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京西重工國際有限公司
BEIJINGWEST INDUSTRIES INTERNATIONAL LIMITED
(Incorporated in the Cayman Islands with limited liability)
(Stock code: 2339)

**CHANGE OF DIRECTORS
AND
LIST OF DIRECTORS AND THEIR ROLES AND FUNCTIONS**

CHANGE OF DIRECTORS

The board of directors (the “Board”) of BeijingWest Industries International Limited (the “Company”) announces that:

1. Mr. Wang Zhong (“Mr. Wang”) has resigned as an Executive Director and the Managing Director of the Company with effect from 29 July 2014 and will ipso facto cease to be the chairman of the Executive Committee and a member of the Remuneration Committee of the Company from the same date; and
2. Mr. Jiang Yunan (“Mr. Jiang”) has been appointed as an Executive Director and the Managing Director of the Company as well as the chairman of the Executive Committee and a member of the Remuneration Committee with effect from 29 July 2014.

Mr. Jiang, aged 53, engineer and senior economist. He holds a degree of the Executive Master of Business Administration from Tsinghua University and a degree of Master of Science in Applied Accounting and Finance from Hong Kong Baptist University. Mr. Jiang joined Shougang Corporation in 1992 and thereafter held various senior positions in the groups of Shougang Corporation and Shougang Concord International Enterprises Company Limited, a Hong Kong listed company and an associate of Shougang Corporation. Mr. Jiang was appointed a director and the president of BeijingWest Industries Co., Ltd. (“BWI”), a subsidiary of Shougang Corporation, in June 2014. Each of Shougang Corporation and BWI is a substantial shareholder of the Company within the meaning of Part XV of the Securities and Futures Ordinance (the “SFO”). Mr. Jiang has extensive experiences in management.

A service contract will be entered into between Mr. Jiang and the Company for a term commencing on his date of appointment and ending on 31 December 2016. Under the service contract, Mr. Jiang will be entitled to a salary and discretionary bonus as may be determined by the Board from time to time pursuant to the authority given by the

shareholders of the Company (the “Shareholders”). Such salary and discretionary bonus will be determined with reference to the then prevailing market conditions, the performance of the Company as well as Mr. Jiang’s individual performance. In order to strengthen the working capital of the Company, Mr. Jiang will not receive any salary until as may be otherwise determined by the Remuneration Committee of the Board.

As at the date of this announcement and within the meaning of Part XV of the SFO, Mr. Jiang does not have any interests in the securities of the Company.

In accordance with the articles of association of the Company, Mr. Jiang will hold office until the next following annual general meeting of the Company, at which time he will be eligible for re-election. Thereafter, Mr. Jiang will be subject to rotation requirements as contained in the articles of association of the Company and shall retire from office by rotation at least once every three years.

Mr. Jiang does not hold any directorships in other Hong Kong or overseas listed public companies in the last three years. Save as disclosed above, he does not have any relationship with any directors, senior management or substantial or controlling shareholders of the Company. There is no information relating to the appointment of Mr. Jiang which is discloseable nor is/was he involved in any of the matters required to be disclosed pursuant to any of the requirements of the provisions under Rules 13.51(2)(h) to (v) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited, and there is no other matter that needs to be brought to the attention of the Shareholders.

Mr. Wang has resigned as a director due to his other engagements. Mr. Wang has confirmed that he did not have any disagreement with the Board and there is no other matter relating to his resignation that needs to be brought to the attention of the Shareholders.

The Board would like to take this opportunity to thank for Mr. Wang for his invaluable contributions to the Board during his tenure of service in the Company and welcome Mr. Jiang to the Board.

LIST OF DIRECTORS AND THEIR ROLES AND FUNCTIONS

With effect from 29 July 2014, the members of the Board and the membership of the four Board committees of the Company will be as follows:

Members of the Board

Executive Directors

Mr. Jiang Yunan (Managing Director)

Mr. Li Shaofeng

Non-executive Directors

Mr. Xu Ning (Chairman)

Mr. Zhang Yaochun

Mr. Craig Allen Diem

Independent Non-executive Directors

Mr. Tam King Ching, Kenny

Mr. Leung Kai Cheung

Mr. Yip Kin Man, Raymond

Memberships of the four Board committees

Board Committee Director	Executive Committee	Audit Committee	Remuneration Committee	Nomination Committee
Xu Ning				C
Jiang Yunan	C		M	
Li Shaofeng	M			
Zhang Yaochun				M
Craig Allen Diem				
Tam King Ching, Kenny		C	M	M
Leung Kai Cheung		M	C	M
Yip Kin Man, Raymond		M	M	M

Notes:

C Chairman of the relevant Board committees

M Member of the relevant Board committees

By Order of the Board
BeijingWest Industries International Limited
Li Shaofeng
Executive Director

Hong Kong, 28 July 2014

As at the date of this announcement, the Board comprises Mr. Xu Ning (Chairman), Mr. Wang Zhong (Managing Director), Mr. Li Shaofeng (Executive Director), Mr. Zhang Yaochun (Non-executive Director), Mr. Craig Allen Diem (Non-executive Director), Mr. Tam King Ching, Kenny (Independent Non-executive Director), Mr. Leung Kai Cheung (Independent Non-executive Director) and Mr. Yip Kin Man, Raymond (Independent Non-executive Director).