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**China Opto Holdings Limited**

**中國新進控股有限公司**

*(Incorporated in Bermuda with limited liability)*

*Website: [www.chinaopto.com.hk](http://www.chinaopto.com.hk)*

**(Stock Code: 1332)**

**RESIGNATION OF NON-EXECUTIVE DIRECTOR;  
CHANGE OF CHAIRMAN OF THE BOARD AND  
THE NOMINATION COMMITTEE; AND  
CHANGE OF COMPOSITION OF THE REMUNERATION COMMITTEE**

The Board announces that with effect from 23 January 2017:

1. Dr. Lam How Mun Peter resigned as a Non-Executive Director, the Chairman of the Board, the chairman of the Nomination Committee and a member of the Remuneration Committee of the Company; and
2. Mr. Wang Liang, the Executive Director of the Company, has been appointed as the Chairman of the Board, the chairman of the Nomination Committee and a member of the Remuneration Committee of the Company.

This announcement is made pursuant to Rule 13.51(2) to the Rules (the “Listing Rules”) Governing the Listing Securities of The Stock Exchange of Hong Kong Limited (the “Stock Exchange”).

**RESIGNATION OF NON-EXECUTIVE DIRECTOR**

The board of directors (the “Board”) of China Opto Holdings Limited (the “Company”) hereby announces that Dr. Lam How Mun Peter (“Dr. Lam”) resigned as a Non-Executive Director of the Board of the Company with effect from 23 January 2017.

**CHANGE OF CHAIRMAN OF THE BOARD AND THE NOMINATION COMMITTEE**

The Board also announces that Dr. Lam resigned as the Chairman of the Board and the chairman of the Nomination Committee of the Company. Mr. Wang Liang (“Mr. Wang”), the Executive Director, has been appointed as the Chairman of the Board and the chairman of the Nomination Committee of the Company following the resignation of Dr. Lam with effect from 23 January 2017.

## **CHANGE OF COMPOSITION OF THE REMUNERATION COMMITTEE**

The Board further announces that Dr. Lam resigned as a member of the Remuneration Committee of the Company and Mr. Wang has been appointed as a member of the Remuneration Committee of the Company with effect from 23 January 2017.

Mr. Wang, aged 31, has been appointed as an Executive Director of the Company on 1 September 2016. He is a member of the Executive Committee of the Company and also serves as a director of several subsidiaries of the Company. He holds a bachelor's degree in physics from Imperial College of Science, Technology and Medicine, University of London and a master's degree in international finance from The University of Westminster. He has extensive experience in the international finance and project management. He had been working in international investment banks and responsible for clients' project management, projects merger and acquisition and various initial public offerings.

Mr. Wang was an executive director (from January 2014 to February 2016), a chairman (from August 2014 to February 2016), a non-executive director (from February 2016 to August 2016) and a vice-chairman (from February 2016 to August 2016) of Tack Fiori International Group Limited. He was also an executive director of PME Group Limited (currently known as China Ever Grand Financial Leasing Group Co., Ltd.) from December 2012 to December 2014. The shares of the above companies are listed on the Stock Exchange. Save as disclosed, Mr. Wang has not held any directorship in other listed public companies in the last three years.

Mr. Wang has entered into a service agreement with the Company for a term of 3 years commencing on 1 September 2016 which is terminable on not less than one month's notice in writing served by either party. He is subject to retirement by rotation and re-election pursuant to the Company's Bye-laws. Mr. Wang is entitled to receive an initial monthly salary of HK\$100,000 and a discretionary year-end bonus or his pro rata amount for any incomplete month or year, which was determined with reference to the Group's operation results, his duties and level of responsibilities and the prevailing marketing conditions. His emoluments will be reviewed annually by the Remuneration Committee. As at the date of this announcement, Mr. Wang is interested in 2,240,000,000 shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance. His mother, Ms. Qiao Yanfeng is deemed to be interested in 600,000,000 shares of the Company through TY Technology Group Limited, in which Mr. Wang is a director. Save as disclosed, Mr. Wang does not have any relationships with any directors, senior management, substantial or controlling shareholders of the Company.

Save as disclosed above, the Board is not aware of any other matters in relation to Mr. Wang's appointment that need to be brought to the attention of shareholders of the Company and there is no other information which is required to be disclosed pursuant to Rule 13.51(2) of the Listing Rules.

Dr. Lam has confirmed that he has no disagreement with the Board and there is no other matters relating to his resignation that needs to be brought to the attention of the shareholders of the Company or the Stock Exchange.

The Board would like to take this opportunity to express its gratitude to Dr. Lam for his valuable contributions to the Group during his tenure.

By order of the Board  
**China Opto Holdings Limited**  
**Wang Liang**  
*Chairman*

Hong Kong, 23 January 2017

As at the date of this announcement, the Board comprised the following directors: -

*Executive Directors*

Mr. Wang Liang (*Chairman*)  
Mr. Du Dong  
Mr. Lo Yuen Wa Peter

*Non-executive Director*

Mr. Chen Hui

*Independent Non-executive Directors*

Mr. Cheung Wing Ping  
Mr. Ha Kee Choy Eugene  
Mr. To Shing Chuen