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Shenzhen International Holdings Limited

深圳國際控股有限公司

*(Incorporated in Bermuda with limited liability)*

**(Stock Code: 00152)**

## **CHANGE OF DIRECTORS AND RE-DESIGNATION OF DIRECTOR**

The Board announces that with effect from 17 May 2017, (i) Mr. Hu Wei has been appointed as an executive director of the Company; (ii) Mr. Xie Chu Dao has been appointed as a non-executive director of the Company; (iii) Dr. Yim Fung, formerly a non-executive director, has been re-designated as an independent non-executive director of the Company; and (iv) Mr. Li Lu Ning has resigned from his position as an executive director of the Company due to job re-designation. Mr. Li will remain as a vice president of the Company.

The board of directors (the “Board”) of Shenzhen International Holdings Limited (the “Company”) announces that with effect from 17 May 2017, (i) Mr. Hu Wei has been appointed as an executive director of the Company; (ii) Mr. Xie Chu Dao has been appointed as a non-executive director of the Company; (iii) Dr. Yim Fung, formerly a non-executive director, has been re-designated as an independent non-executive director of the Company; and (iv) Mr. Li Lu Ning has resigned from his position as an executive director of the Company due to job re-designation. Mr. Li will remain as a vice president of the Company. Mr. Li has confirmed that he has no disagreement with the Board and there is no other matter relating to his resignation that needs to be brought to the attention of the shareholders of the Company.

**Set out below are the biographical profiles of the newly appointed directors and re-designated director:**

**Mr. Hu Wei**

Mr. Hu, aged 54, was a vice president of the Company from August 2011 to 10 May 2017. Mr. Hu graduated from Changsha Railway University (now known as Central South University) with a bachelor's degree in foreign languages (English). He also obtained a master's degree in risk management from University of South Australia and is a senior economist. Mr. Hu is currently an executive director and the chairman of the board of directors of Shenzhen Expressway Company Limited (a subsidiary of the Company and the shares of which are listed on The Stock Exchange of Hong Kong Limited, stock code: 00548 and the Shanghai Stock Exchange, stock code: 600548) and a director of certain subsidiaries of the Company. Mr. Hu worked in a number of organisations including Changsha Railway University, Henan Provincial Commission for Foreign Economic Relations and Trade, Henan Hongkong (Holdings) Limited (the window corporate of Henan Province in Hong Kong) and China Everbright Bank. Mr. Hu has extensive experience in corporate management including investment, financing, capital operations, auditing and risk management.

Mr. Hu does not receive any director's fee or cash remuneration for his service to the Company. Mr. Hu has entered into a service contract with the Company for a term of three years commencing on 17 May 2017 and is subject to retirement by rotation but is eligible for re-election at the annual general meeting of the Company in accordance with the bye-laws of the Company.

The Board is of the view that, with his extensive experience in corporate management, Mr. Hu will make valuable contributions to the business development of the Group.

As at the date of this announcement, Mr. Hu has personal interests in 120,716 shares of the Company and personal interests in share options to subscribe for 1,050,000 shares in the Company

Save as disclosed above, Mr. Hu did not hold any directorship in other listed companies in the past three years. As at the date of this announcement, save as disclosed above, Mr. Hu does not have any interests in any securities of the Company within the meaning of Part XV of the Securities and Futures Ordinance ("SFO") (Chapter 571 of the Laws of Hong Kong), and does not have any relationship with any directors, senior management, substantial shareholders or controlling shareholders of the Company.

## **Mr. Xie Chu Dao**

Mr. Xie, aged 47, graduated from Jinan University in Guangzhou majoring in Accounting. He is an accountant and certified tax advisor. He has substantial experience in financial accounting, taxation and corporate management. Mr. Xie was a director of Gansu Languang Science and Technology Co., Ltd. (甘肅蘭光科技股份有限公司) (now known as Yinyi Real Estate Co., Ltd. 銀億房地產股份有限公司, a company listed on the Shenzhen Stock Exchange, stock code: 000981). Mr. Xie has successively served as a manager, deputy general manager in finance department and group vice president of Horoy Holdings Limited (“Horoy Holdings”) since September 1999. Mr. Xie has concurrently served as a deputy general manager of Horoy Enterprise Holdings Limited (“Horoy Enterprise”), a substantial shareholder of the Company within the meaning of Part XV of the SFO, and Horoy International Holdings Limited (“Horoy International”) since 2006. Horoy Holdings, Horoy Enterprise and Horoy International are controlled by Mr. Lai Hoi Man and Ms. Chan See Ting, both are substantial shareholders of the Company within the meaning of Part XV of the SFO. Mr. Xie is also a director of certain companies controlled by Mr. Lai Hoi Man and Ms. Chan See Ting.

Mr. Xie has entered into a service contract with the Company for a term of three years commencing on 17 May 2017 and is subject to retirement by rotation but is eligible for re-election at the annual general meeting of the Company in accordance with the bye-laws of the Company. Pursuant to the service contract, Mr. Xie is entitled to receive an annual director’s fee of HK\$200,000 which is determined by reference to the estimated time to be spent by him on the Company’s matters.

The Board is of the view that, with his extensive experience in financial management, Mr. Xie will make valuable contributions to the business development of the Group.

As at the date of this announcement, Mr. Xie has personal interests in 300,000 shares of the Company.

Mr. Xie did not hold any directorship in any listed companies in the past three years. As at the date of this announcement, save as disclosed above, Mr. Xie does not have any interests in any securities of the Company within the meaning of Part XV of the SFO, and does not have any relationship with any directors, senior management, substantial shareholders or controlling shareholders of the Company.

Save as disclosed above, the Company considers that in relation to the appointment of Mr. Hu and Mr. Xie as directors of the Company, there is no information which is required to be disclosed pursuant to any of the requirements under Rules 13.51(2)(h) to 13.51(2)(v) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “Listing Rules”), and there is no other matter which needs to be brought to the attention of the shareholders of the Company.

## **Dr. Yim Fung**

Dr. Yim, aged 54, was a non-executive director of the Company from May 2014 and has been re-designated as an independent non-executive director of the Company since 17 May 2017. Dr. Yim holds a doctorate in Economics from the Graduate School of the Chinese Academy of Social Sciences (中國社會科學院研究生院) and a bachelor degree in Environmental Engineering from the Tsinghua University (清華大學), and is a senior economist. Dr. Yim is currently the chairman and an executive director and the chief executive officer of Guotai Junan International Holdings Limited (“Guotai Junan International”, the shares of which are listed on the main board of The Stock Exchange of Hong Kong Limited, Stock Code: 01788), and an independent non-executive director of Beijing Urban Construction Design & Development Group Co., Limited (the shares of which are listed on the main board of The Stock Exchange of Hong Kong Limited, Stock Code: 01599). Dr. Yim has over 25 years of experience in the securities industry. Dr. Yim was a director of Pakan International Limited, a private company incorporated in Hong Kong which had never had any substantive businesses and it was struck off and dissolved in October 2003. Dr. Yim is a member of the Inner Mongolia 10th and 11th National Committee of the Chinese People’s Political Consultative Conference, PRC, and the Honorary Life Chairman of the Chinese Securities Association of Hong Kong, after being the Chairman of the 3rd and the 4th terms of office of the said Association. Currently he is also acting as a director of The Chinese General Chamber of Commerce. Dr. Yim was appointed Justice of the Peace in July 2013.

Dr. Yim has entered into a service contract with the Company for a term of three years commencing on 17 May 2017 and is subject to retirement by rotation but is eligible for re-election at the annual general meeting of the Company in accordance with the bye-laws of the Company. Pursuant to the service contract, Dr. Yim is entitled to receive an annual director’s fee of HK\$350,000 which is determined by reference to the estimated time to be spent by him on the Company’s matters.

As at the date of this announcement and to the best knowledge of the Company, Shenzhen Investment Holdings Company Limited, the controlling shareholder of the Company, holds approximately 8.18% equity interests in Guotai Junan Securities Co., Ltd which in turn indirectly holds approximately 65% equity interests in Guotai Junan International.

Save as disclosed above, Dr. Yim did not hold any directorship in other listed companies in the past three years. As at the date of this announcement, save as disclosed above, Dr. Yim does not have any interests in any securities of the Company within the meaning of Part XV of the SFO, and does not have any relationship with any directors, senior management, substantial shareholders or controlling shareholders of the Company.

The Company considers that in relation to re-designation of Dr. Yim as an independent non-executive director of the Company, there is no other information which needs to be disclosed pursuant to any of the requirements under Rules 13.51(2)(h) to 13.51(2)(v) of the Listing Rules, and there is no other matter which needs to be brought to the attention of the shareholders of the Company.

The Board would like to take this opportunity to extend its heartfelt gratitude to Mr. Li Lu Ning for his valuable contribution to the Board and welcome Mr. Hu and Mr. Xie to join the Board.

By Order of the Board  
**Shenzhen International Holdings Limited**  
**Gao Lei**  
*Chairman*

Hong Kong, 17 May 2017

*Since the abovementioned change in directorships, the Board consists of Messrs. Gao Lei, Li Hai Tao, Zhong Shan Qun, Liu Jun and Hu Wei as executive directors, Mr. Xie Chu Dao as non-executive director and Messrs. Leung Ming Yuen, Simon, Ding Xun, Nip Yun Wing and Dr. Yim Fung, JP as independent non-executive directors.*