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京西重工國際有限公司
BEIJINGWEST INDUSTRIES INTERNATIONAL LIMITED
(Incorporated in the Cayman Islands with limited liability)
(Stock Code: 2339)

CHANGES OF DIRECTORS
AND
LIST OF DIRECTORS AND THEIR ROLES AND FUNCTIONS

CHANGES OF DIRECTORS

The board of directors (the “Board”) of BeijingWest Industries International Limited (the “Company”) announces that:

1. Mr. Jiang Yunan (“Mr. Jiang”), an Executive Director of the Company, will cease to act as the Managing Director of the Company with effect from 1 September 2016 but remains as the Chairman of the Company;
2. Mr. Chen Zhouping (“Mr. Chen”) has been appointed as an Executive Director and the Managing Director of the Company as well as a member of the Executive Committee of the Company with effect from 1 September 2016;
3. Mr. Thomas P Gold (“Mr. Gold”) has been appointed as an Executive Director of the Company and a member of the Executive Committee of the Company with effect from 1 September 2016;
4. Mr. Craig Allen Diem (“Mr. Diem”) has resigned as an Executive Director of the Company with effect from 1 September 2016 and will ipso facto cease to act as a member of the Executive Committee of the Company from the same date; and
5. Mr. Bogdan Józef Such (“Mr. Such”) has resigned as an Executive Director of the Company with effect from 1 September 2016 and will ipso facto cease to act as a member of the Executive Committee of the Company from the same date.

Mr. Jiang, aged 55, engineer and senior economist. He holds a master's degree in business administration from Tsinghua University and a master's degree in applied accounting and finance from Hong Kong Baptist University. Mr. Jiang was appointed an Executive Director and the Managing Director of the Company in July 2014. He was also appointed as the Chairman of the Board in June 2016. Mr. Jiang is the chairman of the Executive Committee and the Nomination Committee, and a member of the Remuneration Committee of the Company. In order to satisfy the requirement under code provision A.2.1 of the Corporate Governance Code as set out in Appendix 14 of Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "Listing Rules") that the roles of chairman and chief executive should be separate and should not be performed by the same individual, Mr. Jiang will cease to act as the Managing Director of the Company with effect from 1 September 2016 but remains as the Chairman of the Company. Mr. Jiang joined Shougang Corporation in 1992 and thereafter held various senior positions in the groups of Shougang Corporation and Shougang Concord International Enterprises Company Limited ("Shougang International"), a Hong Kong listed company and an associate of Shougang Corporation. Mr. Jiang was appointed a director of BeijingWest Industries Co., Ltd. ("BWI"), a subsidiary of Shougang Corporation, in June 2014 and currently is the chairman and president of BWI. Each of Shougang Corporation and BWI is a substantial shareholder of the Company within the meaning of Part XV of the Securities and Futures Ordinance (the "SFO"). Mr. Jiang has extensive experiences in management.

A service contract was entered into between Mr. Jiang and the Company for a term commencing on 29 July 2014 and ending on 31 December 2016. Under the service contract, Mr. Jiang is entitled to a salary and discretionary bonus as may be determined by the Board from time to time. Such salary and discretionary bonus will be determined with reference to the then prevailing market conditions, the performance of the Company as well as Mr. Jiang's individual performance. In order to strengthen the working capital of the Company, Mr. Jiang has not received any salary since the date of his appointment as a Director of the Company.

As at the date of this announcement and within the meaning of Part XV of the SFO, Mr. Jiang does not have any interests in the securities of the Company.

Mr. Jiang is subject to rotation requirements as contained in the articles of association of the Company and shall retire from office by rotation at least once every three years.

Mr. Jiang does not hold any directorships in other Hong Kong or overseas listed public companies in the last three years. Save as disclosed above, he does not have any relationship with any directors, senior management or substantial or controlling shareholders of the Company. There is no information relating to the re-designation of Mr. Jiang which is discloseable nor is/was he involved in any of the matters required to be disclosed pursuant to any of the requirements of the provisions under Rules 13.51(2)(h) to (v) of the Listing Rules, and there is no other matter that needs to be brought to the attention of the shareholders of the Company.

Mr. Chen, aged 50, graduated from the School of Economics and Management, Tsinghua University and is a member of the Chinese Institute of Certified Public Accountants. Mr. Chen joined Shougang Corporation in 1988 and held various senior positions in the group of Shougang Corporation. Shougang Corporation is a substantial shareholder of the Company

within the meaning of Part XV of the SFO. Mr. Chen was a director of Shougang International from November 2002 to September 2014 and a director of Shougang Fushan Resources Group Limited (“Shougang Resources”) from January 2009 to September 2014. Both Shougang International and Shougang Resources are Hong Kong listed companies. Mr. Chen was also a non-executive director of Mount Gibson Iron Limited, a company listed on the Australian Securities Exchange, from January 2009 to April 2014. He has extensive experience in steel industry, engineering design, human resources and management.

A service contract will be entered into between Mr. Chen and the Company for a term commencing on 1 September 2016 and ending on 31 December 2016, subject to renewal. Under the service contract, Mr. Chen will be entitled to a salary and discretionary bonus as may be determined by the Board or its delegated committee(s) from time to time. Such salary and discretionary bonus will be determined with reference to the then prevailing market conditions, the performance of the Company as well as Mr. Chen’s individual performance. For the period from the date of appointment as a Director of the Company to 31 December 2016, Mr. Chen’s monthly salary will be HK\$172,800. Such salary was determined by the Remuneration Committee with reference to the prevailing market conditions as well as the experience of Mr. Chen.

As at the date of this announcement and within the meaning of Part XV of the SFO, Mr. Chen does not have any interests in the securities of the Company.

In accordance with the articles of association of the Company, Mr. Chen will hold office until the first general meeting of the Company after his appointment and shall then be eligible for re-election. Thereafter, Mr. Chen will be subject to rotation requirements as contained in the articles of association of the Company and shall retire from office by rotation at least once every three years.

Save for disclosed above, Mr. Chen does not hold any directorships in other Hong Kong or overseas listed public companies in the last three years. Save as disclosed above, he does not have any relationship with any directors, senior management or substantial or controlling shareholders of the Company. There is no information relating to the appointment of Mr. Chen as a director which is discloseable nor is/was he involved in any of the matters required to be disclosed pursuant to any of the requirements of the provisions under Rules 13.51(2)(h) to (v) of the Listing Rules, and there is no other matter that needs to be brought to the attention of the shareholders of the Company.

Mr. Gold, aged 57, graduated with Bachelor’s degree in Mechanical Engineering from General Motors Institute (currently known as Kettering University), United States in 1981. Since 1981, Mr. Gold has worked in the automotive components business with General Motors, Delphi Corporation and BWI respectively. BWI is a substantial shareholder of the Company within the meaning of Part XV of the SFO. During the period from 1981 to 1990, Mr. Gold was product development engineer and supervisor in anti-vibration devices department of General Motors. From 1990 to 1992, Mr. Gold was manufacturing general supervisor in brake components department of General Motors. From 1992 to 1998, Mr. Gold served as manufacturing engineering manager and later became manufacturing operations manager in anti-vibration devices department of General Motors. From 1998 to 2008, Mr. Gold served as global product line executive in Delphi Energy and Chassis Systems, and he was responsible for multiple product lines within the chassis business unit

including electronic suspensions, anti-vibration devices, chassis components, and Liteflex springs. From 2009 to 2012, Mr. Gold served as Global Purchasing Director in BWI, and he was responsible for the direct and indirect material procurement of global business in six manufacturing facilities and three major technology centers. From 2012 to 2015, Mr. Gold served as Assistant President and doubled as Global Purchasing Director in BWI. Mr. Gold currently is Vice President of Operations in BWI. BWI is a substantial shareholder of the Company within the meaning of Part XV of the SFO.

A service contract will be entered into between Mr. Gold and the Company for a term commencing on 1 September 2016 and ending on 31 December 2016. Under the service contract, Mr. Gold will be entitled to a salary and discretionary bonus as may be determined by the Board or its delegated committee(s) from time to time. Such salary and discretionary bonus will be determined with reference to the then prevailing market conditions, the performance of the Company as well as Mr. Gold's individual performance. In order to strengthen the working capital of the Company, Mr. Gold will not receive any salary until as may be otherwise determined by the Remuneration Committee of the Board.

As at the date of this announcement and within the meaning of Part XV of the SFO, Mr. Gold does not have any interests in the securities of the Company.

In accordance with the articles of association of the Company, Mr. Gold will hold office until the first general meeting of the Company after his appointment and shall then be eligible for re-election. Thereafter, Mr. Gold will be subject to rotation requirements as contained in the articles of association of the Company and shall retire from office by rotation at least once every three years.

Mr. Gold does not hold any directorships in other Hong Kong or overseas listed public companies in the last three years. Save as disclosed above, he does not have any relationship with any directors, senior management or substantial or controlling shareholders of the Company. There is no information relating to the appointment of Mr. Gold as a director which is discloseable nor is/was he involved in any of the matters required to be disclosed pursuant to any of the requirements of the provisions under Rules 13.51(2)(h) to (v) of the Listing Rules, and there is no other matter that needs to be brought to the attention of the shareholders of the Company.

Each of Mr. Diem and Mr. Such has resigned as a director due to his other engagements. Each of Mr. Diem and Mr. Such has confirmed that he did not have any disagreement with the Board and there is no other matter relating to his resignation that needs to be brought to the attention of the shareholders of the Company.

The Board would like to take this opportunity to thank Mr. Diem and Mr. Such for their invaluable contributions to the Board during their tenure of service in the Company and welcome Mr. Chen and Mr. Gold to the Board.

LIST OF DIRECTORS AND THEIR ROLES AND FUNCTIONS

With effect from 1 September 2016, the members of the Board and the memberships of the four Board committees of the Company will be as follows:

Members of the Board

Executive Directors

Mr. Jiang Yunan (Chairman)
Mr. Chen Zhouping (Managing Director)
Mr. Li Shaofeng
Mr. Qi Jing
Mr. Thomas P Gold

Non-executive Directors

Mr. Zhang Yaochun

Independent Non-executive Directors

Mr. Tam King Ching, Kenny
Mr. Leung Kai Cheung
Mr. Yip Kin Man, Raymond

Memberships of the four Board committees

Board Committee Director	Executive Committee	Audit Committee	Remuneration Committee	Nomination Committee
Jiang Yunan	C		M	C
Chen Zhouping	M			
Li Shaofeng	M			
Qi Jing	M			
Thomas P Gold	M			
Zhang Yaochun				M
Tam King Ching, Kenny		C	M	M
Leung Kai Cheung		M	C	M
Yip Kin Man, Raymond		M	M	M

Notes:

C Chairman of the relevant Board committees
M Member of the relevant Board committees

By Order of the Board
BeijingWest Industries International Limited
Jiang Yunan
Chairman and Managing Director

Hong Kong, 26 August 2016

As at the date of this announcement, the Board comprises Mr. Jiang Yunan (Chairman and Managing Director), Mr. Li Shaofeng (Executive Director), Mr. Qi Jing (Executive Director), Mr. Craig Allen Diem (Executive Director), Mr. Bogdan Józef Such (Executive Director), Mr. Zhang Yaochun (Non-executive Director), Mr. Tam King Ching, Kenny (Independent Non-executive Director), Mr. Leung Kai Cheung (Independent Non-executive Director) and Mr. Yip Kin Man, Raymond (Independent Non-executive Director).