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GREEN INTERNATIONAL
Holdings Limited

格林國際控股有限公司

GREEN INTERNATIONAL HOLDINGS LIMITED

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 2700)

**APPOINTMENT OF CHAIRMAN,
APPOINTMENT OF EXECUTIVE DIRECTORS AND
INDEPENDENT NON-EXECUTIVE DIRECTOR,
RESIGNATION OF ACTING CHAIRMAN
AND
CHANGE OF CHAIRMAN AND MEMBER OF NOMINATION COMMITTEE
AND MEMBER OF REMUNERATION COMMITTEE**

The Board is pleased to announce that Dr. Yang Wang Jian has been appointed as the Chairman of the Board and an executive Director, Dr. Wen Jialong and Dr. Yu Qigang have been appointed as executive Directors and Mr. Ye Yunhan has been appointed as an independent non-executive Director, all with effect from 5 September 2013.

The Board further announces that Mr. Wong Man Keung, the chief executive officer of the Company and an executive Director, has ceased to act as the acting Chairman of the Board, the chairman and a member of the Nomination Committee and a member of the Remuneration Committee with effect from 5 September 2013. Dr. Yang Wang Jian has been appointed as the chairman and a member of the Nomination Committee and a member of the Remuneration Committee with effect from 5 September 2013.

APPOINTMENT OF CHAIRMAN, EXECUTIVE DIRECTORS AND INDEPENDENT NON-EXECUTIVE DIRECTOR

The board (the “**Board**”) of directors (the “**Directors**”) of Green International Holdings Limited (the “**Company**”, and together with its subsidiaries, the “**Group**”) is pleased to announce that Dr. Yang Wang Jian (“**Dr. Yang**”) has been appointed as the chairman of the Board (the “**Chairman**”) and an executive Director, each of Dr. Wen Jialong (“**Dr. Wen**”) and Dr. Yu Qigang (“**Dr. Yu**”) has been appointed as executive Director, and Mr. Ye Yunhan (“**Mr. Ye**”) has been appointed as an independent non-executive Director, all with effect from 5 September 2013.

Chairman and Executive Director

Dr. Yang, aged 56, is the chairman of GEV Investments (Hong Kong) Limited, the Hong Kong operating arm of GEV Investments Limited, which is primarily engaged in the provision of advisory services of mergers and acquisitions, strategic planning, valuations, management or leverage buyouts and capital raising. Dr. Yang had previously been the Chairman and the executive Director since 7 November 2011 and resigned on 8 November 2012 due to his commitment in his own business which required more of his dedication. He has subsequently acted as a senior consultant of the Company since 1 December 2012 and ceases to hold the position of senior consultant upon his appointment as the Chairman and an executive Director. Dr. Yang has over 25 years’ of experience in international finance and investment. He was the managing director of Corporate Finance International Ltd. and a director of Uni Core Holdings Corporation (Stock symbol: UCHC), a company listed on the OTC Bulletin Board in the United States. He is currently a member of the Standing Committee of the Shenzhen Committee and Hong Kong, Macao, Taiwan, Overseas Chinese and Foreign Affairs Committee of Chinese Peoples’ Political Consultative Conference, an executive director of the China Overseas Chinese Entrepreneurs Association, a vice president of the China Society of Cooperative Finance Committee, a visiting professor of the Law School and a consultant to the Renmin University of China and the chairman of the Greater China Experts & Entrepreneurs Union.

Dr. Yang graduated from University of International Business and Economics (formerly known as College of Beijing Economics and Foreign Trade), with a bachelor’s degree in economics. Besides, Dr. Yang holds a doctor degree in advanced international finance from the National University in the United States.

Dr. Yang is the father of Ms. Yang Jun and Ms. Yang Ya, both of whom are executive Directors.

Dr. Yang is currently the sole director and the ultimate beneficial owner interested in 85% of the issued share capital of Gold Bless International Invest Limited (“**Gold Bless**”) which is interested in 673,220,000 shares of the Company (the “Shares”) and the convertible bonds of the Company in the principal amount of HK\$22,940,000 which may be converted into 126,043,956 Shares at the conversion price of HK\$0.182 per Share. Together with 9,000,000 share options of the Company beneficially owned by him, Dr. Yang is deemed, or taken to be, interested in the block of 808,263,956 Shares and underlying Shares within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) (the “**SFO**”), representing approximately 78.41% of the existing issued share capital of the Company.

Dr. Yang has entered into a service contract with the Company for a term of 3 years commencing from 5 September 2013 which could be terminated by either party giving to the other not less than one month’s written notice. His appointment will be subject to retirement by rotation and re-election at the general meeting of the Company in accordance with the articles of association of the Company (the “**Articles**”). He shall hold office until the next annual general meeting of the Company and shall be eligible for re-election at that meeting. Dr. Yang is entitled to a Director’s remuneration of HK\$360,000 per annum. His remuneration package was determined by the Board and its remuneration committee (the “**Remuneration Committee**”) with reference to his duties and responsibilities, the Group’s performance, prevailing market conditions and remuneration benchmarks in the industry.

Executive Directors

Dr. Wen, aged 44, is the vice-chairman of 3D-GOLD Jewellery Group (3D-GOLD Enterprises Development (Shenzhen) Company Limited and 3D-GOLD Jewellery Company Limited) since 18 April 2013. He is also the chairman of Cancare Group (Hong Kong) Limited and an experienced entrepreneur. He has extensive experiences in project running and capital operations. He is a member of Guangdong Province of the National People’s Congress, a member of the Standing Committee of the Dianbai Committee of Chinese Peoples’ Political Consultative Conference and a member of the Boa’an District of Shenzhen Committee of Chinese Peoples’ Political Consultative

Conference. Dr. Wen has participated in and taken up various community services and corporate social responsibilities. He is the president of Shenzhen Min Ai Disabled Children's Welfare Center and the president (starlight) of Elderly Sports Association, Shenzhen.

Dr. Wen is an honorary doctor of the International American University, and is an honorary fellow of the Oxford Centre for Leadership and the Society of Business Practitioners of England.

Dr. Wen is the beneficial owner of 90,000,000 shares of the Company within the meaning of Part XV of the SFO, representing approximately 8.73% of the existing issued share capital of the Company. The said Shares were placed to Dr. Wen pursuant to the placing under the top-up placing of the Company announced on 9 August 2013 and completed on 19 August 2013.

Dr. Wen has entered into a service contract with the Company for a term of 3 years commencing from 5 September 2013 which could be terminated by either party giving to the other not less than one month's written notice. His appointment will be subject to retirement by rotation and re-election at the general meeting of the Company in accordance with the Articles. He shall hold office until the next annual general meeting of the Company and shall be eligible for re-election at that meeting. Dr. Wen is entitled to a Director's remuneration of HK\$360,000 per annum. 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.

Dr. Yu, aged 49, is currently a member of the Standing Committee of the Shenzhen Committee of Chinese Peoples' Political Consultative Conference, the vice president of the Shenzhen General Chamber of Commerce, the vice president of 深圳市服裝協會 (Shenzhen Garment Industry Association*), the executive vice president of the Shenzhen Promotion Association for Small and Medium Enterprises, the vice president of Guangzhou Youth Entrepreneurs Association and an executive council member of the China Glory Society of Shenzhen.

Dr. Yu has over 25' years of experience in corporate management field. From 1987 to 1998, he had operated 紹興永盛貿易有限公司 (Shao Xing Yong Sheng Industry & Trading Co., Ltd.*), 東莞東日織造廠 (Dong Guan Winter Sun Shine Co., Ltd.*) and 東莞俞隆貿易有限公司 (Dong Guan Yu Long Trading Co., Ltd*). In 1996, he founded

深圳影兒時裝有限公司 (Shenzhen Yinger Fashion Co., Ltd*) and in 2001 he has successfully developed it to 深圳影兒時尚集團有限公司 (Shenzhen Yinger Fashion Group Co., Ltd.*) and has since been its legal representative and president.

Dr. Yu is a Manager of Advanced Business Administration (US) certified under the US International Practice Attesting & Login Union and Manager of Advanced Business Administration (China). Besides, Dr. Yu holds a doctor degree in business administration from the California University of Management in the United States.

Dr. Yu is the uncle of Ms. Yu Jiaoli, a non-executive Director.

Dr. Yu owns the entire issued share capital of Winning Top Investments Limited which is in turn interested in 15% of the issued share capital of Gold Bless, the controlling shareholder of the Company, which is interested in 673,220,000 Shares (representing approximately 65.31% of the issued share capital of the Company) and the convertible bonds of the Company in the principal amount of HK\$22,940,000 which may be converted into 126,043,956 Shares at the conversion price of HK\$0.182 per Share. Dr. Yu is therefore effectively interested in approximately 11.63% of the existing issued share capital of the Company.

Dr. Yu has entered into a service contract with the Company with a term of 3 years commencing from 5 September 2013 which could be terminated by either party giving to the other not less than one month's written notice. His appointment will be subject to retirement by rotation and re-election at the general meeting of the Company in accordance with the Articles. He shall hold office until the next annual general meeting of the Company and shall be eligible for re-election at that meeting. Dr. Yu is entitled to a Director's remuneration of HK\$360,000 per annum. His remuneration package was determined by the Board and its 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 Director

Mr. Ye, aged 54, has over 25 years' of experience in management field. From 1988 to 2000, he had been a vice president in the operations department of the Hong Kong COSCO Group (previously known as Ocean Tramping Inc.) and the deputy managing director of Hong Kong Panwell Company Limited. He is now the deputy managing director of YHL (H.K.) Limited.

Mr. Ye graduated from the Radio Specialists Class of the Physics Department of the Naikai University in Tianjin.

Mr. Ye has entered into an appointment letter with the Company for a term of 1 year commencing from 5 September 2013 which could be terminated by either party giving to the other not less than one month's written notice. His appointment will be subject to retirement by rotation and re-election at the general meeting of the Company in accordance with the Articles. He shall hold office until the next annual general meeting of the Company and shall be eligible for re-election at that meeting. Mr. Ye is entitled to a Director's remuneration of HK\$120,000 per annum. His remuneration package was determined by the Board and its Remuneration Committee with reference to his duties and responsibilities, the Group's performance, prevailing market conditions and remuneration benchmarks in the industry.

Save as mentioned above, as at the date of this announcement, each of the new Directors appointed to the Board:

- (a) is not a director of nor holds any position in any member of the Group, and 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 or other major appointments or professional qualifications;
- (b) was not interested in and did not hold any short position in any shares or underlying shares in or any debentures of the Company or any of its associated corporations within the meaning of Part XV of the SFO;
- (c) was not connected with any Directors, senior management or substantial shareholders or controlling shareholders of the Company; and
- (d) 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 "**Listing Rules**"). There are no other matters that need to be brought to the attention of the shareholders of the Company pursuant to Rule 13.51(2)(w) of the Listing Rules.

The Board would like to take this opportunity to welcome Dr. Yang, Dr. Wen, Dr. Yu

and Mr. Ye for joining the Board.

RESIGNATION OF ACTING CHAIRMAN, CHANGE OF CHAIRMAN AND MEMBER OF NOMINATION COMMITTEE AND MEMBER OF REMUNERATION COMMITTEE

The Board announces that Mr. Wong Man Keung, the chief executive officer of the Company and an executive Director has ceased to act as the acting Chairman of the Board, the chairman and a member of the nomination committee of the Company (the “**Nomination Committee**”) and a member of the Remuneration Committee with effect from 5 September 2013. The Board is pleased to announce that Dr. Yang has been appointed as the chairman and a member of the Nomination Committee and a member of the Remuneration Committee with effect from 5 September 2013.

** For identification purposes only*

By Order of the Board
Green International Holdings Limited
Yang Wang Jian
Chairman

Hong Kong, 5 September 2013

As at the date of this announcement, the Board comprises (i) seven executive Directors: Dr. Yang Wang Jian, Mr. Wong Man Keung, Ms. Yang Jun, Mr. Chen Hanhong, Ms. Yang Ya, Dr. Wen Jialong and Dr. Yu Qigang; (ii) one non-executive Director: Ms. Yu Jiaoli; and (iii) four independent non-executive Directors: Mr. Yeung King Wah, Kenneth, Mr. Wu Hong, Mr. Low Chin Sin and Mr. Ye Yunhan.