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**BAOFENG MODERN INTERNATIONAL HOLDINGS COMPANY LIMITED**

**寶峰時尚國際控股有限公司**

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

**(Stock Code: 1121)**

**CHANGE OF NON-EXECUTIVE DIRECTOR, COMPANY SECRETARY AND  
AUTHORISED REPRESENTATIVE**

The Board announces that, with effect from 7 January 2016:

1. Mr. Sze Ching Bor has resigned as non-executive Director;
2. Ms. Lin Weihuan has been appointed as non-executive Director;
3. Mr. Kwok Chi Yin has resigned as the company secretary and authorised representative of the Company for accepting service of process and notices on its behalf in Hong Kong under the Companies Ordinance; and
4. Mr. Tsang Wing Pong has been appointed as the company secretary and authorised representative of the Company for accepting service of process and notices on its behalf in Hong Kong under the Companies Ordinance.

**RESIGNATION OF NON-EXECUTIVE DIRECTOR**

The board (the “**Board**”) of directors (the “**Directors**”) of Baofeng Modern International Holdings Company Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) announces that Mr. Sze Ching Bor (“**Mr. Sze**”) has resigned as non-executive Director with effect from 7 January 2016 as he wants to spend more time with his family.

Mr. Sze has confirmed that he has no claim whatsoever against the Company for fees, salaries, compensation for loss of office, remuneration, severance payments, expenses or otherwise and he has no disagreement with the Board and there is no matter that needs to be brought to the attention of the shareholders of the Company (the “**Shareholders**”) or The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) in relation to his resignation.

The Board wishes to express its appreciation to Mr. Sze for his valuable contributions to the Company during his tenure of office.

## **APPOINTMENT OF NON-EXECUTIVE DIRECTOR**

The Board is pleased to announce that Ms. Lin Weihuan (“**Ms. Lin**”) has been appointed as non-executive Director with effect from 7 January 2016. Details of Ms. Lin are set out below.

### **Biography of Ms. Lin**

Ms. Lin, aged 34, obtained a bachelor of business degree in financial management from La Trobe University in Melbourne, Australia in 2005. She later obtained a master of business degree in professional accounting from Victoria University in Melbourne, Australia in 2006. Ms. Lin has over five years of experience in accounting. She is now the sole director and sole shareholder of Total Shine Investments Limited which is principally engaged in investment business.

Pursuant to the service contract (“**Service Contract**”) entered into between the Company and Ms. Lin on 7 January 2016, Ms. Lin was appointed as a non-executive Director for an initial term of three years commencing from 7 January 2016 which will be renewed automatically for consecutive terms of one year unless either party notifies the other party in writing its/her intention not to renew the Service Contract. The Service Contract may be terminated by either party with three month’s written notice. Ms. Lin shall be subject to retirement at the next following general meeting of the Company and shall then be eligible for re-election at that meeting. She shall also be subject to retirement by rotation at least once every three years at the annual general meetings of the Company since her last re-election pursuant to the articles of association of the Company. Ms. Lin shall be entitled to receive a Director’s fee of HK\$10,000 per month, payable quarterly, which is determined by the Board with reference to her qualifications and experiences, duties and responsibilities with the Company and the prevailing market situation. The Director’s fee payable to Ms. Lin shall be subject to annual review by the remuneration committee of the Board.

As at the date of this announcement, Ms. Lin is the sole director and sole shareholder of Total Shine Investments Limited. Best Mark International Limited, which is wholly owned by Mr. Sze, has granted an option to Total Shine Investments Limited to acquire 233,155,792 shares in aggregate, representing 21.84% of the issued share capital of the Company as at the date of this announcement. Save as disclosed above, Ms. Lin does not have, 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)).

Saved as disclosed above, Ms. Lin does not (i) hold any other position in the Group; (ii) hold any other directorship in listed public companies in Hong Kong or overseas in the last three years; (iii) have any other major appointments and professional qualifications; and (iv) have any relationship with other Directors, senior management or substantial or controlling shareholders (as defined in the Listing Rules) of the Company.

Save as disclosed above, there are no other matters concerning Ms. Lin that need to be brought to the attention of the Shareholders nor is there any information relating to Ms. Lin that is required to be disclosed pursuant to Rules 13.51(2)(h) to 13.51(2)(v) of the Listing Rules.

The Board would like to express its warmest welcome to Ms. Lin for joining the Board.

#### **RESIGNATION OF COMPANY SECRETARY AND AUTHORISED REPRESENTATIVE**

The Board of Directors of the Company announces that Mr. Kwok Chi Yin (“**Mr. Kwok**”) has tendered his resignation as the company secretary and the authorised representative of the Company for accepting service of process and notices on its behalf in Hong Kong under the Companies Ordinance (Chapter 622 of the Laws of Hong Kong) with effect from 7 January 2016.

Mr. Kwok confirmed that he has no disagreement with the Board and there is nothing relating to his resignation that needs to be brought to the attention of the Shareholders or the Stock Exchange.

The Board takes this opportunity to thank Mr. Kwok for his valuable contributions to the Company during his tenure with the Company.

## **APPOINTMENT OF COMPANY SECRETARY AND AUTHORISED REPRESENTATIVE**

The Board is pleased to announce that Mr. Tsang Wing Pong (“**Mr. Tsang**”) has been appointed as the company secretary and the authorised representative of the Company for accepting service of process and notices on its behalf in Hong Kong under the Companies Ordinance with effect from 7 January 2016.

Mr. Tsang, aged 29, has been appointed as the financial controller of the Company since February 2015. Mr. Tsang obtained a bachelor of business administration degree in professional accountancy from The Chinese University of Hong Kong in 2008. He is certified public accountant in Hong Kong and a member of the Hong Kong Institute of Certified Public Accountants. Mr. Tsang has over seven years of experience in auditing, finance and accounting.

The Board would like to express its warmest welcome to Mr. Tsang for his new appointment.

By Order of the Board  
**Baofeng Modern International Holdings Company Limited**  
**Zheng Jingdong**  
*Chairman*

Hong Kong, 7 January 2016

*As at the date of this announcement, the executive Directors are Mr. Zheng Jingdong and Mr. Leung Tsz Chung; the non-executive Directors are Ms. Lin Weihuan and Mr. Chan Chak Chak Daniel; and the independent non-executive Directors are Ms. An Na, Mr. Chen Shaohua and Professor Zhao Jinbao.*