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Jinmao Investments

金茂投資

(As constituted pursuant to a deed of trust on 13 June 2014 under the laws of Hong Kong, the trustee of which is Jinmao (China) Investments Manager Limited)

and

Jinmao (China) Investments Holdings Limited

金茂（中國）投資控股有限公司

(Registered in the Cayman Islands with limited liability)

Stock code: 06139

CHANGE OF NON-EXECUTIVE DIRECTOR AND CHAIRMAN

The boards of directors (the “**Boards**”) of Jinmao (China) Investments Manager Limited (the “**Trustee-Manager**”, as trustee-manager of Jinmao Investments (the “**Trust**”)) and Jinmao (China) Investments Holdings Limited (the “**Company**”) hereby announce that, in view of reaching his retirement age, Mr. He Cao has retired as the Trustee-Manager and chairman and the non-executive director of the Company (the “**Director**”) with effect from 9 October 2015. Mr. He Cao has confirmed that there is no disagreement with the Boards during his terms of office and there is no matter relating to his retirement that needs to be brought to the attention of the holders of share stapled units jointly issued by the Trust and the Company (“**Share Stapled Units**”).

On 9 October 2015, the Boards also announce that Mr. Cai Xiyong has been appointed as a non-executive Director and the chairman of the Trustee-Manager and the Company.

Mr. Cai Xiyong, aged 55, has been serving as a director and president of Sinochem Group since August 2014. He has also been serving as the vice-chairman of Sinochem Corporation since October 2014. Prior to joining the Sinochem Group, Mr. Cai held successive senior management positions as vice president of Jinzhou Petrochemical Corporation, a subsidiary of China Petrochemical Corporation, vice president of Dalian West Pacific Petrochemical Corporation, executive vice president of Sinopec Sales Co., Ltd., director and president of China International United Petroleum & Chemicals Co., Ltd., general legal counsel, vice president and senior vice president of China Petroleum and Chemical Corporation and a member of the Party Leadership Group of China Petrochemical Corporation. From May 2009 to August 2014, Mr. Cai was a director of China Petroleum and Chemical Corporation (listed on the Shanghai Stock Exchange, stock code: 600028; and listed on The Stock Exchange of Hong Kong Limited, stock code: 00386). From June 2012 to January 2015, he was a non-executive director and the chairman of SINOPEC Engineering (Group) Co., Ltd. (listed on The Stock Exchange of Hong Kong Limited, stock code: 02386). Mr. Cai has over 20 years’ extensive practical experience and vast influence in corporate management, procurement management and legal areas. Mr. Cai obtained his bachelor’s degree in automated production and processing of petroleum at Fushun Petroleum Institute (currently known as Liaoning Shihua University) in December 1982, and completed Master of Business Administration courses from the National Center for Industrial Science and Technology Management Development in Dalian in October 1990. He obtained the title of professor-level senior economist in November 2007.

Saved as disclosed above, Mr. Cai did not hold any directorship in other listed public companies in the three years preceding the date of this announcement, nor does he have any relationship with any other Director, senior management of the Trustee-Manager and the Company, or substantial or controlling holders of Share Stapled Units and ordinary shares and preference shares of the Company. As at the date of this announcement, Mr. Cai does not have any interest in the Share Stapled Units and underlying Share Stapled Units or shares and underlying shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

Mr. Cai has entered into a letter of appointment with the Trustee-Manager and the Company for a term commencing from 9 October 2015 and ending on the date of the 2015 annual general meeting of holders of Share Stapled Units. Pursuant to the articles of association of the Company, Mr. Cai will be subject to re-election at the 2015 annual general meeting of holders of Share Stapled Units. Mr. Cai will not receive any fee for his appointment as a non-executive Director and chairman.

Save as disclosed above, Mr. Cai does not have any information to disclose pursuant to Rule 13.51(2)(h) to (v) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited. There are no other matters concerning Mr. Cai's appointment as a non-executive Director and chairman of the Trustee-Manager and the Company that need to be brought to the attention of holders of Share Stapled Units.

The Boards would like to take this opportunity to express their sincere gratitude to Mr. He Cao for his valuable contributions during his terms of office as a non-executive Director and the chairman and would also like to welcome Mr. Cai on joining the Boards.

By Order of the Boards
Jinmao (China) Investments Manager Limited
and
Jinmao (China) Investments Holdings Limited
Cai Xiyou
Chairman

Hong Kong, 9 October 2015

As at the date of this announcement, the directors of the Trustee-Manager and the Company are Mr. Cai Xiyou (Chairman), Mr. Li Congrui and Mr. Jiang Nan as non-executive directors; Mr. Zhang Hui as executive director and Chief Executive Officer; and Dr. Chung Shui Ming Timpson, Dr. Chen Jieping and Dr. Xin Tao as independent non-executive directors.