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TIANHE CHEMICALS GROUP LIMITED

天合化工集團有限公司

(Incorporated in the British Virgin Islands with limited liability)

(Stock Code: 1619)

CHANGE OF SENIOR MANAGEMENT AND RE-DESIGNATION OF DIRECTOR

The Board announces that with effect from 1 January 2018, Mr. Jiang Po, an executive director of the Company, will also serve as the Chief Financial Officer and Mr. Joseph Lee will be re-designated from an executive director to a non-executive director and will cease to be the Chief Financial Officer.

The board of directors (the “**Board**”) of Tianhe Chemicals Group Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) is pleased to announce the following changes of senior management and directorship of the Company.

Change of Chief Financial Officer

Mr. Jiang Po, an executive director of the Company, will also serve as the chief financial officer (“**Chief Financial Officer**”) of the Company with effect from 1 January 2018.

The biographical details of Mr. Jiang are set out below:

Mr. Jiang Po, aged 48, is an executive director and the vice general manager of the Company, being responsible for the Group’s financial management. Mr. Jiang is also a director of Jinzhou DPF-TH Chemicals Co., Ltd. (“**Jinzhou DPF-TH**”), Fuxin Hengtong Fluoride Chemicals Co., Ltd. and North China Petrochemical Co., Ltd., the Company’s principal subsidiaries. Mr. Jiang joined the Group in May 2007 as a director and head of finance of Jinzhou DPF-TH. Mr. Jiang’s other primary working experiences include working as the head of finance of Liaoning Tianhe Fine Chemicals Co., Ltd. from November 1998 to May 2007 and the financial section chief of Yi County Fine Chemicals Factory from November 1995 to June 1998. Mr. Jiang completed two years of education in finance and accounting from Liaoning Finance School in July 1987.

The Company is of the view that Mr. Jiang is a suitable candidate for the position of the Chief Financial Officer given his proven competency in the Group over the years and his background.

Mr. Jiang has entered into a service agreement with the Company for an initial term of two years commencing from 1 January 2018. He is entitled to receive a remuneration of RMB50,000 per month for his service as the Chief Financial Officer which is determined by the Board with reference to his background, qualification, experience, level of responsibilities undertaken with the Company and current market conditions. Mr. Jiang may be entitled to a yearly discretionary bonus as and when it is recommended by the remuneration committee and approved by the Board.

Re-designation of Director

With effect from 1 January 2018, Mr. Joseph Lee will be re-designated from an executive director to a non-executive director, and will cease to be the Chief Financial Officer. After the re-designation, Mr. Lee will continue to advise the Board on business strategies of the Company, and will remain as a member of the nomination committee and resumption committee of the Company.

The biographical details of Mr. Lee are set out below:

Mr. Joseph Lee, aged 39, joined the Company in February 2014 as an executive director and Chief Financial Officer. His other primary working experiences include working as a vice president and an executive director in Morgan Stanley from April 2010 to February 2014, an associate in the Carlyle Group from March 2009 to April 2010, an associate in Morgan Stanley from March 2008 to December 2008, and an associate in Bear, Stearns & Co., Inc. from July 2006 to February 2008. Mr. Lee obtained a bachelor's degree in management from Binghamton University in the United States in May 2000, and a master's degree in business administration majoring in finance & economics from Columbia University in the United States in May 2006.

Mr. Lee has entered into a letter of appointment with the Company as a non-executive director of the Company for a term of two years commencing from 1 January 2018 and is subject to retirement and re-election in accordance with the Company's Articles of Association (the "**Articles**"). He shall hold office until the next general meeting of the Company and shall be eligible for re-election in accordance with the Articles. Thereafter, he shall be subject to retirement by rotation and re-election at the annual general meeting of the Company in accordance with the Articles. Mr. Lee is entitled to receive a director's fee of HK\$50,000 per month, which is determined by the Board with reference to his time commitment and responsibilities and current market conditions and is subject to review by the remuneration committee of the Company from time to time.

Mr. Lee has confirmed that he has no disagreement with the Board and there is no matter relating to his re-designation that needs to be brought to the attention of the shareholders of the Company or The Stock Exchange of Hong Kong Limited.

Each of Mr. Jiang and Mr. Lee has not held any other directorship in any public companies whose securities are listed on any securities market in Hong Kong or overseas in the past three years.

Each of Mr. Jiang and Mr. Lee does not have any relationship with any directors, senior management, substantial shareholders or controlling shareholders of the Company. To the best knowledge of the Company's directors, each of Mr. Jiang and Mr. Lee is not interested or deemed to be interested in any shares or underlying shares of the Company or its associated corporations within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

Save as disclosed above, there is no other information relating to Mr. Jiang or Mr. Lee that is required to be disclosed pursuant to the requirements of Rule 13.51(2) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited.

The Board would like to express its gratitude to Mr. Lee for his support, devotion and invaluable contribution during his tenure as an executive director of the Company, and to extend warm welcome to Mr. Jiang for his new appointment.

By order of the Board of Directors
Tianhe Chemicals Group Limited
WEI Qi
Chairman and Executive Director

Hong Kong, 29 December 2017

As at the date of this announcement, the Board of Directors of the Company comprises WEI Qi, WEI Xuan, Joseph LEE and JIANG Po, as executive Directors; Homer SUN, as non-executive Director; LOKE Yu (alias LOKE Hoi Lam), CHAN Kin Sang and XU Xiaodong, as independent non-executive Directors.