

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.

BaWang International (Group) Holding Limited
霸王國際(集團)控股有限公司*

(Incorporated in the Cayman Islands with limited liability)
(Stock Code: 01338)

RESIGNATION OF DIRECTORS

The board of directors (the “**Board**”) of BaWang International (Group) Holding Limited (the “**Company**”) wishes to announce that Mr. SHEN Xiaodi and Ms. GUO Jing have resigned as directors of the Company with effect from 28 May 2013. Additionally, Mr. SHEN Xiaodi has resigned as Vice-CEO of the Company at the same time.

Mr. SHEN Xiaodi and Ms. GUO Jing have informed the Company that they would like to step down as a director of the Company due to their other business commitments.

Each of Mr. SHEN Xiaodi and Ms. GUO Jing has confirmed that he/she has no disagreement with the Board and that he/she is not aware of any matter relating to his/her resignation that needs to be brought to the attention of the shareholders of the Company.

As a result of the resignation of Ms. Guo, Ms. GUO Jing will not be offered for re-election at the upcoming annual general meeting of the Company to be held on 31 May 2013 (the “**AGM**”) and, accordingly Resolution 2(A)(ii) regarding the re-election of Ms. GUO Jing as a non-executive director of the Company as set out in the notice of the AGM and the circular of the Company both dated 29 April 2013 will not be considered at the AGM. Also, as a result of the resignation of Mr. SHEN, his responsibilities as a Vice-CEO of the Company will be assumed by Ms. WAN Yuhua, the CEO of the Company.

Following the resignation of Mr. SHEN and Ms. GUO, the Board comprises three executive directors and three independent non-executive directors and the Company is in compliance with the relevant requirements under the Listing Rules.

The Board would like to take this opportunity to express its gratitude to Mr. SHEN Xiaodi and Ms. GUO Jing for their contributions to the Company during their tenure of service.

By order of the Board
BaWang International (Group) Holding Limited
CHEN Qiyuan
Chairman

Hong Kong, 28 May 2013

As at the date of this announcement, the board of directors of the Company comprises of three executive directors, namely, Mr. CHEN Qiyuan, Ms. WAN Yuhua and Mr. WONG Sin Yung and three independent non-executive directors, namely, Mr. NGAI Wai Fung, Mr. LI Bida and Mr. CHEN Kaizhi.

**For identification purpose only*