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NAM HING HOLDINGS LIMITED

南興集團有限公司*

(Incorporated in Bermuda with limited liability)

(Stock code: 986)

**CHANGES OF CHAIRMAN OF THE BOARD,
CHIEF EXECUTIVE OFFICER, DIRECTORS AND
MEMBERS OF THE AUDIT COMMITTEE &
REMUNERATION COMMITTEE
AND
CHANGES OF COMPANY SECRETARY,
AUTHORIZED REPRESENTATIVES AND
AUTHORIZED PERSONS TO ACCEPT SERVICE OF
PROCESS AND NOTICES ON BEHALF OF
THE COMPANY IN HONG KONG**

The Board announces that with effect from 26 January 2011:

- (1) Mr. Lau Chung Yim has resigned as Chairman of the Board, chief executive officer and managing director of the Company, but remains as an executive director and the chairman of the Remuneration Committee of the Company.
- (2) Ms. Chen Tong has been appointed as Chairman of the Board and chief executive officer of the Company.
- (3) Ms. Lau May Wah has resigned as an executive director of the Company.

* *For identification purposes only*

- (4) Mr. Pravith Vaewhongs and Mr. Tse Yuk Kong have resigned as independent non-executive directors and members of both the Audit Committee and Remuneration Committee of the Company.
- (5) Mr. Lam Kwun Fu and Ms. Zhou Jue have been appointed as members of both the Audit Committee and Remuneration Committee of the Company.
- (6) Ms. Yao Zhengwei has been appointed as a non-executive director of the Company.
- (7) Ms. Deng Hong Mei has been appointed in place of Mr. Lau Chung Yim as the Company's authorized representative and authorized person to accept service of process and notices on behalf of the Company in Hong Kong.
- (8) Mr. Leung Chi Wing, Billy has been appointed in place of Mr. Chan Kwok Choi, Stanley as the Company's secretary, authorized representative and authorized person to accept service of process and notices on behalf of the Company in Hong Kong.

CHANGES OF CHAIRMAN OF THE BOARD, CHIEF EXECUTIVE OFFICER, DIRECTORS AND MEMBERS OF THE AUDIT COMMITTEE AND REMUNERATION COMMITTEE

Change of Chairman of the Board and Chief Executive Officer

The board of directors (the “**Board**”) of Nam Hing Holdings Limited (the “**Company**”) announces that Mr. Lau Chung Yim (“**Mr. Patrick Lau**”) has resigned as Chairman of the Board, chief executive officer and managing director of the Company with effect from 26 January 2011, but remains as an executive director and the chairman of the Remuneration Committee of the Company. On the same date, Ms. Chen Tong, an existing executive director of the Company, has been appointed as Chairman of the Board and chief executive officer of the Company. Based on her increased duties and responsibilities in the Company, Ms. Chen Tong will be entitled to receive a director's fee of HK\$1,200,000 per annum.

Mr. Patrick Lau confirmed that he has no disagreement with the Board and is not aware of any matters relating to the resignation of the abovementioned offices that need to be brought to the attention of the shareholders of the Company (the “**Shareholders**”).

Resignation of Directors

The Board further announces that with effect from 26 January 2011, Ms. Lau May Wah (“**Ms. Lau**”) has resigned as an executive director of the Company, whereas Mr. Pravith Vaewhongs (“**Mr. Vaewhongs**”) and Mr. Tse Yuk Kong (“**Mr. Tse**”) have resigned as independent non-executive directors and members of both the Audit Committee and Remuneration Committee of the Company.

Each of Ms. Lau, Mr. Vaewhongs and Mr. Tse confirmed that the resignation is due to her/his intended pursuit of other business commitments and that she/he has no disagreement with the Board and is not aware of any matters relating to the resignation that need to be brought to the attention of the Shareholders. Taking this opportunity, the Board would like to express its appreciation and gratitude to all of them for their contribution and services to the Company in the past.

Appointment of Members of the Audit Committee and Remuneration Committee

The Board further announces that Mr. Lam Kwun Fu and Ms. Zhou Jue, the existing independent non-executive directors of the Company, have been appointed as members of both the Audit Committee and Remuneration Committee of the Company with effect from 26 January 2011.

Appointment of Director

The Board further announces that Ms. Yao Zhengwei (“**Ms. Yao**”) has been appointed as a non-executive director of the Company with effect from 26 January 2011. The biographical details of Ms. Yao are set out below:

Ms. Yao, aged 24, graduated in Shanghai I&C Foreign Languages School. She is currently studying Finance in Shanghai Jiao Tong University and working in the investment division of a fund management company.

Ms. Yao has not held any other directorships in the last three years in public companies the securities of which are listed on any securities market in Hong Kong or overseas.

Ms. Yao has not entered into any director's service agreement with the Company. She has not been appointed for any fixed term but is subject to retirement and re-election at the general meeting of the Company in accordance with the Company's Bye-laws. Ms. Yao is entitled to receive an annual salary of HK\$182,000. Ms. Yao is also eligible to participate in the Company's share option scheme. The foregoing emoluments of Ms. Yao are recommended by the Remuneration Committee of the Company and approved by the Board with reference to Ms. Yao's responsibilities as well as the Company's remuneration policy.

As far as the Board is aware, as at the date of this announcement, Ms. Yao does not have or is not deemed to have any interests or short positions in the shares or underlying shares of the Company pursuant to Part XV of the Securities and Futures Ordinance. In addition, Ms. Yao does not have any relationships with any other directors, senior management, substantial Shareholders (as defined in the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "**Listing Rules**")) or controlling Shareholders (as defined in the Listing Rules) of the Company.

As confirmed by Ms. Yao and as far as the Board is aware, Ms. Yao has no information to be disclosed pursuant to any of the requirements under paragraphs 13.51(2)(h) to 13.51(2)(v) of the Listing Rules and there are no other matters relating to Ms. Yao's appointment that need to be brought to the attention of the Shareholders.

The Board would like to welcome Ms. Yao for joining the Company.

CHANGES OF COMPANY SECRETARY, AUTHORIZED REPRESENTATIVES AND AUTHORIZED PERSONS TO ACCEPT SERVICE OF PROCESS AND NOTICES ON BEHALF OF THE COMPANY IN HONG KONG

The Board further announces that, pursuant to the requirements set out in the Listing Rules, with effect from 26 January 2011:

- (I) Ms. Deng Hong Mei, an existing executive director of the Company, has been appointed in place of Mr. Patrick Lau as the Company's authorized representative and authorized person to accept service of process and notices on behalf of the Company in Hong Kong; and
- (II) Mr. Leung Chi Wing, Billy ("**Mr. Leung**") has been appointed in place of Mr. Chan Kwok Choi, Stanley as the Company's secretary, authorized representative and authorized person to accept service of process and notices on behalf of the Company in Hong Kong.

Mr. Chan Kwok Choi, Stanley confirmed that he has no disagreement with the Board and is not aware of any matters relating to his resignation that need to be brought to the attention of the Shareholders. Immediately after the above-mentioned changes, Ms. Deng Hong Mei and Mr. Leung are the Company's authorized representatives and authorized persons to accept service of process and notices on behalf of the Company in Hong Kong under the Listing Rules requirements.

Set out below are the biographical details of Mr. Leung:

Mr. Leung is a member of the Hong Kong Institute of Certified Public Accountants and The Association of Chartered Certified Accountants and a graduate of The Institute of Chartered Secretaries and Administrators in the United Kingdom. Mr. Leung holds a Bachelor's degree in Accountancy and has extensive experiences in finance, accounting and company secretarial functions.

BOARD MEMBERS

As at the date of this announcement, the Board comprises five executive directors, namely Ms. Chen Tong (Chairman of the Board and Chief Executive Officer), Ms. Deng Hong Mei, Ms. Chan Ching Ho, Kitty, Mr. Xiang Liang and Mr. Lau Chung Yim; one non-executive director, namely Ms. Yao Zhengwei; and three independent non-executive directors, namely Mr. Yau Kwan Shan, Mr. Lam Kwun Fu and Ms. Zhou Jue.

By Order of the Board
Nam Hing Holdings Limited
Deng Hong Mei
Executive Director

Hong Kong, 26 January 2011