, RMB5,862,000, RMB5,897,000 and RMB4,122,000, respectively.

The emoluments paid to our Group's five highest paid individuals in aggregate for the years ended December 31, 2010, 2011 and 2012 and the nine months ended September 30, 2013 were RMB1,504,000, RMB2,746,000, RMB2,609,000 and RMB1,837,000, respectively.

During the Track Record Period, no emoluments were paid by the Group to any Director or any of the five highest paid individuals as an inducement to join or upon joining the Group or as compensation for loss of office. None of the Directors has waived any emoluments during the Track Record Period.

Except as disclosed above, no other payments have been made, or are payable, in respect of the Track Record Period, by the Group to or on behalf of any of the Directors.

For additional information on Directors' remuneration during the Track Record Period as well as information on the highest paid individuals, please refer to note 10 and note 11 in the accountants' report set out in Appendix I to this prospectus.

AUDIT COMMITTEE

We will establish an audit committee upon Listing in compliance with the Corporate Governance Code as set out in Appendix 14 of the Hong Kong Listing Rules. The primary duties of the audit committee are to review and supervise our financial reporting process and internal control system and provide advice and comments to our Board.

The audit committee will consist of three members, namely Mr. Leung Man Kit, Ms. Shu Chunping and Mr. Qi Min. The chairman of the audit committee is Mr. Leung Man Kit, an independent non-executive Director.

REMUNERATION COMMITTEE

We will establish a remuneration committee upon Listing in compliance with the Corporate Governance Code as set out in Appendix 14 of the Hong Kong Listing Rules. The primary duties of the remuneration committee are to make recommendations to our Directors on our policy and structure for all remuneration of our Directors and senior management and on the establishment of a formal and transparent procedure for developing policies on such remuneration, determine the terms of the specific remuneration package of each executive Director and senior management and review and approve performance-based remuneration by reference to corporate goals and objectives resolved by our Directors from time to time.

The remuneration committee will consist of five members, namely Mr. Qi Min, Mr. Hu Bin, Mr. Leung Man Kit, Ms. Shu Chunping and Ms. Zhang Shuqin. The chairman of the remuneration committee is Mr. Qi Min, an independent non-executive Director.

DIRECTORS AND SENIOR MANAGEMENT

NOMINATION COMMITTEE

We will establish a nomination committee upon Listing in compliance with the Corporate Governance Code as set out in Appendix 14 of the Hong Kong Listing Rules. The primary duties of the nomination committee are to review the structure, size and composition of our Board on a regular basis and make recommendations to the Board regarding any proposed changes, identify, select or make recommendations to our Board on the selection of individuals nominated for directorships, assess the independence of our independent non-executive Directors and make recommendations to the Board on relevant matters relating to the appointment or reappointment of our Directors and succession planning for our Directors.

The nomination committee will consist of three members, namely Mr. Huang Liping, Mr. Qi Min and Ms. Zhang Shuqin. The chairman of the nomination committee is Mr. Huang Liping, an executive Director and our chairman and president.

FINANCIAL CONTROL COMMITTEE

We will establish a financial control committee for the purpose of meeting our obligations under the agreements that we entered into with local authorities in relation to the Hefei Financial Harbour. The primary duties of the financial control committee are to assess the sufficiency of internal funds, obtain the standby banking facilities where necessary, discuss further our potential risks and exposure level, evaluate sufficiency of the existing measures in place to minimize such risks, and formulate new business strategies and follow-up measures where appropriate.

The financial control committee will consist of Mr. Huang Liping, Mr. Wang Yuancheng and Ms. Huang Min.

CORPORATE GOVERNANCE CODE

Pursuant to code provision A.2.1 of the Corporate Governance Code, the role of chairman and the president should be segregated and should not be performed by the same individual. However, we do not have a separate chairman and president and Mr. Huang Liping currently performs these two roles. Our Board believes that vesting the roles of both chairman and president in the same person has the benefit of ensuring consistent leadership within our Group and enables more effective and efficient overall strategic planning for our Group. Our Board considers that the balance of power and authority for the present arrangement will not be impaired and this structure will enable our Company to make and implement decisions promptly and effectively. Our Board will continue to review and consider splitting the roles of chairman of our Board and president of our Company at a time when it is appropriate and suitable by taking into account the circumstances of our Group as a whole.

DIRECTORS AND SENIOR MANAGEMENT

COMPLIANCE ADVISOR

Our Company has appointed GF Capital (Hong Kong) Limited as its compliance advisor pursuant to Rule 3A.19 of the Hong Kong Listing Rules.

The material terms of the compliance advisor's agreement entered into between our Company and the compliance advisor are as follows:

- (1) the compliance advisor's appointment shall be for a period commencing on the date on which the Shares are listed on the Hong Kong Stock Exchange and ending on the date on which our Company comply with Rule 13.46 of the Hong Kong Listing Rules in respect of the financial results of our Group;
- (2) the compliance advisor shall provide our Company with services including guidance and advice as to compliance with the requirement of the Hong Kong Listing Rules and other applicable laws, rules, codes and guidelines, and accompany our Company to any meetings with the Hong Kong Stock Exchange;
- (3) our Company may terminate the appointment of the compliance advisor by giving a 30 days' prior written notice to the compliance advisor. Our Company will exercise such right in compliance with Rule 3A.26 of the Hong Kong Listing Rules. The compliance advisor will have the right to terminate its appointment as compliance advisor under certain specific circumstances and upon notification of the reason of its resignation to the Hong Kong Stock Exchange; and
- (4) during the period of appointment, our Company must consult with, and if necessary, seek advice from the compliance advisor on a timely basis 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, is contemplated, including share issues and share repurchases;
 - (c) where we propose to use the proceeds of the initial public offering in a manner different from that detailed in this prospectus or where our business activities, developments or results materially deviate from any forecast, estimate, or other information in this prospectus; and
 - (d) where the Hong Kong Stock Exchange makes an inquiry of our Company regarding unusual movements in the price or trading volume of our Company.