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JINHENG AUTOMOTIVE SAFETY TECHNOLOGY HOLDINGS LIMITED
錦恆汽車安全技術控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 872)

**CHANGE OF DIRECTORS,
MEMBERS OF THE BOARD COMMITTEES,
COMPANY SECRETARY AND
AUTHORISED REPRESENTATIVE**

The Board of the Company announces the following changes with effective from 2 September 2014:

- (i) Ms. Ng and Mr. Lam have been appointed as executive Directors;
- (ii) Mr. Wong has been appointed as an independent non-executive Director, the chairman of the Remuneration Committee, a member of the Audit Committee and the Nomination Committee;
- (iii) Mr. Foo resigned as an executive Director, the company secretary of the Company, the authorised representative of the Company, the financial controller of the Company and the compliance officer of the Company due to his desire to devote more time on his personal affairs;
- (iv) Mr. Yang resigned as an executive Director due to his desire to devote more time on his personal affairs;
- (v) Mr. Zhu resigned as an independent non-executive Director, the chairman of the Remuneration Committee, a member of the Audit Committee and the Nomination Committee due to his desire to devote more time on his personal affairs; and
- (vi) Mr. Lau has been appointed as the company secretary of the Company and the authorised representative of the Company.

APPOINTMENT OF EXECUTIVE DIRECTORS

The board (the “Board”) of directors (the “Director(s)”) of Jinheng Automotive Safety Technology Holdings Limited (the “Company”) announces that Ms. Ng Sau Lin and Mr. Lam Wai Hung have been appointed as executive Directors with effect from 2 September 2014.

Biographical Details of Ms. Ng

Ms. Ng Sau Lin (“Ms. Ng”), aged 65, graduated from Xiamen University in China with a bachelor’s degree in finance and accounting.

Ms. Ng had been a director of subsidiaries of China Strategic Holdings Limited, and was responsible for analysing the operation and financial scopes for the parent company. Ms. Ng had been taking part in accounting and financial management in the mainland and in Hong Kong, with over 20 years of experience in commercial, accounting and financial management.

Ms. Ng has entered into an appointment letter (the “Appointment Letter of Ms. Ng”) with the Company for a term of 3 years commencing from 2 September 2014 as an executive Director unless terminated by either party to the Appointment Letter of Ms. Ng, which requires not less than three months’ prior notice for termination thereof. Ms. Ng will be subject to retirement and re-election at the forthcoming general meeting of the Company after her appointment and will also be subject to the retirement by rotation and re-election in accordance with the articles of association of the Company (the “Articles”) and the Corporate Governance Code and Corporate Governance Report (the “Corporate Governance Code”) as set out in Appendix 14 to the Rules (the “Listing Rules”) Governing the Listing of Securities of The Stock Exchange of Hong Kong Limited (the “Stock Exchange”). Pursuant to the Appointment Letter of Ms. Ng, Ms. Ng is entitled to a director’s fee of HK\$360,000 per annum, which is approved by the remuneration committee of the Company (the “Remuneration Committee”) with reference to her qualification, experience, duties, contributions to the Company and the prevailing market conditions.

Save as disclosed above, as at the date of this announcement, (i) Ms. Ng does not hold any other position in the Company or its subsidiaries; (ii) she does not hold any directorships in any other public companies the securities of which are listed on any securities market in Hong Kong or overseas in the last three years; (iii) she does not, and is not deemed to have any interests or short positions in any shares, underlying shares or debentures of the Company or any of its associated corporations within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong); (iv) she does not have any relationship with any directors, senior management, substantial shareholders (as defined in the Listing Rules) or controlling shareholders (as defined in the Listing Rules) of the Company; and (v) she has not possessed any other professional qualifications. Save as disclosed above, there are no other information related to the appointment of Ms. Ng that are required to be disclosed pursuant to Rule 13.51(2)(h) to 13.51(2)(v) of the Listing Rules and there is no other matter which needs to be brought to the attention of the shareholders of the Company in respect of the appointment of Ms. Ng.

Biographical Details of Mr. Lam

Mr. Lam Wai Hung (“Mr. Lam”), aged 34, holds a bachelor’s degree of accounting and finance in Leeds Metropolitan University and is a member of the Association of Chartered Certified Accountants.

Mr. Lam had been working at various companies listed on the Stock Exchange, and was responsible for works related to financial management, corporate finance, merger and acquisition, investor relationship and corporate governance.

Mr. Lam has entered into an appointment letter (the “Appointment Letter of Mr. Lam”) with the Company for a term of 3 years commencing from 2 September 2014 as an executive Director unless terminated by either party to the Letter of Appointment of Mr. Lam, which requires not less than three months’ prior notice for termination thereof. Mr. Lam will be subject to retirement and re-election at the forthcoming general meeting of the Company after his appointment and will also be subject to the retirement by rotation and re-election in accordance with the Articles and the Corporate Governance Code. Pursuant to the Appointment Letter of Mr. Lam, Mr. Lam is entitled to a director’s fee of HK\$360,000 per annum, which is approved by the Remuneration Committee with reference to his qualification, experience, duties, contributions to the Company and the prevailing market conditions.

Save as disclosed above, as at the date of this announcement, (i) Mr. Lam does not hold any other position in the Company or its subsidiaries; (ii) he does not hold any directorships in any other public companies the securities of which are listed on any securities market in Hong Kong or overseas in the last three years; (iii) he does not, and is not deemed to have any interests or short positions in any shares, underlying shares or debentures of the Company or any of its associated corporations within the meaning of Part XV of the Securities and Futures Ordinance; (iv) he does not have any relationship with any directors, senior management, substantial shareholders (as defined in the Listing Rules) or controlling shareholders (as defined in the Listing Rules) of the Company; and (v) he has not possessed any other professional qualifications. Save as disclosed above, there are no other information related to Mr. Lam that are required to be disclosed pursuant to Rule 13.51(2)(h) to 13.51(2)(v) of the Listing Rules and there is no other matter which needs to be brought to the attention of the shareholders of the Company in respect of the appointment of Mr. Lam.

APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR AND MEMBERS OF THE BOARD COMMITTEES

The Board of the Company announces that Mr. Wong Yuk Lun, Alan has been appointed as an independent non-executive Director, the chairman of the Remuneration Committee, and a member of the audit committee of the Company (the “Audit Committee”) and nomination committee of the Company (the “Nomination Committee”) with effect from 2 September 2014.

Biographical Details of Mr. Wong

Mr. Wong Yuk Lun, Alan (“Mr. Wong”), aged 40, holds a bachelor’s degree of accounting and finance in University of Sunderland.

Mr. Wong had been working with various accounting firms and commercial companies for about 17 years of working experience and was responsible for works related to financial management, taxation, audit and non-audit services.

Mr. Wong has entered into an appointment letter (the “Appointment Letter of Mr. Wong”) with the Company for a term of 3 years commencing from 2 September 2014 as an independent non-executive Director unless terminated by either party to the Letter of Appointment of Mr. Wong, which requires not less than three months’ prior notice for termination thereof. Mr. Wong will be subject to retirement and re-election at the forthcoming general meeting of the Company after his appointment and will also be subject to the retirement by rotation and re-election in accordance with the Articles and the Corporate Governance Code. Pursuant to the Appointment Letter of Mr. Wong, Mr. Wong is entitled to a director’s fee of HK\$180,000 per annum, which is approved by the Remuneration Committee with reference to his qualification, experience, duties, contributions to the Company and the prevailing market conditions.

Mr. Wong has confirmed he meets the independence criteria pursuant to Rule 3.13 of the Listing Rules.

Save as disclosed above, as at the date of this announcement, (i) Mr. Wong does not hold any other position in the Company or its subsidiaries; (ii) he does not hold any directorships in any other public companies the securities of which are listed on any securities market in Hong Kong or overseas in the last three years; (iii) he does not, and is not deemed to have any interests or short positions in any shares, underlying shares or debentures of the Company or any of its associated corporations within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong); (iv) he does not have any relationship with any directors, senior management, substantial shareholders (as defined in the Listing Rules) or controlling shareholders (as defined in the Listing Rules) of the Company; and (v) he has not possessed any other professional qualifications. Save as disclosed above, there are no other information related to Mr. Wong that are required to be disclosed pursuant to Rule 13.51(2)(h) to 13.51(2)(v) of the Listing Rules and there is no other matter which needs to be brought to the attention of the shareholders of the Company in respect of the appointment of Mr. Wong.

The Board would like to welcome Ms. Ng, Mr. Lam and Mr. Wong for joining the Company.

RESIGNATION OF EXECUTIVE DIRECTORS, INDEPENDENT NON-EXECUTIVE DIRECTOR, MEMBERS OF THE BOARD COMMITTEES, COMPANY SECRETARY AND AUTHORISED REPRESENTATIVE

The Board announces the following changes with effective from 2 September 2014:

- (i) Mr. Foo Tin Chung, Victor (“Mr. Foo”) resigned as an executive Director, the company secretary of the Company, authorised representative of the Company, financial controller of the Company and compliance officer of the Company with effect from 2 September 2014 due to his desire to devote more time on his personal affairs.
- (ii) Mr. Yang Donglin (“Mr. Yang”) resigned as an executive Director with effect from 2 September 2014 due to his desire to devote more time on his personal affairs.
- (iii) Mr. Zhu Tong (“Mr. Zhu”) resigned as an independent non-executive Director, the chairman of the Remuneration Committee, a member of the Audit Committee and Nomination Committee due to his desire to devote more time on his personal affairs.

Each of Mr. Foo, Mr. Yang and Mr. Zhu has confirmed that he has no disagreement with the Board and that there are no matters relating to his resignation that needs to be brought to the attention of the shareholders of the Company (the “Shareholder(s)”) or the Stock Exchange.

The Board would like to express its gratitude to Mr. Foo, Mr. Yang and Mr. Zhu for their valuable efforts and contributions to the Company during their tenure of office.

CHANGE OF COMPANY SECRETARY AND AUTHORISED REPRESENTATIVE

The Board further announces that Mr. Lau Chi Yuen (“Mr. Lau”) has been appointed to replace Mr. Foo as the company secretary of the Company and the authorised representative of the Company with effect from 2 September 2014.

Biographical Details of Mr. Lau

Mr. Lau, aged 39, holds a master degree in professional accounting from the University of Southern Cross. Mr. Lau is a fellow member of the Association of Chartered Certified Accountants.

Mr. Lau had been serving with a company listed on the Stock Exchange as company secretary, authorised representative and executive director of subsidiaries of listed companies. He has many years of experience in and was mainly responsible for works related to company secretarial, corporate finance, merger and acquisition, investor relationship and corporate governance. He has been working in the company secretarial, accounting, auditing and taxation fields for over 15 years.

The Board would like to welcome Mr. Lau for joining the Company.

By order of the Board
**JINHENG AUTOMOTIVE SAFETY
TECHNOLOGY HOLDINGS LIMITED**
Li Feng
Chairman

Hong Kong, 1 September 2014

As at the date of this announcement, the Board comprises Mr. Li Feng, Mr. Xing Zhanwu, Mr. Yang Donglin, Mr. Foo Tin Chung, Victor and Mr. Wong Ka Ching who are executive Directors, and Mr. Hui Hung Kwan, Mr. Chen Li Zhou and Mr. Zhu Tong who are independent non-executive Directors.