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**中彩網通控股有限公司**  
**China Netcom Technology Holdings Limited**

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

**(Stock Code: 8071)**

**CHANGE OF DIRECTORS,  
CHANGE OF COMPANY SECRETARY,  
CHANGE OF AUTHORISED REPRESENTATIVES, COMPLIANCE OFFICER  
AND AGENT FOR THE SERVICE OF PROCESS IN HONG KONG**

Reference is made to the announcement jointly issued by China Netcom Technology Holdings Limited (the “**Company**”) and 51RENPIN.COM INC. (the “**Offeror**”) dated 24 April 2017 (the “**Joint Announcement**”) in relation to, amongst others, the sale and purchase of convertible preferred shares in the Company, the sale and purchase of shares of the Company (the “**Shares**”) and the subscription of Shares. Unless otherwise defined herein, the capitalised terms used in this announcement have the same meanings as those defined in the Joint Announcement.

**CHANGE OF DIRECTORS**

As disclosed in the Joint Announcement, it is intended that all existing directors (the “**Director(s)**”) of the Company will resign as Directors, and new Directors will be nominated with effect from the earliest time permitted for resignation and appointment of directors under the Takeovers Code. Following the close of the offer on 20 July 2017, the board (the “**Board**”) of Directors announces that:

- (i) Mr. Leung Ngai Man (“**Mr. Leung**”) resigned as an executive Director, the chairman of the Board, the chairman of each of the nomination committee of the Company (the “**Nomination Committee**”) and the senior management committee of the Company (the “**Senior Management Committee**”) and a member of the remuneration committee of the Company (the “**Remuneration Committee**”) with effect from 17 August 2017;
- (ii) Ms. Wu Wei Hua (“**Ms. Wu**”) resigned as an executive Director and a member of the Senior Management Committee with effect from 17 August 2017;
- (iii) Mr. Cai Wei Lun (“**Mr. Cai**”) will resign as an independent non-executive Director and a member of each of the audit committee of the Company (the “**Audit Committee**”), the Remuneration Committee and the Nomination Committee with effect from 31 August 2017;

- (iv) Mr. Qi Ji (“**Mr. Qi**”) will resign as an independent non-executive Director and a member of each of the Audit Committee, the Remuneration Committee and the Nomination Committee with effect from 31 August 2017;
- (v) Ms. Xuan Hong (“**Ms. Xuan**”) will resign as an independent non-executive Director, the chairman of each of the Audit Committee and the Remuneration Committee and a member of the Nomination Committee with effect from 31 August 2017;
- (vi) Mr. Sun Haitao (“**Mr. Sun**”) has been appointed as an executive Director, the chairman of the Board, the chairman of each of the Nomination Committee and the Senior Management Committee and a member of the Remuneration Committee with effect from 17 August 2017; and
- (vii) Mr. Zhao Ke (“**Mr. Zhao**”) has been appointed as an executive Director and a member of the Senior Management Committee with effect from 17 August 2017.

Each of Mr. Leung, Ms. Wu, Mr. Cai, Mr. Qi and Ms. Xuan has confirmed that he/she has no disagreements with the Board and that there are no matters in relation to his/her resignation that need to be brought to the attention of the shareholders of the Company (the “**Shareholders**”) and The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”).

The Board would like to express its sincere gratitude to Mr. Leung, Ms. Wu, Mr. Cai, Mr. Qi and Ms. Xuan for their valuable contributions to the Company during their tenure of office and welcome Mr. Sun and Mr. Zhao (collectively, the “**New Directors**”) on their new appointments.

The biographical details of the New Directors are as follows:

**Mr. Sun Haitao (孫海濤)**, aged 37, graduated from Hangzhou Dianzi University (formerly known as 杭州工業學院 (Hangzhou Industrial College)\*), majoring in business management and administration. He is an entrepreneur who has engaged in internet businesses since 2004, and founded several internet companies before founding Hangzhou Enniu Network Technology Co., Ltd. (“**Hangzhou Enniu**”) in 2012. In May 2012, Mr. Sun led the team creating for Hangzhou Enniu, the credit card management application named “51 Credit Card Management” which has an estimated user base of over 70 million users. Hangzhou Enniu together with its subsidiaries is commonly referred to as “51 Credit Card”, completed its C round financing, with total funds raised of over RMB2,600,000,000.

Mr. Sun, through 萍鄉紀牛資產管理合夥企業(有限合夥)(Pingxiang Jiniu Asset Management Partnership (Limited Partnership))\*、上海卿牛投資中心(有限合夥)(Shanghai Qingniu Investment Center (Limited Partnership))\*、萍鄉益耕牛資產管理合夥企業(有限合夥)(Pingxiang Yigengniu Asset Management Partnership (Limited Partnership))\*、萍鄉益金牛資產管理合夥企業(有限合夥)(Pingxiang Yijinniu Asset Management Partnership (Limited Partnership))\*、萍鄉益猛牛資產管理合夥企業(有限合夥)(Pingxiang Yimengniu Asset Management Partnership (Limited Partnership))\* and 萍鄉益牛資產管理合夥企業(有限合夥)(Pingxiang Yiniu Asset Management Partnership (Limited Partnership))\*、is the ultimate controlling shareholder of Hangzhou Enniu. Hangzhou Enniu indirectly holds the entire issued share capital of the Offeror, which is interested in 1,834,963,213 Shares, representing approximately 39.64% of the Shares in issued as at the date of this

announcement. Accordingly, Mr. Sun is deemed to be interested in the Shares held by the Offeror by virtue of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) (the “SFO”).

\* *(The English names have been transliterated from their respective Chinese names and are for identification only)*

**Mr. Zhao Ke (趙軻)**, aged 33, graduated from Xi’an Jiaotong University in 2005, majoring in Finance, and in 2006 he received a Master Degree in Economics from the University of Ottawa in Canada. From August 2006 to September 2015, Mr. Zhao worked at PricewaterhouseCoopers with his last position as a senior manager of the firm’s capital market service group. Mr. Zhao is a member of the China Institute of Certified Public Accountants and a member of the Hong Kong Institute of Certified Public Accountants. Mr. Zhao is currently the chief financial officer of Hangzhou Enniu.

Mr. Zhao confirms that he does not have any interest or short position (both within the meaning of Part XV of the SFO) in the shares, underlying shares or debentures of the Company or any of its associated corporation (as defined under Part XV of the SFO) as at the date of this announcement.

The New Directors will enter into a service contract with the Company and will be entitled to a remuneration to be recommended by the Remuneration Committee and approved by the Board with reference to their qualification, experience, level of responsibilities undertaken and prevailing market conditions. Each of the New Directors has been appointed for a specific term of 3 years, which shall be renewed for another 3 years and continue as such thereafter until terminated by the parties to the service contract in accordance with its terms. The New Directors will only hold office until the next general meeting of the Company at which they will be eligible for re-election and their directorship will also be subject to retirement by rotation and re-election pursuant to the articles of association of the Company.

Save as disclosed above, as of the date of this announcement, each of the New Directors confirms that he (i) does not hold any other positions in the Company or its subsidiaries; (ii) does not have any other relationship with any other Directors, senior management, substantial shareholders or controlling shareholders of the Company; and (iii) has not held any directorships in listed public companies in the last three years.

Each of the New Directors confirmed that there is no information which is discloseable nor is/was he involved in any of the matters required to be disclosed pursuant to any of the requirements of Rules 17.50(2)(h) to 17.50(2)(v) of the Rules Governing the Listing of Securities on the Growth Enterprise Market of the Stock Exchange (the “**GEM Listing Rules**”) and there is no other matter that need to be brought to the attention of the Shareholders in relation to his appointment.

## **CHANGE OF COMPANY SECRETARY**

The Board announces that Mr. Wong Chun Kit (“**Mr. Wong**”) has resigned as the company secretary of the Company (the “**Company Secretary**”) with effect from 17 August 2017. Mr. Wong confirmed that there is no disagreement with the Board and there are no matters in respect of his resignation as the Company Secretary that need to be brought to the attention of the Stock Exchange and the Shareholders.

The Board also announces that Ms. Li Hiu Ling (“**Ms. Li**”) has been appointed as the Company Secretary with effect from 17 August 2017.

Ms. Li is an associate of both the Hong Kong Institute of Chartered Secretaries and the Institute of Chartered Secretaries and Administrators in the United Kingdom. Ms. Li holds a bachelor degree in social sciences (honours) from the Hong Kong Baptist University and a master degree in science from the City University of Hong Kong. Ms. Li has extensive experience in company secretarial and compliance matters and has worked for various listed companies in Hong Kong before joining the Company.

The Board would like to express their gratitude to Mr. Wong for his contribution to the Company and welcome Ms. Li on her new appointment.

### **CHANGE OF AUTHORISED REPRESENTATIVES, COMPLIANCE OFFICER AND AGENT FOR THE SERVICE OF PROCESS IN HONG KONG**

The Board announces that, with effect from 17 August 2017, (i) Mr. Leung and Mr. Wong have ceased to act as authorised representatives under Rule 5.24 of GEM Listing Rules (the “**Authorised Representatives**”); (ii) Mr. Leung has ceased to act as the compliance officer of the Company; and (iii) Mr. Leung has ceased to act as the agent for the service of process in Hong Kong.

The Board further announces that, with effect from 17 August 2017, (i) Mr. Zhao and Ms. Li have been appointed as the Authorised Representatives; (ii) Mr. Zhao has been appointed as the compliance officer of the Company for the purpose of Rule 5.19 of the GEM Listing Rules; and (iii) Ms. Li has been appointed as the agent for the service of process in Hong Kong.

By Order of the Board  
**CHINA NETCOM TECHNOLOGY HOLDINGS LIMITED**  
**Sun Haitao**  
*Chairman and Executive Director*

Hong Kong, 17 August 2017

*As at the date of this announcement, the Board comprises two executive Directors, namely, Mr. Sun Haitao and Mr. Zhao Ke and three independent non-executive Directors, namely, Mr. Cai Wei Lun, Mr. Qi Ji and Ms. Xuan Hong.*

*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 (“**GEM**”) 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 “Latest Company Announcements” page of the GEM website at [www.hkgem.com](http://www.hkgem.com) for a minimum period of 7 days from the date of its publication and on the Company’s website at [www.chinanetcomtech.com](http://www.chinanetcomtech.com).*