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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 AND REMUNERATION COMMITTEE**

### **(2) RE-DESIGNATION OF DIRECTORS AND CHANGE OF AUTHORISED REPRESENTATIVE**

The Board announces that with effect from 1 June 2012:–

- (1) Mr. Pan Chaoyang has tendered his resignation as independent non-executive director of the Company and member of the Audit Committee and Remuneration Committee; and
- (2) Mr. Guo Mingguang and Mr. Liu Jianbo have been re-designated from executive directors of the Company to non-executive directors of the Company and Ms. Chen Ningning has been appointed as an authorised representative of the Company.

The Board announces that:–

### **RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTOR AND MEMBER OF AUDIT COMMITTEE AND REMUNERATION COMMITTEE**

Mr. Pan Chaoyang has tendered his resignation as independent non-executive director of the Company and member of the Audit Committee and Remuneration Committee with effect from 1 June 2012. Mr. Pan Chaoyang tendered his resignation due to his other commitment in work 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. Pan Chaoyang for his valuable advice and contribution to the Board during his tenure.

## **RE-DESIGNATION OF DIRECTORS AND CHANGE OF AUTHORISED REPRESENTATIVE**

### **Re-designation of Directors**

Mr. Guo Mingguang and Mr. Liu Jianbo have been re-designated from executive directors of the Company to non-executive directors of the Company with effect from 1 June 2012.

Set out below are the biographies of Mr. Guo Mingguang and Mr. Liu Jianbo.

**Mr. Guo Mingguang**, aged 45, joined the Group in January 1983 and has more than 25 years of experience in the plastic processing machinery industry. In 1985, he was transferred to the Group's customer services department and was transferred again in 1989 to the Group's engineering department. From 1994 to 1999, he served as the deputy general manager of Ningbo Zongtian Plastic Processing Machinery Manufacturing Co., Ltd. From 1999 to 2002, he served as the general manager of factory of the Group. In 2003, he was appointed as the deputy head of production of the Group and was promoted to the vice president of production of the Group in 2004. Mr. Guo is a son-in-law of Mr. Zhang Jingzhang, the Chairman of the Company, and the brother-in-law of Mr. Zhang Jianming and Mr. Zhang Jianfeng, both of whom are executive Directors and he is also a director of Sky Treasure and Premier Capital. As of the date of this announcement, Mr. Guo was entitled to 1.79% beneficial interest in Sky Treasure.

**Mr. Liu Jianbo**, aged 44, is joined the quality assurance department of the Group in November 1986 and was appointed as a product quality control supervisor in 1993 and a quality control manager in 1997. In 2000, he became the corporate management representative under the ISO9001 quality control system. He had been the Company's vice president of quality control since February 2004 and the Company's vice president of customer service since July 2004. Mr. Liu is a son-in-law of Mr. Zhang Jingzhang, the Chairman of the Company, and the brother-in-law of Mr. Zhang Jianming and Mr. Zhang Jianfeng, both of whom are executive Directors and he is also a director of Sky Treasure and Premier Capital. As of the date of this announcement, Mr. Liu was entitled to 1.49% beneficial interest in Sky Treasure.

Save as disclosed above, both Mr. Guo and Mr. Liu 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 the date of their re-designation as non-executive Director. Apart from their appointment as non-executive Directors, they do not hold any other position in the Group. Save as disclosed above, they have no other connection with any Director, 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 within the meaning of Part XV of the SFO.

Each of Mr. Guo and Mr. Liu has terminated their existing service contract with the Company and entered into a new letter of appointment with the Company for an initial term of three years commencing on 1 June 2012 during which either party can terminate with one-month prior written notice. Mr. Guo and Mr. Liu will not receive any director's remuneration.

Save as disclosed above, each of Mr. Guo and Mr. Liu 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.

### **Change of Authorised Representative**

Following the re-designation of Mr. Guo Mingguang, Ms. Chen Ningning, an executive Director, has been appointed as an authorised representative of the Company as required under Rule 3.05 of the Listing Rules with effect from 1 June 2012.

### **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;
“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;
“Group”	the Company and its subsidiaries;
“Listing Rules”	Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited;
“PRC”	the People’s Republic of China;
“Premier Capital”	Premier Capital Management (PTC) Ltd., which is deemed to be interested in the Shares held by Sky Treasure under SFO;
“Remuneration Committee”	the remuneration committee of the Board;
“RMB” or “Renminbi”	Renminbi, the lawful currency of the PRC;
“SFO”	the Securities and Futures Ordinance, Chapter 571 of the Laws of Hong Kong, as amended and supplemented from time to time;
“Shares”	the shares of the Company; and

“Sky Treasure”

Sky Treasure Capital Limited, which held approximately 65.0% Shares as of the date of this announcement and is the controlling shareholder of the Company as defined under the Listing Rules.

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

Ningbo, Zhejiang, PRC, 1 June 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 and Ms. Chen Ningning; the Non-executive Directors are Mr. Hu Guiqing, Mr. Guo Mingguang and Mr. Liu Jianbo; and the Independent Non-executive Directors are Mr. Dai Guowah, Mr. Lou Baijun, Mr. Gao Xunxian and Dr. Steven Chow.*