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TELEFIELD INTERNATIONAL (HOLDINGS) LIMITED
中 慧 國 際 控 股 有 限 公 司
(incorporated in the Cayman Islands with limited liability)
(Stock Code: 1143)

**CHANGES OF DIRECTORS, MEMBERS OF AUDIT COMMITTEE,
NOMINATION COMMITTEE AND REMUNERATION COMMITTEE,
COMPANY SECRETARY,
AUTHORISED REPRESENTATIVES AND THE AGENT
FOR SERVICE OF PROCESS IN HONG KONG**

The Board is pleased to announce the following appointments with effect from 4 November 2015:

- (i) Mr. Gong Shaoxiang as an executive Director, the chairman of the Board and the Authorised Representative;
- (ii) Mr. Lee Chi Hwa Joshua as an executive Director, the Company Secretary, the Authorised Representative and the Processing Agent;
- (iii) Mr. Cao Yuyun as a non-executive Director;
- (iv) Mr. Bao Jinqiao as an independent non-executive Director, the chairman of each of the Nomination Committee and the Remuneration Committee and a member of the Audit Committee;
- (v) Mr. Wong Chun Hung as an independent non-executive Director, the chairman of the Audit Committee, and a member of each of the Nomination Committee and the Remuneration Committee; and
- (vi) Mr. Leung Pok Man as an independent non-executive Director, a member of each of the Audit Committee, the Nomination Committee and the Remuneration Committee.

The Board also announces the following resignations with effect from 4 November 2015:

- (i) Mr. Cheng Han Ngok Steve resigned as an executive Director, the chairman of the Board and a member of each of the Nomination Committee and the Remuneration Committee;
- (ii) Mr. Poon Ka Lee Barry resigned as an executive Director, the Company Secretary, the Authorised Representative and the Processing Agent;
- (iii) Mr. Ng Kim Yuen resigned as an executive Director;

- (iv) Ms. Fok Pui Yin resigned as an executive Director, the Authorised Representative and the Processing Agent;
- (v) Mr. Lee Kai Bon resigned as an executive Director;
- (vi) Mr. Au-Yang Cheong Yan Peter resigned as an independent non-executive Director, the chairman of the Remuneration Committee and a member of each of the Audit Committee and the Nomination Committee;
- (vii) Dr. Kwan Pun Fong Vincent resigned as an independent non-executive Director, the chairman of the Audit Committee and a member of each of the Remuneration Committee and the Nomination Committee; and
- (viii) Dr. Xue Quan resigned as an independent non-executive Director, the chairman of the Nomination Committee and a member of each of the Audit Committee and the Remuneration Committee.

APPOINTMENTS OF DIRECTORS, MEMBERS OF AUDIT COMMITTEE, NOMINATION COMMITTEE AND REMUNERATION COMMITTEE, COMPANY SECRETARY, AUTHORISED REPRESENTATIVE AND THE AGENT FOR SERVICE OF PROCESS IN HONG KONG

The board of directors (the “**Directors**”) (the “**Board**”) of Telefield International (Holdings) Limited (the “**Company**”) is pleased to announce the following appointments with effect from 4 November 2015:

- (i) Mr. Gong Shaoxiang (“**Mr. Gong**”) as an executive Director, the chairman of the Board and the authorised representative of the Company (the “**Authorised Representative**”) pursuant to Rule 3.05 of the Rules Governing the Listing of Securities on the Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) (the “**Listing Rules**”);
- (ii) Mr. Lee Chi Hwa Joshua (“**Mr. Lee**”) as an executive Director, the company secretary of the Company (the “**Company Secretary**”), the Authorised Representative and the agent for service of process in Hong Kong under the Companies Ordinance (Chapter 622 of the Laws of Hong Kong) (the “**Processing Agent**”);
- (iii) Mr. Cao Yuyun (“**Mr. Cao**”) as a non-executive Director;
- (iv) Mr. Bao Jinqiao (“**Mr. Bao**”) as an independent non-executive Director, the chairman of each of the nomination committee (“**Nomination Committee**”) and the remuneration committee (“**Remuneration Committee**”) and a member of the audit committee (the “**Audit Committee**”) of the Company;
- (v) Mr. Wong Chun Hung (“**Mr. Wong**”) as an independent non-executive Director, the chairman of the Audit Committee, and a member of each of the Nomination Committee and the Remuneration Committee; and
- (vi) Mr. Leung Pok Man (“**Mr. Leung**”) as an independent non-executive Director, a member of each of the Audit Committee, the Nomination Committee and the Remuneration Committee.

The biographies of the newly appointed Directors are set out below:

Executive Directors

Mr. Gong, aged 42, has ample experience in corporate operation and management. He was a director of Hubei Landing Holding Co., Ltd. (shares of which are listed on Shenzhen Stock Exchange, stock code: 000971) (“**Hubei Landing**”) from August 2012 to December 2014. Mr. Gong has been the chairman and general manager of a local property developing company in the People’s Republic of China (the “**PRC**”) since May 2014.

Mr. Lee, aged 43, is a fellow member of the Association of Chartered Certified Accountants and a member of the Hong Kong Institute of Certified Public Accountants. Mr. Lee has extensive experience in the fields of auditing, accounting and financing. Mr. Lee currently serves as an independent non-executive director of Hao Tian Development Group Limited (stock code: 474) and Jin Bao Bao Holdings Limited (stock code: 1239), which are listed on the Main board of the Stock Exchange, and China Fortune Investments (Holding) Limited (stock code: 8116) and Code Agriculture (Holdings) Limited (stock code: 8153), which are listed on the Growth Enterprise Market of the Stock Exchange. He was an independent non-executive director of China Minsheng Drawin Technology Group Limited (stock code: 726) from December 2013 to February 2015 and King Stone Energy Group Limited (stock code: 663) (“**King Stone**”) from January 2012 to April 2013.

Non-Executive Director

Mr. Cao, aged 54, had worked in various positions, including deputy general manager of head office sales department, deputy branch manager and general manager of operation center, at Agricultural Development Bank of China for over 10 years until May 2011. He then joined Anhui Landing Holding Group Co., Ltd.# (安徽藍鼎控股集團有限公司) (“**Anhui Landing**”) in May 2011 and currently he is a director and vice president of Anhui Landing. Mr. Cao was also a director and the chairman of Hubei Landing from October 2013 to December 2014.

Independent Non-Executive Director

Mr. Bao, aged 50, was graduated from Shanghai Academy of Social Sciences with the Master Degree in Law Department in 1988. He is a lawyer qualified to practise in the PRC. Mr. Bao is the founder and partner of Anhui Chengyi Law Firm since 2000.

Mr. Wong, aged 42, was graduated from Hong Kong Baptist University with a bachelor degree in accounting. He is a member of the Hong Kong Institute of Certified Public Accountants and has over 10 years’ experience in accounting, auditing and consulting. Mr. Wong has been the director of B&C Finance and Corporate Advisory Limited since December 2005. He is also an independent non-executive director of Pacific Plywood Holdings Limited (stock code: 767) which is listed on the Main board of the Stock Exchange. He was an independent non-executive director of China Household Holdings Limited (formerly known as Bao Yuan Holdings Limited (stock code: 692)), Tech Pro Technology Development Limited (stock code: 3823) until June 2011 and January 2011 respectively. He was a non-executive director of King Stone until March 2013 and was also an executive director of Evershine Group Holdings Limited (formerly known as TLT Lottotainment Group Limited (stock code: 8022)) until December 2013.

Mr. Leung, aged 47, was graduated from York University in Toronto, Canada with a bachelor degree in arts. He has over 15 years' experience in sales management & business development in the industry relating to information technology and audio visual systems. He is currently the sales and business development consultant of a trading company of information technology and network products and mobile accessories.

Save for disclosed herein, as at the date of this announcement, each of the newly appointed Directors has confirmed that he:

- (a) does not hold any directorship in other listed companies, the securities of which are listed on any securities market in Hong Kong or overseas in the last three years;
- (b) does not hold any other positions with the Company or other subsidiaries of the Company;
- (c) does not have any interest or short position (both within the meaning of Part XV of the Securities and Futures Ordinance (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);
- (d) was not connected with any directors, senior management or substantial shareholders or controlling shareholders of the Company (as defined in the Listing Rules); and
- (e) there is no information that should be disclosed pursuant to subparagraphs (h) to (v) of Rule 13.51(2) of the Listing Rules nor any other matters that need to be brought to the attention of the shareholders of the Company in relation to his appointment as a Director of the Company.

There is no service contract between the Company and each of the newly appointed Directors. Mr. Cao, Mr. Bao, Mr Wong and Mr. Leung are appointed for a fixed term of three years commencing from 4 November 2015. All the newly appointed Directors are subject to retirement at the first general meeting of the Company after their appointments and thereafter subject to retirement by rotation at least once every three years and in accordance with the memorandum and articles of association of the Company.

The remuneration of each of the newly appointed Directors will be determined by the Remuneration Committee and the Board with reference to his duties and responsibilities with the Company as well as prevailing market rates. The respective remuneration is subject to review by the Remuneration Committee and the Board from time to time.

RESIGNATIONS OF DIRECTORS, MEMBERS OF AUDIT COMMITTEE, NOMINATION COMMITTEE AND REMUNERATION COMMITTEE, COMPANY SECRETARY, AUTHORISED REPRESENTATIVE AND THE AGENT FOR SERVICE OF PROCESS IN HONG KONG

The Board also announces the following resignations with effect from 4 November 2015:

- (i) Mr. Cheng Han Ngok Steve resigned as an executive Director, the chairman of the Board and a member of each of the Nomination Committee and the Remuneration Committee;
- (ii) Mr. Poon Ka Lee Barry resigned as an executive Director, the Company Secretary, the Authorised Representative and the Processing Agent;

- (iii) Mr. Ng Kim Yuen resigned as an executive Director;
- (iv) Ms. Fok Pui Yin resigned as an executive Director, the Authorised Representative and the Processing Agent;
- (v) Mr. Lee Kai Bon resigned as an executive Director;
- (vi) Mr. Au-Yang Cheong Yan Peter resigned as an independent non-executive Director, the chairman of the Remuneration Committee and a member of each of the Audit Committee and the Nomination Committee;
- (vii) Dr. Kwan Pun Fong Vincent resigned as an independent non-executive Director, the chairman of the Audit Committee and a member of each of the Remuneration Committee and the Nomination Committee; and
- (viii) Dr. Xue Quan resigned as an independent non-executive Director, the chairman of the Nomination Committee and a member of each of the Audit Committee and the Remuneration Committee.

All the above resigned Directors have confirmed that they have no disagreement with the Board. The Board is not aware of any matter that needs to be brought to the attention of the shareholders of the Company in respect of their resignations.

The Board would like to take this opportunity to express its sincere gratitude to each of the resigned Directors for their valuable contributions to the Company during their tenure. The Board would also like to extend a warm welcome to each of the newly appointed Directors for joining the Board.

By Order of the Board
TELEFIELD INTERNATIONAL (HOLDINGS) LIMITED
Mr. Gong Shaoxiang
Chairman and Executive Director

Hong Kong, 4 November 2015

As at the date of this announcement, the Board comprises Mr. Gong Shaoxiang (Chairman) and Mr. Lee Chi Hwa Joshua as executive Directors, Mr. Cao Yuyun as non-executive Director and Mr. Bao Jinqiao, Mr. Wong Chun Hung and Mr. Leung Pok Man as independent non-executive Directors.

[#] *The English translation of Chinese names or words, where indicated are for information purpose only, and should not be regarded as an official English translation of such Chinese names or words.*