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RIVERINE CHINA HOLDINGS LIMITED

浦江中國控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 1417)

ANNOUNCEMENT

APPOINTMENT OF JOINT COMPANY SECRETARY AND WAIVER FROM STRICT COMPLIANCE WITH RULES 3.28 AND 8.17 OF THE LISTING RULES

The Board announces that with effect from 20 May 2019, Mr. Jia Shaojun has been appointed as a joint company secretary of the Company. Ms. Cheung Kam Mei, Helen, the existing company secretary of the Company, will be the other joint company secretary of the Company.

APPOINTMENT OF JOINT COMPANY SECRETARY

The board (the “**Board**”) of directors (the “**Director(s)**”) of the Riverine China Holdings Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) hereby announces that Mr. Jia Shaojun (“**Mr. Jia**”) has been appointed as the joint company secretary of the Company (the “**Joint Company Secretary**”) with effect from 20 May 2019. Mr. Jia is also the authorized representative of the Company pursuant to Rule 3.05 of the Rules Governing the Listing of Securities (the “**Listing Rules**”) on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”). Ms. Cheung Kam Mei, Helen (“**Ms. Cheung**”), the existing company secretary of the Company, will continue to act as the other joint company secretary of the Company.

Biographical Details of Mr. Jia Shaojun

Mr. Jia Shaojun (賈少軍), aged 49, joined our Group in December 2014 and was appointed as our executive Director since 7 May 2018.

Mr. Jia graduated with a bachelor's degree in ship engineering from Dalian University of Technology* (大連理工大學) in July 1992 and a master's degree in professional accountancy from the Chinese University of Hong Kong (by distance learning) in December 2011. He obtained the chief financial officer qualifying certificate from the Shanghai National Accounting Institute in August 2010.

Mr. Jia has over 20 years of experience in strategy planning and corporate management before joining our Group in December 2014. He was a deputy head of the department of operation and management in Shanghai Waigaoqiao Shipbuilding Company Limited* (上海外高橋造船有限公司) from June 1996 to October 2005. He served as an assistant to the president and head of planning and management department of Jiangsu Rongsheng Heavy Industry Company Limited from November 2005 to March 2008 and was its deputy president from April 2008 to March 2010. Mr. Jia was the president and head of economics and operation department of Rongsheng Machinery Company Limited* (熔盛機械有限公司) from March 2010 to March 2011 and its president from May 2013 to June 2014. Mr. Jia was a deputy general manager of Zhonglian Heavy Machinery Co., Ltd (中聯重機股份有限公司) from July 2014 to November 2014.

Waiver from the strict compliance with Rules 3.28 and 8.17 of the Listing Rules

Pursuant to Rules 3.28 and 8.17 of the Listing Rules, the Company must appoint a company secretary who, by virtue of his/her academic or professional qualifications or relevant experience, is, in the opinion of the Stock Exchange, capable of discharging the functions of company secretary. Mr. Jia has abundant experience in the management of companies and is familiar with the operations of the Company. However, given that Mr. Jia does not possess the relevant qualification as required under the Listing Rules, his appointment as the joint company secretary does not strictly comply with the requirements under Rules 3.28 and 8.17 of the Listing Rules.

The Company has made application to the Stock Exchange for and the Stock Exchange has granted a waiver from the strict compliance with the requirements under Rules 3.28 and 8.17 of the Listing Rules. The waiver is valid for a period of three years from 20 May 2019 (the “**Waiver Period**”), being the date of appointment of Mr. Jia as the Joint Company Secretary, on the following conditions:

- (i) Mr. Jia will be assisted by Ms. Cheung, who possesses all the requisite qualifications required by the Listing Rules during the Waiver Period and the waiver will be revoked immediately if and when Ms. Cheung ceases to provide assistance to Mr. Jia to discharge his duties as a company secretary of the Company;
- (ii) the Company should notify the Stock Exchange at the end of the Waiver Period to re-visit the situation. The Stock Exchange expects that after the end of the Waiver Period, the Company will be able to demonstrate to the Stock Exchange that Mr. Jia can satisfy Rules 3.28 and 8.17 of the Listing Rules after having the benefit of Ms. Cheung's assistance such that a further waiver would not be necessary; and
- (iii) the Company will disclose the details of the waiver, including reasons for the waiver and the waiver conditions, by way of an announcement.

The Board would like to express its warmest welcome to Mr. Jia for taking up his new appointment.

By order of the Board
Riverine China Holdings Limited
Mr. Xiao Xingtao
Chairman

Hong Kong, 20 May 2019

As at the date of this announcement, the Board comprises four executive Directors, namely Mr. Xiao Xingtao (Chairman), Mr. Fu Qichang, Mr. Xiao Yuqiao and Mr. Jia Shaojun; one non-executive director, namely Mr. Zhang Yongjun; and three independent non-executive Directors, namely Mr. Cheng Dong, Mr. Weng Guoqiang and Mr. Shu Wa Tung Laurence.

* *The English name is for identification only.*