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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)

APPOINTMENT AND RESIGNATION OF DIRECTORS

The Board announces that Mr. Qu Shuncaï and Mr. Huang Qingxi will be appointed as Executive Director and Non-executive Director of the Company, respectively, and Mr. Fu Hui will resign as Executive Director of the Company with effect from 1 June 2012.

APPOINTMENT OF DIRECTORS

The board of directors (the “Board”) of Bio-Dynamic Group Limited (the “Company”) announces that Mr. Qu Shuncaï and Mr. Huang Qingxi will be appointed as Executive Director and Non-executive Director of the Company, respectively, with effect from 1 June 2012. Details regarding the new appointed directors are set out below.

Mr. Qu Shuncaï, aged 49, is the director of the Group’s development division. He is responsible for the Group’s animal feed business development. Mr. Qu has been engaged in trading of wine and liquor, nanotechnology development, and production and sale of automotive fine chemicals. Mr. Qu holds a Bachelor of Education degree from Qiqihar University. He did not hold any directorship in any listed public companies in the last three years.

As at the date of this announcement, Mr. Qu has a personal interest of 3,680,000 shares of the Company and holds 4,500,000 options granted by the Company under the share option scheme of the Company.

There is no service contract between the Company and Mr. Qu. He is entitled to an annual emolument of HK\$100,000 as Executive Director of the Company which is determined by the Board by reference to his duties and responsibilities with the Company and the Company’s remuneration policy. Mr. Qu is subject to retirement by rotation and re-election pursuant to the articles of association of the Company.

Mr. Huang Qingxi, aged 38. He is currently the chairman of Hunan Anson Nano-Biotechnology Company Limited. Mr. Huang has made investments in biomedical industries since 2004. Mr. Huang is concurrently the chairman of Hunan Medical Instrument Trade Association, a standing committee member of Hunan Federation of Industry and Commerce and the deputy secretary general of United Front Work Department of Hunan Provincial Committee Intellectual Friendship Association. Mr. Huang has studied mathematics at Hunan Normal University. Mr. Huang 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. Huang. He is entitled to an annual emolument of HK\$100,000 as Non-executive Director of the Company which is determined by the Board by reference to his duties and responsibilities with the Company and the Company's remuneration policy. Mr. Huang is appointed for a term of 3 years commencing from 1 June 2012 and subject to renewal and retirement by rotation and re-election pursuant to the articles of association of the Company.

Save as disclosed above, each of Mr. Qu and Mr. Huang does not have any relationships with any directors, senior management or substantial or controlling shareholders of the Company for the purpose of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (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 the directors' appointment.

The Board would like to take this opportunity to welcome Mr. Qu and Mr. Huang to join the Company.

RESIGNATION OF DIRECTOR

The Board announces that Mr. Fu Hui will resign as Executive Director of the Company with effect from 1 June 2012. Mr. Fu wishes to be relieved from his post due to other business engagements which require more of his dedication. Mr. Fu has confirmed that he has no disagreement with the Board and there are no matters relating to his resignation that need to be brought to the attention of the shareholders of the Company.

The Board would like to express its appreciation to Mr. Fu for his contribution to the Company during his tenure.

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

Hong Kong, 31 May 2012

As at the date hereof, the executive directors are Mr. Peter Lo, Mr. Han Dong, Mr. David Lee Sun 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.