

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.



SINO-TECH INTERNATIONAL HOLDINGS LIMITED

泰豐國際集團有限公司*

(Incorporated in Bermuda with limited liability)

(Stock Code: 724)

APPOINTMENT OF EXECUTIVE DIRECTOR, INDEPENDENT NON-EXECUTIVE DIRECTORS, PRESIDENT OF THE COMPANY AND MEMBERS OF AUDIT COMMITTEE, REMUNERATION COMMITTEE AND NOMINATION COMMITTEE

The Board is pleased to announce that the Board resolved with effect from 1 December 2012:

- (1) Mr. Lam Hung Kit be appointed as an executive Director;
- (2) Mr. Chau Pong Chi be appointed as an independent non-executive Director, a member of the Audit Committee and the Remuneration Committee, and a member and the chairman of the Nomination Committee;
- (3) Ms. Ching, Betty Siu Kuen be appointed as an independent non-executive Director and a member of the Audit Committee, Remuneration Committee and Nomination Committee; and
- (4) Mr. Lam Yat Keung, an executive Director, be appointed as the president of the Company.

At the request of the Company, trading in the Shares was suspended with effect from 9:00 a.m. on 14 March 2012, and it will remain suspended pending the release of further announcement(s) by the Company.

* For identification purpose only

APPOINTMENT OF EXECUTIVE DIRECTOR, INDEPENDENT NON-EXECUTIVE DIRECTORS AND MEMBERS OF AUDIT COMMITTEE, REMUNERATION COMMITTEE AND NOMINATION COMMITTEE

The board (the “**Board**”) of directors (the “**Directors**”) of Sino-Tech International Holdings Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) is pleased to announce that the Board resolved with effect from 1 December 2012, Mr. Lam Hung Kit (“**Mr. Lam H.K.**”) be appointed as an executive Director, and Mr. Chau Pong Chi (“**Mr. Chau**”) and Ms. Ching, Betty Siu Kuen (“**Ms. Ching**”) be appointed as the independent non-executive Directors.

In addition, the Board also resolved that each of Mr. Chau and Ms. Ching be appointed as a member of the audit committee (the “**Audit Committee**”), the remuneration committee (the “**Remuneration Committee**”) and the nomination committee (the “**Nomination Committee**”) of the Company with effect from 1 December 2012. Ms. Liu Yanfang (“**Ms. Liu**”), an independent non-executive Director, will resign as the chairman but remain as a member of the Nomination Committee with effect from 1 December 2012. Following Ms. Liu’s resignation, Mr. Chau will be appointed as the chairman of the Nomination Committee.

Executive Director

Mr. Lam H.K., aged 46, currently is an executive director of certain subsidiaries of the Company. He has over 25 years of experience in the sales and marketing function of overseas markets for a number of manufacturing companies in Hong Kong and the People’s Republic of China (the “**PRC**”). During serving in these companies, Mr. Lam H.K. was also involved in the materials control and logistics management. Mr. Lam H.K. once served as an executive Director during the period from 13 December 2003 to 9 July 2010.

Save as disclosed above, Mr. Lam H.K. has not held any directorship in any public companies of which the securities are listed on any security markets in Hong Kong or overseas in the last three years, and he does not hold any position with the Company or any other members of the Group as at the date of this announcement.

Mr. Lam H.K. is the brother-in-law of Mr. Lam Yat Keung (“**Mr. Lam Y.K.**”) who is an executive Director. Save as disclosed, Mr. Lam. H.K. does not have any relationship with any directors, senior management, substantial or controlling shareholders of the Company.

As at the date of this announcement, Mr. Lam H.K. is interested in 613,760,000 shares of the Company (the “**Shares**”), consisting of (i) a deemed interest in 612,400,000 Shares owned by Smart Number Investments Limited, 33.33% of the issued shares of which are held by Mr. Lam H.K.; and (ii) a deemed interest in 1,360,000 Shares owned by his spouse. Save as disclosed above, as at the date of this announcement, Mr. Lam H.K. does not have, and is not deemed to have any other interests in any shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) (“**SFO**”).

Mr. Lam H.K. has entered into a service contract with the Company for a term of 3 years commencing from 1 December 2012 and is entitled to a director's fee of HK\$600,000 per annum. He shall hold office until the next annual general meeting of the Company and shall be eligible for re-election at that meeting. His appointment will be subject to retirement by rotation and re-election at the general meetings of the Company in accordance with the bye-laws of the Company (the "**Bye-Laws**"). His remuneration package was determined by the Board and the Remuneration Committee with reference to his duties and responsibilities, the Group's performance, prevailing market conditions and remuneration benchmarks in the industry.

Independent non-executive Directors

Mr. Chau, aged 72, has over 30 years of experience in corporate finance and served various finance corporations as a director. He is currently an executive director of Victon Electronic Technology Ind. Ltd which manufactures positive temperature ceramics and a director of DBK David + Baader GMBH in Germany which manufacture car electronic ceramic heating parts.

As at the date of this announcement, Mr. Chau has not held any directorship in any public companies of which the securities are listed on any security markets in Hong Kong or overseas in the last three years, and he is not a director of nor holds any position in any member of the Group. Mr. Chau does not have any relationship with any director, senior management or substantial or controlling shareholder of the Company and does not have interests in any shares of the Company within the meaning of Part XV of the SFO.

The service term of Mr. Chau will be three years commencing from 1 December 2012, and he is entitled to an annual remuneration of HK\$90,000. Mr. Chau shall hold office until the next annual general meeting of the Company and shall be eligible for re-election at that meeting. His appointment will be subject to retirement by rotation and re-election at the general meetings of the Company in accordance with the Bye-Laws. His remuneration package was determined by the Board and the Remuneration Committee with reference to his duties and responsibilities, the Group's performance, prevailing market conditions and remuneration benchmarks in the industry.

Ms. Ching, aged 56, holds a Master of Social Science Degree from the University of Mississippi, the United States of America, and she is a member of the Institute of Internal Auditors, Certified Public Accountant of California and American Institute of Certified Public Accountant. Ms. Ching worked in certain manufacturing companies in Hong Kong, the PRC and Macau and has over 25 years working experience in the financial, treasury and internal control field. She worked for Yu-Me (HK) Ltd. from 1993 to 2002 as a treasurer. During the year from 2002 to 2012, she worked for Union Technology International (MCO) Co. Ltd. as assistant general manager. Ms. Ching currently is the senior manager of PRG Consulting Ltd.

As at the date of this announcement, Ms. Ching has not held any directorship in any public companies of which the securities are listed on any security markets in Hong Kong or overseas in the last three years, and she is not a director of nor holds any position in any member of the Group. Ms. Ching does not have any relationship with any director, senior management or substantial or controlling shareholders of the Company and does not have interests in any shares of the Company within the meaning of Part XV of the SFO.

The service term of Ms. Ching will be three years commencing from 1 December 2012, and she is entitled to an annual remuneration of HK\$90,000. Ms. Ching shall hold office until the next annual general meeting of the Company and shall be eligible for re-election at that meeting. Her appointment will be subject to retirement by rotation and re-election at the general meetings of the Company in accordance with the Bye-Laws. Her remuneration package was determined by the Board and the Remuneration Committee with reference to her duties and responsibilities, the Group's performance, prevailing market conditions and remuneration benchmarks in the industry.

Save for the above, there are no other matters relating to the appointment of Mr. Lam. H.K., Mr. Chau and Ms. Ching that need to be brought to the attention of the shareholders of the Company and there is no information that needs to be disclosed pursuant to any of the requirements under Rule 13.51(2)(h) to (v) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited.

The Board would like to take this opportunity to welcome Mr. Lam H.K., Mr. Chau and Ms. Ching for joining the Board.

APPOINTMENT OF PRESIDENT OF THE COMPANY

The Board also resolved Mr. Lam Y.K., an executive Director, be appointed as the president of the Company with effect from 1 December 2012.

The Board would like to take this opportunity to extend its warm welcome to Mr. Lam Y.K. on his new appointment.

At the request of the Company, trading in the Shares was suspended with effect from 9:00 a.m. on 14 March 2012, and it will remain suspended pending the release of further announcement(s) by the Company.

By order of the Board
Sino-Tech International Holdings Limited
Lam Yat Keung
Executive Director

Hong Kong, 22 November 2012

As at the date of this announcement, the Board comprises Mr. Lam Yat Keung, Mr. Lim Chuan Yang and Mr. Huang Hanshui as executive Directors; and Mr. Ho Chi Fai, Ms. Liu Yanfang and Professor Ma Hongwei as independent non-executive Directors.