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## **KAISA GROUP HOLDINGS LTD.**

**佳兆業集團控股有限公司\***

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 1638)**

### **APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR**

The Board is pleased to announce that Mr. Liu Xuesheng has been appointed as an independent non-executive director of the Company with effect from 28 February 2017.

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

### **APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR**

Reference is made to the announcement of Kaisa Group Holdings Ltd. (the “**Company**”, together with its subsidiaries, the “**Group**”) dated 31 December 2014 concerning the resignation of Mr. Fok Hei Yu (“**Mr. Fok**”) as, among other things, an independent non-executive director of the Company (the “**Director**”).

The board of directors (the “**Board**”) of the Company is pleased to announce that Mr. Liu Xuesheng (“**Mr. Liu**”) has been appointed as an independent non-executive Director with effect from 28 February 2017.

Mr. Liu, aged 53, joined Shenzhen Institute of Certified Public Accountants (深圳市註冊會計師協會) (“**SZICPA**”) since February 1999 and is currently the deputy secretary general. Prior to joining the SZICPA, Mr. Liu was the accountant of OCT Group (深圳華僑城集團) from April 1992 to February 1999. Mr. Liu graduated from Jiangxi Institute of Finance and Economics (江西財經學院) (now known as the Jiangxi University of Finance and Economics (江西財經大學)) with a bachelor degree in 1989 and graduated from Shanghai University of Finance and Economics (上海財經大學) majoring in accounting and obtained a master degree in economics in 1992. He was admitted as Certified Public Accountants in the People’s Republic of China in 1995. Mr. Liu is currently an independent non-executive director of Telling Telecommunication Holdings Co., Ltd. (天音通信控股股份有限公司), Huafu Top

\* For identification purpose only

Dyed Melange Yarn Co., Ltd. (華孚色紡股份有限公司) and EDAN Instruments, INC. (深圳市理邦精密儀器股份有限公司), which are companies listed on the Shenzhen Stock Exchange. From June 2008 to June 2011, Mr. Liu was the independent non-executive director of Dongjiang Environmental Company Limited (stock code: 895), a company listed in Hong Kong.

Save as disclosed above, Mr. Liu 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 past three years.

Save as disclosed, Mr. Liu does not hold any other position in the Group and does not have any relationship with any directors, senior management, substantial shareholders or controlling shareholders of the Company. As at the date of this announcement, Mr. Liu does not have any interest in the 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. Liu entered into a letter of appointment with the Company for a term of one year subject to retirement by rotation and re-election at the annual general meeting of the Company pursuant to the articles of association of the Company. He is entitled to an annual remuneration of HK\$300,000 to act as an independent non-executive Director, which was determined with reference to his responsibilities with the Company, his experience, performance and the prevailing market conditions.

Save as disclosed above, there is no other information to be disclosed pursuant to any requirements set out in Rule 13.51(2)(h) to 13.51(2)(v) of the Listing Rules and there are no other matters in relation to the above appointment of Director that need to be brought to the attention of the shareholders of the Company.

The Company would like to extend its warmest welcome to Mr. Liu in joining the Board.

### **COMPLIANCE WITH RULES 3.10(1) AND 3.10A OF THE LISTING RULES**

Following the appointment of Mr. Liu, the Board has fulfilled the requirements under Rules 3.10(1) and 3.10A of the Listing Rules, which require the minimum number of the independent non-executive Directors.

By Order of the Board  
**KAISA GROUP HOLDINGS LTD.**  
**KWOK YING SHING**  
*Chairman*

Hong Kong, 28 February 2017

*As at the date of this announcement, the executive Directors are Mr. Kwok Ying Shing, Mr. Sun Yuenan, Mr. Yu Jianqing and Mr. Zheng Yi; the non-executive Director is Ms. Chen Shaohuan; and the independent non-executive Directors are Mr. Rao Yong, Mr. Zhang Yizhao and Mr. Liu Xuesheng.*