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XINGDA INTERNATIONAL HOLDINGS LIMITED

興達國際控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1899)

APPOINTMENT OF VICE CHAIRMAN

The Board announces that Mr. William John SHARP, currently an independent non-executive Director, has been appointed as the vice chairman of the Board with effect from 1 January 2016.

The board (the “**Board**”) of directors (the “**Directors**”) of Xingda International Holdings Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) announced that Mr. William John SHARP (“**Mr. Sharp**”), currently an independent non-executive Director, has been appointed as the vice chairman of the Board with effect from 1 January 2016.

The biographical details of Mr. Sharp are set out as follows:

Mr. William John SHARP, aged 74, has been an independent non-executive Director since August 2005. Mr. Sharp is also a member of the audit committee of the Board and the chairman of the remuneration and management development Committee of the Board. Mr. Sharp is the president of Global Industrial Consulting, a consulting firm. He is also an independent director of China Zenix Auto International Limited, an NYSE-listed manufacturer of commercial vehicle wheels. Between 2012 and 2013, Mr. Sharp was an independent director of Acquity Group LLC, a leading eCommerce and digital marketing company which was listed on the NYSE. From 1998 to April 2012, he served as a director of Ferro Corporation, a manufacturer of performance materials listed on the NYSE. Mr. Sharp also served as an independent non-executive director of Exceed Co Ltd (a company listed on the NASDAQ) and resigned from his position on 4 February 2012. He joined The Goodyear Tire & Rubber Company in 1964 and was the President of its North American Tire group between 1999 and 2000. Prior to that, he was the President of its Global Support Operations between 1996 and 1999, and the President of Goodyear Europe from 1992 to 1996. Mr. Sharp graduated with a bachelor’s degree of science, majoring in industrial engineering, from The Ohio State University in 1963 and has more than 48 years of experience in the tire manufacturing industry.

Mr. Sharp has signed a letter of appointment with the Company under which he agreed to act as an independent non-executive Director for a term of three years which shall continue thereafter, subject to termination by either party at any time by giving to the other not less than three months' prior written notice. In accordance with the letter of appointment, Mr. Sharp is currently entitled to a director's fee of US\$50,000 per annum or such other amount as may be determined by the Board from time to time. Mr. Sharp's remuneration was determined on the basis of his role in the Group, the extent of his responsibilities and his experience. Mr. Sharp will also be entitled to reimbursement of reasonable out-of-pocket expenses properly incurred in connection with the performance of his duties under the letter of appointment or in connection with his office. The total emoluments of Mr. Sharp for the year ended 31 December 2014 was RMB428,000.

As at the date of this announcement, Mr. Sharp is interested in 150,000 shares of the Company. Save as disclosed above, Mr. Sharp (i) has not held any directorship in public companies the securities of which are listed on any securities market in Hong Kong or overseas in the past three years; (ii) does not have any relationship with any Director, senior management or any substantial or controlling shareholders of the Company (within the meaning ascribed to it in the Rules Governing the Listing of Securities on the Stock Exchange ("**Listing Rules**")); and (iii) has no other interest in the shares of the Company (within the meaning of Part XV of the Securities and Futures Ordinance, Chapter 571 of the Laws of Hong Kong).

Save as disclosed above, there is no other matter relating to the appointment of Mr. Sharp that need to be brought to the attention of the shareholders of the Company, nor is there any other information required to be disclosed pursuant to Rule 13.51(2) of the Listing Rules.

On behalf of the Board of
Xingda International Holdings Limited
Liu Jinlan
Chairman of the Board

Shanghai, the PRC, 1 January 2016

As at the date of this announcement, the executive directors of the Company are Mr. Liu Jinlan, Mr. Liu Xiang, Mr. Tao Jinxiang and Mr. Zhang Yuxiao; the non-executive director of the Company is Ms. Wu Xiaohui; and the independent non-executive directors of the Company are Mr. Koo Fook Sun, Louis, Mr. William John Sharp and Ms. Xu Chunhua.