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BIO-DYNAMIC GROUP LIMITED

生物動力集團有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 00039)

RETIREMENT AND APPOINTMENT OF DIRECTORS AND GRANT OF SHARE OPTIONS

The Board announces that Dr. Leung Kwan-Kwok, an Independent Non-executive Director and a member of the Audit Committee of the Company, retired by rotation and has not offered himself for re-election at the annual general meeting of the Company held on 4 May 2011 due to other business engagements which require more of his dedication.

The Board further announces that Mr. Zhang Yonggen has been appointed as an Independent Non-executive Director and a member of the Audit Committee of the Company with effect from 4 May 2011.

RETIREMENT OF DIRECTOR

The board of directors (the “Board”) of Bio-Dynamic Group Limited (the “Company”) announces that Dr. Leung Kwan-Kwok, an Independent Non-executive Director and a member of the Audit Committee of the Company, retired by rotation and has not offered himself for re-election at the annual general meeting of the Company held on 4 May 2011 due to other business engagements which require more of his dedication. Dr. Leung has confirmed to the Board that there are no disagreements with the Board and there are no matters relating to the Company that ought to be brought to the attention of the shareholders of the Company. The Board would like to express their appreciation to Dr. Leung for his contribution to the Company during his tenure.

APPOINTMENT OF DIRECTOR

The Board further announces that Mr. Zhang Yonggen has been appointed as an Independent Non-executive Director and a member of the Audit Committee of the Company with effect from 4 May 2011.

Mr. Zhang Yonggen, aged 49, is currently a professor of animal nutrition and feed science in China Northeast Agricultural University and the academic leader of ruminant nutrition and feed science. Mr. Zhang is concurrently a scientist in national dairy products industry technology system, council member of Dairy Association of China, standing council member of China Institute of Animal Husbandry and Veterinary Cattle Chapter, standing council member of Heilongjiang Animal Husbandry and Veterinary Institute, member of editorial board of journals of China Cattle Genetic Resources and Heilongjiang Animal Husbandry and Veterinary Medicine, and the invited reviewers for the journals of Animal Nutrition and Agricultural Sciences in China. He has been long engaged in teaching of cattle production and ruminant nutrition, researching and feed resources development and utilisation. Mr. Zhang graduated from Department of Animal Husbandry of China Northeast Agricultural University, and also holds a master degree in agriculture and a doctor degree in ruminant nutrition science from the same university. Mr. Zhang did not hold any directorship in any listed public companies in the last three years.

There is no service contract between the Company and Mr. Zhang. He is appointed for a term of 3 years commencing from 4 May 2011 and will be subject to renewal and retirement by rotation and re-election at the annual general meetings of the Company pursuant to the articles of association of the Company. Mr. Zhang is entitled to an annual emolument of HK\$100,000. Such emolument is determined by the Board by reference to his duties and responsibilities with the Company and the Company's remuneration policy. In addition, Mr. Zhang was granted options to subscribe for 200,000 shares in the Company on 4 May 2011, subject to his acceptance, under the share option scheme adopted by the Company on 23 May 2007 with details as follows:

Exercise price of options granted	:	HK\$1.152 to subscribe for one ordinary share of HK\$0.1 each of the Company ("Share")
Number of options granted	:	200,000 options (each option shall entitle the holder of the option to subscribe for one Share)
Closing price of the Shares on the date of grant	:	HK\$1.15 per Share
Exercise period	:	100,000 options become exercisable on the first anniversary of the date of grant and have an exercise period from 4 May 2012 to 3 May 2015. 100,000 options become exercisable on the second anniversary of the date of grant and have an exercise period from 4 May 2013 to 3 May 2016.

Save as disclosed above, Mr. Zhang does not have any relationships with any directors, senior management or substantial or controlling shareholders of the Company for the purpose of the Listing Rules and has no interests in the shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance.

There is no information to be disclosed pursuant to the requirements as set out in Rule 13.51(2)(h) to (v) of the Listing Rules and there are no other matters that need to be brought to the attention of the shareholders of the Company in respect of Mr. Zhang's appointment as the Independent Non-executive Director of the Company.

The Board would like to take this opportunity to welcome Mr. Zhang to join the Company.

By Order of the Board
BIO-DYNAMIC GROUP LIMITED
Peter Lo
Chairman

Hong Kong, 4 May 2011

As at the date hereof, the executive directors are Mr. Peter Lo, Mr. Li Wentao, Mr. David Lee Sun, Mr. Zhao Difei, Mr. Li Jian Quan and Mr. Fu Hui; the non-executive director is Mr. Derek Emory Ting-Lap Yeung; and the independent non-executive directors are Mr. Sam Zuchowski, Dr. Loke Yu alias Loke Hoi Lam and Mr. Zhang Yonggen.