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HAITIAN INTERNATIONAL HOLDINGS LIMITED

海天國際控股有限公司

(incorporated in the Cayman Islands with limited liability)

(Stock Code: 1882)

- (1) RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTOR AND MEMBER OF AUDIT COMMITTEE**
- (2) APPOINTMENT OF NEW INDEPENDENT NON-EXECUTIVE DIRECTORS AND MEMBERS AND CHAIRMAN OF AUDIT COMMITTEE AND REMUNERATION COMMITTEE**
- (3) ESTABLISHMENT OF NOMINATION COMMITTEE**

The Board announces that:

- (1) Mr. Dai Xiangbo has tendered his resignation as independent non-executive director of the Company and member of the Audit Committee with effect from 30 March 2012;
- (2) Mr. Dai Guowah and Mr. Lou Baijun have been appointed as independent non-executive directors of the Company with effect from 30 March 2012. Both Mr. Dai Guowah and Mr. Lou Baijun have been appointed as members of the Audit Committee and Mr. Dai Guowah has also been appointed as member of the Remuneration Committee; and
- (3) the Nomination Committee has been established on 30 March 2012 and Mr. Zhang Jingzhang, the Chairman of the Board, and Mr. Dai Guowah and Mr. Gao Xunxian, independent non-executive directors of the Company, have been appointed as members of the Nomination Committee.

The Board announces that:

RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTOR AND MEMBER OF AUDIT COMMITTEE

Mr. Dai Xiangbo has tendered his resignation as independent non-executive director of the Company and member of the Audit Committee with effect from 30 March 2012. Mr. Dai Xiangbo tendered his resignation due to his commitment in his work at the finance department of the provincial government of Zhejiang province and has confirmed that there has been no disagreement with the Board and that there are no matters which need to be brought to the attention of the shareholders of the Company or the Stock Exchange of Hong Kong Limited in relation to his resignation.

The Board would like to take this opportunity to express its sincere gratitude to Mr. Dai Xiangbo for his valuable advice and contribution to the Board during his tenure.

APPOINTMENT OF NEW INDEPENDENT NON-EXECUTIVE DIRECTORS AND MEMBERS AND CHAIRMAN OF AUDIT COMMITTEE AND REMUNERATION COMMITTEE

Mr. Dai Guowah and Mr. Lou Baijun have been appointed as independent non-executive directors of the Company with effect from 30 March 2012. Both Mr. Dai Guowah and Mr. Lou Baijun have been appointed as members of the Audit Committee and Mr. Dai Guowah has also been appointed as member of the Remuneration Committee. Mr. Lou Baijun is at the same time appointed as the Chairman of the Audit Committee while Mr. Dai Guowah is appointed as the Chairman of the Remuneration Committee. Mr. Zhang Jianming will resign as Chairman of the Remuneration Committee and remains as its member.

Set out below are the biographies of Mr. Dai Guowah and Mr. Lou Baijun.

Mr. Dai Guowah, aged 60, retired from the central committee of Ningbo in 2011 after more than 30 years of public service at various posts in central committees and governmental departments of Ningbo, Fenghua, Yuyao and other administrative districts. Immediately prior to his retirement, Mr. Dai was the deputy secretary of the central committee and the director of agricultural work office of Ningbo municipal government. He was also appointed as deputy secretary of the central committee and chief executive of Beilun district, deputy secretary of central committee of Fenghua, director of propaganda and member of the executive committee, deputy major and principal of party school of Yuyao. Mr. Dai obtained a bachelor degree in applied mathematics from Hangzhou University (which merged into Zhejiang University in 1998) in 1977.

Mr. Lou Baijun, aged 48, is currently the Head of Modern Logistics School of Zhejiang Wanli University. Mr. Lou is a member of the Chinese Institute of Certified Public Accountants since 1996. Mr. Lou was appointed deputy director and deputy professor of Faculty of Financial Management of Jiangxi University of Finance and Economics between 1985 and 2001 and commenced teaching at Zhejiang Wanli University since 2001. Mr. Lou obtained a master degree in management and engineering from Wuhan University of Technology in 2006. Mr. Lou has been an independent non-executive director of Ningbo

Veken Elite Group Co., Ltd. (stock code: 600152) since 19 June 2008 and was an independent non-executive director of HIT. Shouchuang Technology Co., Ltd. (stock code: 600857) between 24 June 2005 and 24 March 2012, the shares of which are both listed on the Shanghai Stock Exchange.

Save as disclosed above, both Mr. Dai and Mr. Lou have not held any other directorship in public companies the securities of which are listed on any securities market in Hong Kong or overseas in the last three years prior to their appointment to the Board. Apart from their appointment as independent non-executive directors of the Company and members and Chairman (if applicable) of the Audit Committee, Remuneration Committee and Nomination Committee, they do not hold any other position with the Company or its subsidiaries. They are not connected with any director of the Company, senior management or substantial shareholders or controlling shareholders of the Company (as defined in the Listing Rules) and do not have any interest in shares of the Company within the meaning of Part XV of the SFO.

Each of Mr. Dai and Mr. Lou has entered into a letter of appointment with the Company for an initial term of three years commencing on 30 March 2012 during which either party can terminate with one-month prior written notice. They shall each hold office until the coming annual general meeting of the Company and shall be eligible for re-election at that meeting in accordance with the articles of association of the Company. Both Mr. Dai and Mr. Lou are entitled to director's remuneration of RMB60,000 per annum with reference to their respective experience, roles in the Board and its committees and the prevailing market conditions.

Save as disclosed above, each of Mr. Dai and Mr. Lou confirmed that there is no other information relating to his appointment which is required to be disclosed pursuant to Rule 13.51(2) of the Listing Rules and there are no other matters that need to be brought to the attention of the shareholders of the Company.

The Board would like to extend a warm welcome to Mr. Dai and Mr. Lou in joining the Board.

ESTABLISHMENT OF THE NOMINATION COMMITTEE

The Nomination Committee is established by the Board on 30 March 2012 and Mr. Zhang Jingzhang, the Chairman of the Board, and Mr. Dai Guowah and Mr. Gao Xunxian, independent non-executive directors of the Company, were appointed as members of the Nomination Committee. Mr. Zhang Jingzhang is appointed as chairman of the Nomination Committee upon its establishment.

DEFINITIONS

In this announcement, the following expressions have the meanings set out below unless the context requires otherwise.

“Audit Committee” the audit committee of the Board, comprising Mr. Dai Guowah, Mr. Pan Chaoyang, Mr. Lou Baijun and Mr. Gao Xunxian as its members and Mr. Lou Baijun as its chairman;

“Board” the board of Directors of the Company;

“Company”	Haitian International Holdings Limited, a limited liability company incorporate in the Cayman Islands;
“Director(s)”	director(s) of the Company;
“Listing Rules”	Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited;
“Nomination Committee”	the nomination committee of the Board, comprising Mr. Zhang Jingzhang, Mr. Dai Guowah and Mr. Gao Xunxian as its members and Mr. Zhang Jingzhang as its chairman;
“PRC”	the People’s Republic of China; and
“Remuneration Committee”	the remuneration committee of the Board, comprising Mr. Zhang Jianming, Mr. Dai Guowah, Mr. Pan Chaoyang and Mr. Gao Xunxian as its members and Mr. Dai Guowah as its chairman;
“RMB” or “Renminbi”	Renminbi, the lawful currency of the PRC; and
“SFO”	the Securities and Futures Ordinance, Chapter 571 of the Laws of Hong Kong, as amended and supplemented from time to time.

By order of the board of
HAITIAN INTERNATIONAL HOLDINGS LIMITED
Mr. Zhang Jingzhang
Chairman

Ningbo, PRC, 30 March 2012

As at the date of this announcement, the Executive Directors of the Company are Mr. Zhang Jingzhang, Mr. Zhang Jianming, Prof. Helmut Helmar Franz, Mr. Zhang Jianfeng, Mr. Zhang Jianguo, Mr. Guo Mingguang, Ms. Chen Ningning and Mr. Liu Jianbo; the Non-executive Director is Mr. Hu Guiqing; and the Independent Non-executive Directors are Mr. Dai Guowah, Mr. Pan Chaoyang, Mr. Lou Baijun, Mr. Gao Xunxian and Dr. Steven Chow.