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PING SHAN

PING SHAN TEA GROUP LIMITED

坪山茶業集團有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 364)

APPOINTMENT OF EXECUTIVE DIRECTORS AND NON-COMPLIANCE WITH RULE 3.10A OF THE LISTING RULES

The board (the “Board”) of directors (the “Directors”) of Ping Shan Tea Group Limited (the “Company”) announces that Mr. Zhang Lu (“Mr. Zhang”) and Mr. Zhou Yao Bo (“Mr. Zhou”) have been appointed as executive Directors with effect from 25 August 2016.

Biographical details of Mr. Zhang and Mr. Zhou are set out as follows:

Mr. Zhang, aged 46, graduated from Shenyang No.56 Secondary School* (瀋陽市第56中學) in 1988 and was admitted to Liaoning University with a major in Chinese in the same year. Mr. Zhang worked at Bureau of materials and equipment of Shenyang* (瀋陽物資局) in 1990. He devoted himself to the fields of finance, securities and funds since 1991. He was the vice president of Liaoning Zhongshan Group* (遼寧中山集團), chairman of Liaoning Xianfeng Internet Technology Co., Limited* (遼寧先鋒網絡科技有限公司), president of Dalian Jinsheng Investment Co., Limited* (大連金聖投資擔保有限公司) and chairman of Bit Technology Holding Co., Ltd. (a listed company). Mr. Zhang was the chairman of the board of China Hualian Group Investment Holdings Limited and Hualian Electric Commerce Group Co., Ltd.* (華聯電子商務集團) in 2008 and 2013 respectively. He was involved in the M&A of Hua An Fu Investment Holdings Limited* (華安富投資控股集團) and took the position of the chairman of the board in 2015. He was one of the foremost signature people in the equity market of China.

Save as disclosed above, Mr. Zhang has not held directorship in other listed companies in the past three years or any other positions with the Company and other members of the Company's group. Mr. Zhang has no interest in the shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance. Mr. Zhang does not have any relationship with any other directors, senior management, substantial shareholders or controlling shareholders of the Company.

Mr. Zhang has entered into a service agreement with the Company for a term of one year commencing from 25 August 2016, which shall be terminated by either party giving not less than one month's notice in writing to the other party. Mr. Zhang is entitled to an annual remuneration of HK\$120,000, which is determined upon negotiation between Mr. Zhang and the Company at arm's length on the basis of his previous experience, professional qualification, responsibility to be involved in the Company and the amount of time devoted to the Company's business as well as the prevailing market conditions. Mr. Zhang will be subjected to retirement by rotation and re-election at the next annual general meeting of the Company in accordance with the Company's articles of association.

Mr. Zhou, aged 56. He worked in Nanmu Group* (南木集團) (a state-owned enterprise) from 1978 to 1989, and Shen Yin* (申銀), Nanjing branch, from 1990 to 1995. He worked in the Nanjing office of China Southern Securities* (南方證券) from 1996 to 1999 and Nanjing Tian He Stone Co., Ltd.* (南京天和石材公司) from 2000 to 2008. Since 2009, Mr. Zhou has held office in the management office of international engineering at Zhong Jiang International* (中江國際).

Save as disclosed above, Mr. Zhou has not held directorship in other listed companies in the past three years or any other positions with the Company and other members of the Company's group. Mr. Zhou has no interest in the shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance. Mr. Zhou does not have any relationship with any other directors, senior management, substantial shareholders or controlling shareholders of the Company.

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Save as disclosed above, there are no other matters that need to be brought to the attention of the shareholders and there is no other information required to be disclosed pursuant to any of the requirements of rules 13.51(2)(h) to 13.51(2)(v) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “Listing Rules”).

The Board would like to extend a warm welcome to Mr. Zhang and Mr. Zhou in joining the Board.

NON-COMPLIANCE WITH RULE 3.10A OF THE LISTING RULES

Following the appointment of Mr. Zhang and Mr. Zhou, the composition of the Board comprises seven executive Directors and three independent non-executive Directors. As a result, the number of independent non-executive Directors fell below the minimum number required under Rule 3.10A of the Listing Rules.

The Company is endeavoring to identify suitable candidate to fill the vacancy as soon as practicable, with the relevant appointment to be made within three months from the date of this announcement to meet the requirements under the Listing Rules. Further announcement will be made by the Company as and when appropriate.

By Order of the Board of
Ping Shan Tea Group Limited
Cai Yangbo
Managing and Executive Director

Hong Kong, 25 August 2016

As at the date of this announcement, the executive directors of the Company are Mr. Cai Zhenrong, Mr. Cai Zhenyao, Mr. Cai Zhenying, Mr. Cai Yangbo, Mr. Choi Wing Toon, Mr. Zhang Lu and Mr. Zhou Yao Bo. The independent non-executive directors of the Company are Mr. Lawrence Gonzaga, Ms. Choy So Yuk, BBS, JP and Mr. Chin Hon Siang.

* *For identification purpose only*