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## **BIRMINGHAM INTERNATIONAL HOLDINGS LIMITED**

### **伯明翰環球控股有限公司**

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 2309)**

### **AMENDMENT OF BUSINESS AT ANNUAL GENERAL MEETING**

The Board refers to the notice of AGM (“Notice”) announced by the Company on 24 November 2014 and to the circular dated 24 November 2014 in relation to, inter alia, the AGM.

Capitalised terms used herein shall have the same meaning as in the circular referred to above unless the context otherwise requires.

The Board announces that at the AGM, Mr. Chan Shun Wah will not be required to retire by rotation. Mr. Panagiotis Pavlakis, Mr. Wong Ka Chun, Carson, Mr. Liu Enxue and Mr. Li Hanguo will also resign as directors. They will however offer themselves for re-election. Accordingly, the following resolutions will be proposed at the AGM in lieu of resolution no. 2 as set out in the Notice. As such, the AGM circular dated 24 November 2014 shall be read to take into account such amendments.

- (A) To re-elect Mr. Cheung Kwai Nang as an executive director of the Company;
- (B) To re-elect Mr. Peter Pannu as an executive director of the Company;
- (C) To re-elect Mr. Wong Ka Chun, Carson as an independent non-executive director of the Company;
- (D) To re-elect Mr. Panagiotis Pavlakis as an executive director of the Company;
- (E) To re-elect Mr. Liu Enxue as an independent non-executive director of the Company;
- (F) To re-elect Mr. Li Hanguo as an independent non-executive director of the Company.

Details of the retiring directors, namely Mr. Peter Pannu, Mr. Cheung Kwai Nang and Mr. Wong Ka Chun, Carson have been disclosed in the AGM circular. Details of the other retiring directors are as follows:

Mr. Panagiotis Pavlakis (“Mr. Pavlakis”), aged 38, holds a Master of Science Degree in Investment and Finance awarded by Middlesex University in London, UK in 2001, while he obtained a Bachelor’s Degree in Computer Science from Aston University of Birmingham, UK in 1999. Mr. Pavlakis has more than 10 years working experience in Financial Industry in both Cities of London and Hong Kong. Previously he worked in London for Bloomberg LP, a well-known multi-national financial media organization, for more than 3 years in the area of mutual funds and hedge funds analysis and further business developing.

Since January 2008 and prior to his appointment as a director of the Company he has been working for Kingsway Financial Group, a Hong Kong-based Investment Bank, as an Equity Capital Markets Banker. During these years he has been involved to a number of corporate actions and other raising capital activities in Hong Kong Capital markets for Chinese and International Companies; these activities were ranging from coordinating and running IPOs to executing several Secondary Offering deals such as Placements of Shares, Warrants, and Convertible Bonds. He has been also organizing a number of Roadshows for HK-listed Companies not only in Hong Kong and China but also in the cities of Singapore, London, Frankfurt, Dubai, Abu Dhabi and Moscow where a number of his international institutional investors are located.

There is no service contract entered into between the Company and Mr. Pavlakis. He has no fixed term of service of the Company. Mr. Pavlakis will hold office until the next annual general meeting of the Company and will be subject to retirement by rotation and re-election in accordance with the articles of association of the Company. He will be entitled to a Directors’ fee to be determined by the remuneration committee of the Company with reference to his duties and responsibility in the Company and the market benchmark.

Mr. Pavlakis has not held any directorship in other listed companies in Hong Kong or overseas in the last three years. Save as being a director of Birmingham City Plc and Birmingham City Football Club, being subsidiaries of the Company, he has not held any other positions with the Company or other members of the Group. Mr. Pavlakis does not have any relationship with any director, senior management or substantial or controlling shareholder of the Company. Apart from his holding of 380,000 Shares, he does not have any interest in the Shares within the meaning of Part XV of the Securities and Futures Ordinance (the “SFO”).

The Board is not aware of any matter in relation to the appointment of Mr. Pavlakis that is required to be disclosed pursuant to Rule 13.51(2)(h) to (v) of the Rules Governing the Listing of Securities on the Stock Exchange (the “Listing Rules”) and any other matter that needs to be brought to the attention of the shareholders of the Company.

Save as disclosed above, the Board is not aware of any matter in relation to the appointment of Mr. Pavlakis that is required to be disclosed pursuant to Rule 13.51(2)(h) to (v) of the Listing Rules and any other matter that needs to be brought to the attention of the shareholders of the Company

Mr. Liu Enxue (“Mr. Liu”), aged 63, is a holder of university degree and senior engineer qualification (entitled to special government allowance), and was Deputy to the Ninth and Tenth Session of the National People’s Congress. Mr. Liu has consecutively served as the section chief, secretary to the Communist Party Committee, branch manager of Jiangnan Oilfield, and the president of Jiangnan Petroleum Broach Company Limited. He has acted as the section chief and branch manager of Zhongyuan Oilfield, as well as the president, secretary of the Communist Party Committee and minister of the coordinating committee of Zhongyuan Oil and Gas Company Limited, Mr. Liu was the head of the preparatory team and secretary of the Communist Party Committee of the natural gas branch company of China Petroleum & Chemical Corporation since June 2004, and served as the chairman of the supervisory committee of Sinopec Asset Company.

There is no service contract entered into between the Company and Mr. Liu. He has no fixed term of service with the Company. Mr. Liu will hold office until the next annual general meeting of the Company and will be subject to retirement by rotation and re-election in accordance with the articles of association of the Company. He will be entitled to Directors’ fee to be determined by the remuneration Committee of the Company with reference to his duties and responsibility in the Company and the market benchmark.

Mr. Liu has not held directorship in any other listed companies in Hong Kong in the last three years. He has not held any other position with the Company or other members of the Group. Mr. Liu does not have any relationship with any director, senior management or substantial or controlling shareholder of the Company. He does not have any interest in the shares of the Company within the meaning of Part XV of the SFO.

The Board is not aware of any matter in relation to the appointment of Mr. Liu that is required to be disclosed pursuant to Rule 13.51(2)(h) to (v) of the Listing Rules and any other matter that needs to be brought to the attention of the shareholders of the Company.

Mr. Li Hanguo (“Mr. Li”), aged 58, holds a Master Degree of Accounting. Mr. Li is the Director of the Securities and Futures Research Centre, Professor of finance and a postgraduate tutor at Jiangxi University of Finance (JUFE). He used to work as the vice Director of Accounting college and Director of the Securities and Futures Research Center at JUFE, and was a President of Jiangxi Rich Futures Ltd., Executive Vice President of Minfa Securities Ltd., President of China Sifang Holding Ltd., and the Chairman of Wanlian Securities Ltd. He is a holder of certified public accountant, futures and securities certifications and independent director qualification of Listing Company.

Mr. Li is an independent director of Heng Gagaoxin Co., Ltd., Sanchuan Shuibiao Co., Ltd., Xinhui Meida Nylon Co., Ltd., Jiangxi Jing’an Gaoke Co” Ltd. Mr. Li is also working as the counsellor of the People’s Government of Nanchang City and a member of Financial Committee at Zhengzhou Commodity Exchange.

There is no service contract entered into between the Company and Mr. Li. He has no fixed term of service with the Company. Mr. Li will hold office until the next annual general meeting of the Company and will be subject to retirement by rotation and re-election in accordance with the articles of association of the Company. He will be entitled to directors' fee to be determined by the remuneration committee of the Company with reference to his duties and responsibility in the Company and the market benchmark.

Mr. Li has not held directorship in any other listed companies in Hong Kong in the last three years. He has not held any other position with the Company or other members of the Group. Mr. Li does not have any relationship with any director, senior management or substantial or controlling shareholder of the Company. He does not have any interest in the shares of the Company within the meaning of Part XV of the SFO.

The Board is not aware of any matter in relation to the appointment of Mr. Li that is required to be disclosed pursuant to Rule 13.51(2)(h) to (v) of the Rules Governing the Listing Rules and any other matter that needs to be brought to the attention of the shareholders of the Company.

**A new proxy form shall be despatched by the Company as soon as possible and in any event by no later than 16 December 2014. Previous proxy forms despatched in connection with the AGM circular will no longer be valid for use in connection with the AGM.**

By Order of the Board  
**BIRMINGHAM INTERNATIONAL HOLDINGS LIMITED**  
**Cheung Shing**  
*Executive Director and Chairman*

Hong Kong, 15 December 2014

*As at the date hereof, the executive directors of the Company are Mr. Cheung Shing, Mr. Peter Pannu, Mr. Ma Shui Cheong, Mr. Chan Shun Wah, Mr. Cheung Kwai Nang, Mr. Chen Liang and Mr. Panagiotis Pavlakis and the independent non-executive directors are Mr. Wong Ka Chun, Carson, Mr. Gao Shi Kui, Mr. Liu Enxue and Mr. Li Hanguo.*