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Yingde Gases Group Company Limited

盈德氣體集團有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 02168)

(1) APPOINTMENT OF CHAIRMAN AND CHIEF EXECUTIVE OFFICER

(2) APPOINTEMENT OF NEW DIRECTOR

(3) CHANGES IN MEMBERS OF BOARD COMMITTEES

(4) RESIGNATION OF JOINT COMPANY SECRETARY AND

(5) CONTINUATION OF SALE PROCESS

APPOINTMENT OF CHAIRMAN, CHIEF EXECUTIVE OFFICER AND CHIEF OPERATION OFFICER

The Board announces that, with effect from 12 March 2017:

1. Mr. Zhongguo Sun has been appointed as the Chairman and the Chief Executive Officer of the Company, and has been redesignated as an executive Director; and
2. Mr. Trevor Raymond Strutt, has been appointed as the Chief Operation Officer of the Company, and has been redesignated as an executive Director.

APPOINTEMENT OF NEW DIRECTOR

The Board announces that Mr. Rawen Zhi Hong Huang has been appointed as an additional independent non-executive Director with effect from 12 March 2017.

APPOINTMENT OF ADDITIONAL MEMBERS TO BOARD COMMITTEES

The Board announces the appointment, with effect from 12 March 2017, of the following Directors as additional members to the relevant Board committees of the Company:

- (i) Mr. Zhongguo Sun has been appointed as the chairman of the Nomination Committee and as an additional member to each of the Remuneration Committee and the Compliance Committee;
- (ii) Mr. Trevor Raymond Strutt has been appointed as an additional member to each of the Remuneration Committee, the Compliance Committee and the Nomination Committee;
- (iii) Mr. Zhihe Mah, an independent non-executive Director, has been appointed as an additional member to each of the Audit Committee, the Remuneration Committee, the Nomination Committee and the Compliance Committee; and
- (iv) Mr. Rawen Zhi Hong Huang, an independent non-executive Director, has been appointed as the chairman of the Compliance Committee and as an additional member of each of the Audit Committee, the Remuneration Committee and the Nomination Committee.

RESIGNATION OF JOINT COMPANY SECRETARY AND CHANGE OF AUTHORISED REPRESENTATIVE

The Board announces that Ms. Wong Sze Wing has resigned as a joint company secretary of the Company and an authorised representative of the Company under the Listing Rules with effect from 9 March 2017. Following her resignation as the Joint Company Secretary, Ms. Wong Sze Wing will remain as the Chief Financial Officer of the Company.

The Board also announces that with effect from 12 March 2017, Mr. Trevor Raymond Strutt, an executive Director, has been appointed as the authorised representative of the Company in accordance with the Listing Rules.

CONTINUATION OF SALE PROCESS

The Board is pleased to confirm that it is committed to continue to effect the sale process of the Company with Morgan Stanley.

(1) APPOINTMENT OF CHAIRMAN, CHIEF EXECUTIVE OFFICER AND CHIEF OPERATION OFFICER

The board (the “**Board**”) of directors (the “**Directors**”) of Yingde Gases Group Company Limited (the “**Company**”) announces that, with effect from 12 March 2017:

1. Mr. Zhongguo Sun (“**Mr. Sun**”) has been appointed as the Chairman and the Chief Executive Officer of the Company, and has been redesignated as an executive Director; and
2. Mr. Trevor Raymond Strutt (“**Mr. Strutt**”), has been appointed as the Chief Operation Officer of the Company, and has been redesignated as an executive Director.

(2) APPOINTEMENT OF NEW DIRECTOR

The Board announces that Mr. Rawen Zhi Hong Huang (“**Mr. Huang**”) has been appointed as an additional independent non-executive Director with effect from 12 March 2017.

The biography of Mr. Huang is set out below:

Mr. Rawen Zhi Hong Huang, aged 32, is the founder and portfolio manager of Petrel Capital Management Limited which is the manager to Petrel Capital Greater China Fund, a private investment fund focusing on Greater China equities. Petrel Capital Greater China Fund holds 580,000 shares of the Company (representing 0.03% of the issued share capital of the Company as at the date of this announcement).

Prior to founding Petrel Capital in 2015, Mr. Huang worked as an investment analyst at Oasis, focusing on listed Chinese companies. Earlier in his career, Mr. Huang worked as an investment banking analyst at Morgan Stanley in New York, where he advised on a wide range of transactions including mergers, acquisitions, capital raising, and restructuring. Mr. Huang graduated from Yale University with a Bachelor of Arts in Economics and International Studies, and received his Masters of Business Administration from Harvard Business School.

Mr. Huang has not entered into any service contract with the Company which is not terminable by the Company within one year without payment of compensation (other than statutory compensation). Mr. Huang will retire and offer himself for re-election at the next annual general meeting of the Company in accordance with the articles of association of the Company. The remuneration of Mr. Huang will be determined by the Board with reference to his duties and responsibilities in the Company, and the Company will provide updates in relation thereto in due course.

Save as disclosed above, as at the date of this announcement, Mr. Huang does not have any interests that are required to be disclosed under Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) (the “SFO”). Save as disclosed herein, Mr. Huang does not have any relationship with any Directors, senior management or substantial or controlling shareholders of the Company or any other matter relating to his appointment as an independent non-executive Director that needs to be brought to the attention of the shareholders and there is no other information in relation to the appointment of Mr. Huang which is required to be disclosed pursuant to any of the requirements of Rule 13.51(2)(c) and Rule 13.51(2)(h) to Rule 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 express its warm welcome to Mr. Huang on the Board.

(3) APPOINTMENT OF ADDITIONAL MEMBERS TO BOARD COMMITTEES

The Board announces the appointment, with effect from 12 March 2017, of the following Directors as an additional members to the relevant Board committees of the Company:

- (i) Mr. Sun has been appointed as the chairman of the Nomination Committee and as an additional member to each of the Remuneration Committee and the Compliance Committee;
- (ii) Mr. Strutt has been appointed as an additional member to each of the Remuneration Committee, the Compliance Committee and the Nomination Committee;
- (iii) Mr. Zhihe Mah (“**Mr. Mah**”), an independent non-executive Director, has been appointed as an additional member to each of the Audit Committee, the Remuneration Committee, the Nomination Committee and the Compliance Committee; and

(iv) Mr. Huang, an independent non-executive Director, has been appointed as the chairman of the Compliance Committee and as an additional member of each of the Audit Committee, the Remuneration Committee and the Nomination Committee.

The List of Directors and their Roles and Functions, containing a list of directors and a table showing the composition of the Board committees, has been updated to reflect the above changes and will be separately published on the websites of The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) and the Company.

(4) RESIGNATION OF JOINT COMPANY SECRETARY AND CHANGE OF AUTHORISED REPRESENTATIVE

The Board announces that Ms. Wong Sze Wing (“**Ms. Wong**”) has resigned as a joint company secretary of the Company and an authorised representative of the Company under the Listing Rules with effect from 9 March 2017. Following her resignation as the Joint Company Secretary, Ms. Wong will remain as the Chief Financial Officer of the Company.

The Board would like to take this opportunity to express its sincere gratitude to Ms. Wong for her contributions to Company during her tenure of office.

Following the resignation of Ms. Wong, the other joint company secretary of the Company, Ms. Mok Ming Wai, will remain in office as the sole company secretary of the Company.

The Board also announces that with effect from 12 March 2017, Mr. Strutt, an executive Director, has been appointed as the authorised representative of the Company in accordance with the Listing Rules.

(5) CONTINUATION OF SALE PROCESS

The Board is pleased to confirm that it is committed to continue to effect the sale process of the Company with Morgan Stanley.

By order of the Board
Yingde Gases Group Company Limited
盈德氣體集團有限公司
Zhongguo Sun
Chairman

Hong Kong, 13 March 2017

As at the date of this announcement, the executive directors of the Company are Mr. Zhongguo Sun and Mr. Trevor Raymond Strutt; and the independent non-executive directors of the Company are Mr. Zheng Fuya, Dr. Wang Ching, Mr. Zhihe Mah and Mr. Rawen Zhi Hong Huang.