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新明中国控股

XINMING CHINA

Xinming China Holdings Limited

新明中國控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 2699)

APPOINTMENT OF EXECUTIVE DIRECTOR

The Board (the “**Board**”) of directors (the “**Directors**”) of Xinming China Holdings Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) is pleased to announce that Mr. Wong Thian Tsu Michael (“**Mr. Wong**”) has been appointed as an executive Director with effect from 24 June 2016. The details of Mr. Wong are set out as follows:

Mr. Wong, aged 56, has been working in the overseas investment department of the Company since 1 June 2016, and is responsible for the Company’s development strategic plan and the promotion and strategy development of the Company’s projects overseas. Mr. Wong graduated from University of New South Wales and obtained his degree in Economics and Finance in 1983.

Mr. Wong has over 30 years of experience in matching candidates to projects in the financial industry, particularly with commodities and physical asset investments. Prior to joining the Group, he served as principal & lead consultant of Ecopal Ltd in Singapore from March 2006 to September 2015. He worked with WP Capital in Singapore as the financial consultant from March 2001 to June 2005. Mr. Wong acted as the deputy vice president in the Malaysian branch of IAM Malaysia (Japan) ADB BHD from March 1997 to September 2001.

Save as disclosed in this announcement, Mr. Wong (i) did not hold any directorship in any other public companies the securities of which are listed on any securities market in Hong Kong or overseas in the last three years; (ii) does not hold any position with the Company or any of its subsidiaries; (iii) does not have any relationship with any other Directors, senior management or substantial or controlling shareholders of the Company; and (iv) does not have any other major appointment or professional qualification.

Mr. Wong has entered into a service agreement with the Company as an executive Director for a term of three years commencing from 24 June 2016, which may be terminated by either the Company or Mr. Wong by giving at least three months written notice or otherwise in accordance with the terms of the service agreement. According to the articles of association of the Company, Mr. Wong shall retire from office by rotation and be eligible for re-election at the next general meeting of the Company.

Pursuant to the service agreement entered into between Mr. Wong and the Company, Mr. Wong is entitled to a remuneration of HK\$25,000 per month as well as a bonus which is determined by the Board with reference to the general operating results of the Company and the performance of Mr. Wong and a year-end bonus equal to his monthly remuneration upon completion of twelve-month service, which shall be pro-rated to his tenure of service if Mr. Wong fails to provide a full-year service. The amount is determined by the remuneration and nomination committees under the Board after having considered the experience, duties and responsibilities of Mr. Wong and the prevailing market rate of companies of comparable size and similar operation.

As at the date of this announcement, Mr. Wong does not have, and/or is not deemed to have, any interests or short positions in any shares, underlying shares or debentures of the Company or its associated corporations (as defined under Part XV of the Securities and Futures Ordinance, Chapter 571 of the Laws of Hong Kong).

There are no other matters in relation to Mr. Wong's appointment that need to be brought to the attention of the shareholders of the Company nor is there any information 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 of Hong Kong Limited.

The Board would like to take this opportunity to welcome Mr. Wong to join the Board.

By order of the Board
Xinming China Holdings Limited
Chen Chengshou
Chairman and Chief Executive Officer

Hong Kong, 24 June 2016

As at the date of this announcement, the executive Directors are Mr. Chen Chengshou, Mr. Feng Cizhao and Mr. Wong Thian Tsu Michael; the non-executive Director is Ms. Gao Qiaoqin; and the independent non-executive Directors are Mr. Gu Jiong, Mr. Lo Wa Kei, Roy and Mr. Fong Wo, Felix.