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CHIHO-TIANDE GROUP LIMITED

齊合天地集團有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 976)

CHANGE OF DIRECTOR, COMPOSITION OF BOARD COMMITTEES, COMPANY SECRETARY, AUTHORISED REPRESENTATIVE AND PROCESS AGENT

The Board announces that with effect from 7 April 2017:

1. Mr. Liu Huaiyu resigned as EVP, executive Director, member of each of the Executive Committee and the Strategy and Investment Committee of the Company, CFO, Company Secretary, Authorised Representative and Process Agent;
2. Mr. Zhu Patrick Xiangdong has been appointed as executive Director and members of each of the Executive Committee and Strategy and Investment Committee of the Company;
3. Mr. Koon Wai Hung has been appointed as a Joint Company Secretary, Authorised Representative and Process Agent; and
4. Ms. So Lai Shan has been appointed as the other Joint Company Secretary.

This announcement is made by Chiho-Tiande Group Limited (the “**Company**”) and together with its subsidiaries, (the “**Group**”) pursuant to Rule 13.51(2) of the Rules (the “**Listing Rules**”) Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”).

CHANGE OF DIRECTOR, COMPOSITION OF BOARD COMMITTEES, COMPANY SECRETARY, AUTHORISED REPRESENTATIVE AND PROCESS AGENT

The board (the “**Board**”) of directors (the “**Directors**”) of the Company announces that with effect from 7 April 2017:

1. Mr. Liu Huaiyu (“**Mr. Liu**”) resigned as executive vice president of the Company (“**EVP**”), executive Director, member of each of the Executive Committee and the Strategy and Investment Committee of the Company, chief financial officer of the Company (the “**CFO**”), company secretary of the Company (“**Company Secretary**”), authorised representative of the Company (the “**Authorised Representative**”) under Rule 3.05 of the Listing Rules and the authorised representative of the Company for the acceptance of service of process and notices on behalf of the Company (the “**Process Agent**”) under the Companies Ordinance (Chapter 622 of the Laws of Hong Kong) due to his pursuit on other personal commitments;
2. Mr. Zhu Patrick Xiangdong (“**Mr. Zhu**”) has been appointed as executive Director and members of each of the Executive Committee and the Strategy and Investment Committee of the Company;
3. Mr. Koon Wai Hung (“**Mr. Koon**”) has been appointed as a Joint Company Secretary, Authorised Representative and Process Agent; and
4. Ms. So Lai Shan (“**Ms. So**”) has been appointed as the other Joint Company Secretary.

Mr. Liu has confirmed that he has no disagreement with the Board and there are no matters with regard to his resignation which need to be brought to the attention of the shareholders of the Company (the “**Shareholders**”) or the Stock Exchange.

Appointment of Mr. Zhu

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

Mr. Zhu Patrick Xiangdong (朱向東), aged 50, joined the Group on 1 June 2015 and is currently the vice president and chief operation officer of the Group and Chairman of Pricing Committee of Company. Mr. Zhu also serves as a director of other subsidiaries of the Group.

Mr. Zhu has over 28 years of extensive experience in international trading such as renewable resources and commodities. Before joining the Company, he was manager of Hong Kong Gang Ao International (Holdings) Company Limited, general manager of Ningbo Tianshun Metal Processing Co., Ltd., and general manager of Ningbo Three Sources Trade Development Co., Ltd.

Mr. Zhu graduated from University of International Business and Economics in Beijing in 1989, and obtained a Bachelor’s degree in Economics, majoring in International Trade. He also graduated from The University of Auckland in New Zealand and Institute of Studies in St Helens New Zealand, and obtained Master of Commerce in May 2001 and Master of Business Administration in August 2001 respectively.

Mr. Zhu does not have any relationship with any Directors, senior management, substantial Shareholders or controlling Shareholders (as defined in the Listing Rules) of the Company and other members of the Group, nor does he have any interests (within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong)) in the shares of the Company as at the date of this announcement.

Mr. Zhu will enter into a appointment letter (the “**Appointment Letter**”) with the Company in relation to his appointment as an executive Director. Pursuant to the Appointment Letter, the annual salary for Mr. Zhu as an executive Director, vice president and chief operation officer of the Group will be HK\$1,500,000 and his initial current term of office is for a period of three years commencing from 7 April 2017 unless terminated by either party giving to the other not less than two months’ prior notice in writing. He is also entitled to a discretionary bonus. Mr. Zhu’s overall remuneration package was determined by the Board based on the recommendations of the nomination committee and the remuneration committee of the Company, with reference to his duties and responsibilities with the Company and the market rate of his position. There is no additional remuneration for his services as executive Director. Mr. Zhu is subject to retirement by rotation and election at the next forthcoming annual general meeting of the Company in accordance with the memorandum and articles of association of the Company and the Listing Rules.

Save as disclosed above, Mr. Zhu does not hold any positions in the Company or any other members of the Group, nor has he held any directorship in any other listed public company in the last three years preceding the date of his appointment.

Save as disclosed in this announcement, the Board is not aware of any other matters that need to be brought to the attention of the Shareholders and there is no other information required to be disclosed pursuant to Rules 13.51(2)(h) to 13.51(2)(v) of the Listing Rules in relation to the appointment of Mr. Zhu.

Appointment of Mr. Koon

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

Mr. Koon Wai Hung (官偉雄) joined the Group on 20 February 2016. He has been appointed as a Joint Company Secretary, Authorised Representative and Process Agent on 7 April 2017. Mr. Koon also serves as a director of other subsidiaries of the Group. Mr. Koon obtained a Bachelor of Commerce degree, majoring in Accounting in 1992 and a Bachelor of Information Technology degree, majoring in Business Information and MRP System in 1993, both from Bond University in Australia. He is an associate of CPA Australia and a member of the Hong Kong Institute of Certified Public Accountants.

Mr. Koon has approximately 21 years of extensive experience in accounting, financial management and auditing. Prior to joining the Company, he worked for Deloitte Touche Tohmatsu from January 2008 and his last held position was senior manager and was mainly involved in audit of Hong Kong listed companies that engaged in manufacturing and real estate industries, and developed audit training materials for the Deloitte Global worldwide network. He had also worked for PricewaterhouseCoopers and Ernst & Young for a cumulative period of approximately 8 years. Mr. Koon had also served as the finance and administration manager of a Hong Kong listed company for more than 4 years.

Appointment of Ms. So

The biographical details of Ms. So are set out below:

Ms. So Lai Shan (蘇麗珊) has been appointed as a Joint Company Secretary on 7 April 2017. Ms. So has more than 7 years of experience in company secretarial field. Ms. So holds a Master's degree in Corporate Governance and is an associate member of the Hong Kong Institute of Chartered Secretaries and the Institute of Chartered Secretaries and Administrators in the United Kingdom. Ms. So is now working in TMF Hong Kong Limited, a leading global professional firm.

The Board would like to take this opportunity to express its gratitude to Mr. Liu for his valuable contributions to the Group during his tenure and also express its warm welcome to Mr. Zhu, Mr. Koon and Ms. So on their appointments.

By Order of the Board
Chiho-Tiande Group Limited
Tu Jianhua
Chairman

Hong Kong, 7 April 2017

As at the date of this announcement, the Board comprises:

Executive Directors: Tu Jianhua, Qin Yongming, Zhu Patrick Xiangdong

Independent Non-executive Directors: Loke Yu, Zhu Dajian, Qian Liping