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名軒(中國)控股有限公司

Noble House (China) Holdings Limited

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 8246)

APPOINTMENT OF EXECUTIVE DIRECTORS AND CHANGE OF COMPANY SECRETARY

The Board is pleased to announce that:

(a) Ms. Lin Min, Mr. Chan Wing Yuen, Hubert and Ms. Kwong Wai Man, Karina have been appointed as executive Directors with effect from 15 August 2014;
(b) Mr. Tsui Wing Tak resigned as the company secretary of the Company with effect from 15 August 2014; and
(c) Ms. Chan Wai Yee has been appointed as the company secretary of the Company with effect from 15 August 2014.

The board (the "**Board**") of directors (the "**Directors**") of Noble House (China) Holdings Limited (the "**Company**", together with its subsidiaries, the "**Group**") is pleased to announce that (a) Ms. Lin Min, Mr. Chan Wing Yuen, Hubert and Ms. Kwong Wai Man, Karina have been appointed as executive Directors with effect from 15 August 2014; (b) Mr. Tsui Wing Tak resigned as the company secretary of the Company with effect from 15 August 2014; and (c) Ms. Chan Wai Yee has been appointed as the company secretary of the Company with effect from 15 August 2014. Due to their management experience in listed companies in Hong Kong, the Board considered that the newly appointed executive Directors could enhance the management and operations of the Group.

APPOINTMENT OF EXECUTIVE DIRECTORS

Biographical details of the newly appointed executive Directors are as follows:

(A) Ms. Lin Min ("Ms. Lin")

Ms. Lin, aged 38, graduated from the research programme on enterprise management of East China Normal University (華東師範大學) and the enterprise management programme of Shanghai Jingan District College (上海市靜安區業餘大學). Ms. Lin was an executive director of Sheng Yuan Holdings Limited (stock code: 851), the shares of which are listed on The Stock Exchange of Hong Kong Limited (the "**Stock Exchange**").

As at the date of this announcement, no service contract has been entered into between the Company and Ms. Lin. Ms. Lin has not been appointed for a length of service with the Company. Ms. Lin is entitled to a fixed remuneration of HK$1,300,000 per annum and a fixed director's fee of HK$200,000 per annum which was determined with reference to the prevailing market conditions, Ms. Lin's effort and expertise and is subject to review by the Board from time to time. As at the date of this announcement, Ms. Lin is deemed to be interested in 56,000,000 shares of the Company (the "**Shares**") pursuant to Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) (the "**SFO**").

Save as disclosed above, as at the date of this announcement, Ms. Lin (i) did not have any relationship with any Directors, senior management or substantial or controlling shareholders of the Company; (ii) did not own any interests in the Shares within the meaning of Part XV of the SFO; (iii) did not hold any other directorships in public companies the securities of which are listed on any securities market in Hong Kong or overseas in the last three years; and (iv) did not hold other position with other members of the Group.

Save as disclosed above, there is no information in relation to the appointment of Ms. Lin that is required to be disclosed pursuant to Rule 17.50(2) of the Rules (the "**GEM Listing Rules**") Governing the Listing of Securities on the Growth Enterprise Market of the Stock Exchange and there are no other matter that needs to be brought to the attention of the holders of securities of the Company.

(B) Mr. Chan Wing Yuen, Hubert ("Mr. Chan")

Mr. Chan, aged 56, is a member of the Chinese People's Political Consultative Conference - Heilongjiang Province Committee in the People's Republic of China. Mr. Chan spent over 10 years with the Stock Exchange. Mr. Chan obtained a higher diploma in company secretaryship and administration from Hong Kong Polytechnic (now known as The Hong

Kong Polytechnic University). Mr. Chan is an associate member of both The Institute of Chartered Secretaries and Administrators and The Hong Kong Institute of Company Secretaries and is also a member of the Hong Kong Securities Institute and The Hong Kong Institute of Directors. Mr. Chan is currently an executive director of Zhong Fa Zhan Holdings Limited (stock code: 475) and an independent non-executive director of Tian Ge Interactive Holdings Limited (stock code: 1980), the shares of both companies are listed on the Stock Exchange.

As at the date of this announcement, no service contract has been entered into between the Company and Mr. Chan. Mr. Chan has not been appointed for a length of service with the Company. Mr. Chan is entitled to a fixed remuneration of HK$650,000 per annum and a fixed director's fee of HK$200,000 per annum which was determined with reference to the prevailing market conditions, Mr. Chan's effort and expertise and is subject to review by the Board from time to time.

Save as disclosed above, as at the date of this announcement, Mr. Chan (a) did not have any relationship with any Directors, senior management or substantial or controlling shareholders of the Company; (ii) did not own any interests in the Shares within the meaning of Part XV of the SFO; (iii) did not hold any other directorships in public companies the securities of which are listed on any securities market in Hong Kong or overseas in the last three years; and (iv) did not hold other position with other members of the Group.

Save as disclosed above, there is no information in relation to the appointment of Mr. Chan that is required to be disclosed pursuant to Rule 17.50(2) of the GEM Listing Rules and there are no other matter that needs to be brought to the attention of the holders of securities of the Company.

(C) Ms. Kwong Wai Man, Karina ("Ms. Kwong")

Ms. Kwong, aged 44, holds a bachelor degree in Business Administration from the Simon Fraser University, and is a member of the American Institute of Certified Public Accountants and Hong Kong Securities and Investment Institute. Ms. Kwong is currently an executive director of Zhong Fa Zhan Holdings Limited (stock code: 475) and was an executive director of Sheng Yuan Holdings Limited (stock code: 851) and Kai Yuan Holdings Limited (stock code: 1215), the shares of all companies are listed on the Stock Exchange.

As at the date of this announcement, no service contract has been entered into between the Company and Ms. Kwong. Ms. Kwong has not been appointed for a length of service with the Company. Ms. Kwong is entitled to a fixed remuneration of HK$650,000 per annum and a fixed director's fee of HK$200,000 per annum which was determined with reference to the

prevailing market conditions, Ms. Kwong's effort and expertise and is subject to review by the Board from time to time.

Save as disclosed above, as at the date of this announcement, Ms. Kwong (a) did not have any relationship with any Directors, senior management or substantial or controlling shareholders of the Company; (ii) did not own any interests in the Shares within the meaning of Part XV of the SFO; (iii) did not hold any other directorships in public companies the securities of which are listed on any securities market in Hong Kong or overseas in the last three years; and (iv) did not hold other position with other members of the Group.

Save as disclosed above, there is no information in relation to the appointment of Ms. Kwong that is required to be disclosed pursuant to Rule 17.50(2) of the GEM Listing Rules and there are no other matter that needs to be brought to the attention of the holders of securities of the Company.

The Board would like to extend a warm welcome to Ms. Lin, Mr. Chan and Ms. Kwong for joining the Board.

CHANGE OF COMPANY SECRETARY

The Board also announces that (i) Mr. Tsui Wing Tak ("**Mr. Tsui**") resigned as the company secretary of the Company with effect from 15 August 2014 due to his personal career development; and (ii) Ms. Chan Wai Yee ("**Ms. Chan**") has been appointed as the company secretary of the Company with effect from 15 August 2014. Ms. Chan holds a master degree in Accountancy from Lingnan University. She is a member of both the Association of Chartered Certified Accountants and the Hong Kong Institute of Certified Public Accountants and is an associate member of the Taxation Institute of Hong Kong.

The Board would like to express its gratitude to Mr. Tsui for his valuable efforts to the Company during his term of office and welcome Ms. Chan joining the Company.

By order of the Board
Noble House (China) Holdings Limited
Chan Tai Neng
Chairman and executive Director

Hong Kong, 15 August 2014

As at the date of this announcement and immediately after the appointment, the executive Directors are Mr. Chan Tai Neng, Mr. Cheung Chi Keung, Mr. Chan Meng Hou, Ms. Lin Min, Mr. Chan Wing Yuen, Hubert and Ms. Kwong Wai Man, Karina; and the independent non-exective Directors are Mr. Wang Zhi Zhong, Mr. Tse Wai Chuen, Tony and Mr. Yeung Chi Wai.

This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the Rules Governing the Listing of Securities on the Growth Enterprise Market of The Stock Exchange of Hong Kong Limited for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that to the best of their knowledge and belief the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this announcement misleading.

This announcement will remain on the GEM website at www.hkgem.com and, in the case of this announcement, on the "Latest Company Announcements" page for at least 7 days from the date of its posting. This announcement will also be published on the Company's website at http://www.noblehouserestaurant.cn