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**ERA Holdings Global Limited**

**年代國際控股有限公司**

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

**(Stock Code: 8043)**

**APPOINTMENT OF EXECUTIVE DIRECTORS,  
INDEPENDENT NON-EXECUTIVE DIRECTORS,  
APPOINTMENT OF MEMBER OF  
THE REMUNERATION COMMITTEE, CHANGE OF  
CHAIRMAN OF THE REMUNERATION COMMITTEE  
AND  
CHANGE OF CHIEF EXECUTIVE OFFICER**

The board of directors (the “Board”) of ERA Holdings Global Limited (the “Company”, together with its subsidiaries, the “Group”) is pleased to announce that (i) Mr. Wang Fu (“Mr. Wang”) and Dr. Phil Qiu Jin (“Dr. Jin”) have been appointed as executive directors of the Company, Mr. Jiang Ming (“Mr. Jiang”) and Mr. Dong Xiangge (“Mr. Dong”) have been appointed as independent non-executive directors of the Company, (ii) Mr. Chan Sze Hon ceased to be the chairman of the remuneration committee of the Company and Mr. Emory Williams, has been appointed as a member and the chairman of the remuneration committee of the Company and (iii) Mr. Lee Jong-Dae (“Mr. Lee”) resigned as the chief executive officer of the Company and re-designated as the vice chairman of the Company and Dr. Jin has been appointed as the chief executive officer of the Company. All the above appointments and changes will be effective from 12 November 2010.

Reference is made to the circular of the Company dated 30 June 2010 (the “Circular”) in relation to, among other things, the very substantial acquisition and connected transaction involving the acquisition of the entire issued share capital of the Target, the Whitewash Waiver, the Placing, the issue of Remuneration Shares and the adoption of new Articles. Capitalised terms used in this announcement shall have the same meanings as those defined in the Circular unless otherwise stated.

## APPOINTMENT OF EXECUTIVE DIRECTORS

The Board is pleased to announce that Mr. Wang and Dr. Jin have been appointed as executive directors of the Company with effect from 12 November 2010.

**Mr. Wang Fu (王富)**, aged 49, is the chairman of the board of Zhengzhou Siwei, who has been a director of Zhengzhou Siwei since June 2003. He obtained a bachelor's degree in machinery manufacturing from Liaoning Technical University in 1984, a Master of Business Administration from Renmin's University of China in 2001 and a Master degree in machinery manufacturing from Liaoning Technical University in 2002. Mr. Wang has more than 20 years experience in the machinery manufacturing industry, in particular coal mining machinery. He has served as a shields designer for Zhengzhou Coal Mining Machinery Factory beginning in 1986. From 1988 to 1994, Mr. Wang was the chief director of the Department of Research and Development of Electro-Hydraulic system. In 1994, Mr. Wang was the superintendent of the No. 2 Research and Development Institute of Zhengzhou Coal Mining Machinery Factory. From 1995 to 2003, Mr. Wang was the board chairman of Zhengzhou Huanghe Electric Vehicle Manufacturing Factory.

Save as disclosed herein, Mr. Wang has not held any directorship in any other public companies, the securities of which are listed on any securities market in Hong Kong or overseas, in the three years prior to the date of this announcement.

Pursuant to the service contract dated 12 November 2010, Mr. Wang shall serve the Company as an executive director for an initial period of three years. Mr. Wang has agreed to receive no remuneration in his capacity as an executive director for the time being. Upon expiry of the initial three-year term, subject to the Company complying with the applicable requirements of the GEM Listing Rules, the service contract can be renewed by the parties thereto for another term not exceeding three years (or such other term as permitted by the GEM Listing Rules). Save as disclosed herein, Mr. Wang does not hold any other positions with the Company or any subsidiaries of the Company at the date hereof.

Mr. Wang has no relationship with any directors, senior management, substantial Shareholder or controlling Shareholder (as defined in the GEM Listing Rules) of the Company. Mr. Wang also does not have any interests in the Shares which is required to be disclosed under Part XV of the Securities and Futures Ordinance.

Save as disclosed herein, there is no information to be disclosed pursuant to paragraphs (h) to (v) of Rule 17.50(2) of the GEM Listing Rules relating to the appointment of Mr. Wang and there is no other matter that needs to be brought to the attention of the Shareholders.

**Dr. Phil Qiu JIN (金秋)**, aged 48, is currently the Chief Executive Officer of Zhengzhou Siwei, and is responsible for strategy implementation and its overall business operations. Dr. Jin joined Zhengzhou Siwei in September 2009. He obtained an electronic engineering degree from Changchun Institute of Optics and Fine Mechanics, China in 1983, a Master degree in Optical Engineering from the Chinese Academy of Science in 1986, a Doctor of Philosophy from the Department of Ophthalmology and Visual Science of the University of Chicago in 1995 and an MBA from the University of Pittsburgh in 1997. He has more than 20 years experience in the technology industry, including serving as a manager for international marketing and technical support of Jinlurodi, Inc between 1991 to 1994, a colour scientist at PPG Industries Inc, a coatings and resins technology company in USA, from 1995 to February 1997, a manager of Pantone, Inc. between March 1997 and August 1998, the senior manager – Asia Operation of Pemstar, Inc. between September 1998 and June 2001, the vice president of Hongguan Technologies (S) Pte, Ltd between July 2001 and October 2002, as well as the president and the global chief executive officer of PSM International between November 2002 and December 2008.

Save as disclosed herein, Dr. Jin has not held any directorship in any other public companies, the securities of which are listed on any securities market in Hong Kong or overseas, in the three years prior to the date of this announcement.

Pursuant to the service contract dated 12 November 2010, Dr. Jin shall serve the Company as an executive director for an initial period of three years. Dr. Jin has agreed to receive no remuneration in his capacity as an executive director for the time being. Upon expiry of the initial three-year term, subject to the Company complying with the applicable requirements of the GEM Listing Rules, the service contract can be renewed by the parties thereto for another term not exceeding three years (or such other term as permitted by the GEM Listing Rules). Save as disclosed herein, Dr. Jin does not hold any other positions with the Company or any subsidiaries of the Company at the date hereof.

Dr. Jin has no relationship with any directors, senior management, substantial Shareholder or controlling Shareholder (as defined in the GEM Listing Rules) of the Company. Dr. Jin also does not have any interests in the Shares which is required to be disclosed under Part XV of the Securities and Futures Ordinance.

Save as disclosed herein, there is no information to be disclosed pursuant to paragraphs (h) to (v) of Rule 17.50(2) of the GEM Listing Rules relating to the appointment of Dr. Jin and there is no other matter that needs to be brought to the attention of the Shareholders.

## APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTORS

The Board is pleased to announce that Mr. Dong and Mr. Jiang have been appointed as independent non-executive directors of the Company with effect from 12 November 2010.

**Mr. Dong Xiangge** (董向閣), aged 61, recently retired in February 2010 as the Communist Party secretary and director of Jilin Coal Mine Safety Surveillance Bureau. Mr. Dong obtained his bachelor degree in economy management from the Central Party School in 1993 and holds a master degree in industry enterprise management from France Mining University in September 1999. In 1983, he became the deputy general manager of the Dalong Mine of Tiefa Bureau of Mine. Afterwards, Mr. Dong became the deputy director of Tiefa Bureau of Mine in 1985, the Communist Party committee deputy secretary of Tiefa Bureau of Mine in 1991, the deputy director of Tiefa Bureau of Mine in 1994, the deputy director of Liaoning Coal Industry Bureau from 1994 to 2000, and the deputy director of Liaoning Coal Safety Surveillance Bureau from 2000 to 2002.

Save as disclosed herein, Mr. Dong has not held any directorship in any other public companies, the securities of which are listed on any securities market in Hong Kong or overseas, in the three years prior to the date of this announcement.

Pursuant to the service contract dated 12 November 2010, Mr. Dong shall serve the Company as an independent non-executive director for an initial period of three years at a remuneration of RMB20,000 per month which was determined at arm's length basis between the Company and Mr. Dong with reference to prevalent market conditions. Upon expiry of the initial three-year term, subject to the Company complying with the applicable requirements of the GEM Listing Rules, the service contract can be renewed by the parties thereto for another term not exceeding three years (or such other term as permitted by the GEM Listing Rules).

Mr. Dong has no relationship with any directors, senior management, substantial Shareholder or controlling Shareholder (as defined in the GEM Listing Rules) of the Company. Mr. Dong also does not have any interests in the Shares which is required to be disclosed under Part XV of the Securities and Futures Ordinance.

Save as disclosed herein, there is no information to be disclosed pursuant to paragraphs (h) to (v) of Rule 17.50(2) of the GEM Listing Rules relating to the appointment of Mr. Dong and there is no other matter that needs to be brought to the attention of the Shareholders.

**Mr. Jiang Ming (姜明)**, aged 52, is currently a senior engineer of Shanxi Coal Import & Export Group Corporation and has held such post since 2002. Mr. Jiang obtained a degree from Fuxin Mining College in Liaoning Province, China in 1982. He took Enterprise Management postgraduate courses at Peking University from 2002 to 2003. He has more than 25 years experience in the mining industry. Mr. Jiang was a project manager of China National Coal Import and Export Corporation from 1982 to 1989. He served the National Department of Energy, International Cooperation Department as a deputy director from 1989 to 1993. Mr. Jiang was the president of Shanxi Coal Import and Export Corporation from 1993 to 2002.

Save as disclosed herein, Mr. Jiang has not held any directorship in any other public companies, the securities of which are listed on any securities market in Hong Kong or overseas, in the three years prior to the date of this announcement.

Pursuant to the service contract dated 12 November 2010, Mr. Jiang shall serve the Company as an independent non-executive director for an initial period of three years at a remuneration of RMB20,000 per month which was determined at arm's length basis between the Company and Mr. Jiang with reference to prevalent market conditions. Upon expiry of the initial three year term, subject to the Company complying with the applicable requirements of the GEM Listing Rules, the service contract can be renewed by the parties thereto for another term not exceeding three years (or such other term as permitted by the GEM Listing Rules).

Mr. Jiang has no relationship with any directors, senior management, substantial Shareholder or controlling Shareholder (as defined in the GEM Listing Rules) of the Company. Mr. Jiang also does not have any interests in the Shares which is required to be disclosed under Part XV of the Securities and Futures Ordinance.

Save as disclosed herein, there is no information to be disclosed pursuant to paragraphs (h) to (v) of Rule 17.50(2) of the GEM Listing Rules relating to the appointment of Mr. Jiang and there is no other matter that needs to be brought to the attention of the Shareholders.

## **APPOINTMENT OF MEMBER OF AND CHANGE OF CHAIRMAN OF REMUNERATION COMMITTEE**

The Board also announces that Mr. Chan Sze Hon ceased to be the chairman of the remuneration committee with effect from 12 November 2010 and Mr. Emory Williams, an executive director and Chairman of the Company, has been appointed as a member and the chairman of the remuneration committee of the Company with effect from 12 November 2010.

## **CHANGE OF CHIEF EXECUTIVE OFFICER**

Mr. Lee resigned as the chief executive officer of the Company and re-designated as the vice chairman of the Company with effect from 12 November 2010 and Dr. Jin has been appointed as the chief executive officer of the Company for such replacement with effect from 12 November 2010.

The Board would like to take this opportunity to extend a warm welcome to Mr. Wang, Dr. Jin, Mr. Dong and Mr. Jiang in joining the Company.

By order of the board

**Emory Williams**

*Chairman*

Hong Kong, 12 November 2010

*As at the date of this announcement, the executive directors are Mr. Emory WILLIAMS, Mr. LEE Jong-Dae, Mr. LI Rubo, Mr. WANG Fu and Dr. Phil Qiu JIN; and the independent non-executive directors are Mr. BOULANGER David Marc, Mr. PARKER Christopher John, Mr. CHAN Sze Hon, Mr. DONG Xiangge and Mr. JIANG Ming .*

*The Directors jointly and severally accept full responsibility for the accuracy of the information contained in this announcement and confirm, having made all reasonable enquiries, that to the best of their knowledge, opinions expressed in this announcement have been arrived at after due and careful consideration and there are no other facts not contained in this announcement the omission of which would make any statement in this announcement misleading.*

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