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CHINA SANDI HOLDINGS LIMITED

中國三迪控股有限公司

(Incorporated in Bermuda with limited liability)

(Stock Code: 00910)

RESIGNATION AND APPOINTMENT OF EXECUTIVE DIRECTOR

The Board announces that with effect from 5 March 2015:

- (1) Ms. Zhang Jianchan has resigned as an executive director of the Company; and
- (2) Mr. Lin Jianbin has been appointed as an executive director of the Company.

(1) RESIGNATION OF EXECUTIVE DIRECTOR

The board of directors (the “**Board**”) of directors (the “**Director**”) of China Sandi Holdings Limited (the “**Company**”) hereby announced that Ms. Zhang Jianchan has tendered her letter of resignation and resigned as an executive director of the Company with effect from 5 March 2015 due to her personal reasons.

Ms. Zhang has confirmed that she has no disagreement with the Board and that there are no other matters relating to her resignation which needs to be brought to the attention of the shareholders or creditors of the Company, and that she has no claims against the Company whether by way of compensation, severance payments, expenses, damages or otherwise.

The Board would like to express its sincere gratitude to Ms. Zhang for her contribution during her term of office with the Company.

(2) APPOINTMENT OF EXECUTIVE DIRECTOR

The board is pleased to announce that Mr. Lin Jianbin (“**Mr. Lin**”) will be appointed as the executive director of the Company with effect from 5 March 2015.

Mr. Lin, aged 43, has a MBA degree from the Open University of Hong Kong and a bachelor's degree in 福建金融管理幹部學院. Prior to joining the Group, he worked in banks and commercial sector including property development and construction companies for over ten years. Mr. Lin will be responsible for the financial and operating performance for the various subsidiaries of the Group in the PRC.

As at the date of this announcement, Mr. Lin has not held any directorship in other listed public companies in the last three years and he joined Fujian Sinco Industrial Co. Ltd., an indirect wholly owned subsidiary of the Company on 29 December 2014. Mr. Lin does not have any other relationship with any director, senior management, substantial or controlling shareholder(s) of the Company.

Mr. Lin will be appointed for a term of 3 years commencing on 5 March 2015. Mr. Lin will not be entitled to a director's fee (subject to annual review by the Board and the remuneration committee of the Company) and he receives RMB770,000 per annum as salary in Fujian Sinco Industrial Co. Ltd., (an indirect wholly owned subsidiary of the Company). Mr. Lin will not enter into or propose to enter into any service agreements with the Company or any member of the Group other than contracts expiring or determinable by the employer within one year without payment of compensation (other than statutory compensation). Mr. Lin is subject to retirement by rotation and re-election at the annual general meeting of the Company in accordance with the bye-laws of the Company.

As at the date of this announcement, Mr. Lin does not have any interests or short positions in the Shares, underlying shares or debentures of the Company or any of its associated corporations within the meaning of Part XV of the Securities and Futures Ordinance.

Mr. Lin is not aware of any other matters that need to be brought to the attention of the shareholders of the Company and there is no information to be disclosed pursuant to Rules 13.51(2)(h) to (v) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited in relation to his appointment.

The appointment of Mr. Lin will take effect on 5 March 2015 and the Board would like to express its warm welcome to Mr. Lin in joining the Company.

By order of the Board
China Sandi Holdings Limited
Guo Jiadi
Chairman

Hong Kong, 5 March 2015

As at the date of this announcement, the Board comprises Mr. Guo Jiadi, Ms. Amika Lan E Guo and Mr. Lin Jianbin, being the executive Directors; Mr. Chi Chi Hung, Kenneth, being the non-executive Director and Dr. Wong Yun Kuen, Mr. Chan Yee Ping, Michael, Mr. Yu Pak Yan, Peter, Mr. Zheng Jinyun and Mr. Zheng Yurui, being the independent non-executive Directors.