

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.



(incorporated in Bermuda with limited liability)
(Stock Code: 00380)

**(1) APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR;
(2) RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTOR; AND
(3) CHANGE IN COMPOSITION OF THE NOMINATION COMMITTEE AND
REMUNERATION COMMITTEE**

The Board announces that:

1. Mr. Guan Zhiqiang has been appointed as an independent non-executive director of the Company with effect from 1 September 2016;
2. Ms. Yang Li has tendered her resignation as an independent non-executive director of the Company with effect from 1 September 2016; and
3. Mr. Guan Zhiqiang has been appointed as a member of the Nomination Committee and the chairman of the Remuneration Committee of the Company to replace Ms. Yang Li with effect from 1 September 2016.

APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR

The board of directors (the “**Board**”) of Softpower International Limited (the “**Company**”) is pleased to announce that Mr. Guan Zhiqiang (“**Mr. Guan**”) has been appointed as an independent non-executive director of the Company with effect from 1 September 2016.

Mr. Guan, aged 53, holds a bachelor of Agronomy from Huazhong Agricultural University and a master degree in business administration from Southwestern University of Finance. During the period from 1984 to 1996, Mr. Guan had successively worked in the Ministry of Agriculture of the People's Republic of China and the State Planning Commission. He subsequently joined the Agricultural Development Bank of China and held various senior management positions and was granted a qualification of senior economist from the bank. From February 2002 to March 2003, Mr. Guan served as the general manager in New China

Life Insurance Company Ltd, Jinan branch. From March 2003 to November 2005, he worked in Yeland Group Co. Ltd. (now known as Hna Investment Group Co., Ltd), a company listed on Shenzhen Stock Exchange, and was appointed as the chairman of its group's real estate company. Since 2005, Mr. Guan has established an investment advisory firm and invested in a number of enterprises which engaged in various fields including mining, energy and biotechnology, etc., and acted as a director in those enterprises. Mr. Guan is currently the vice chairman of 浙江宜葆生物科技有限公司 (Zhejiang Ecopro Biotech Company, Ltd.*), a director of 霍爾果斯聚視互娛文化產業有限公司 (Huoerguosi Poly Entertainment Culture Industry Co., Ltd*) and also the legal representative and executive director of 深圳前海牛盾基金管理有限公司 (Shenzhen Qian Hai Niu Dun Fund Management Co., Ltd.*). He has extensive experience in finance, investment and corporate management.

Save as disclosed above, Mr. Guan does not hold any directorship in other public listed companies in the last three years and Mr. Guan does not hold any other position in the Company and its subsidiaries or other major appointments and professional qualifications.

Mr. Guan confirmed that he meets the independence guidelines set out in Rule 3.13 of The Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”).

Mr. Guan does not have any relationship with any directors, senior management or substantial or controlling shareholders of the Company (as respectively defined in the Listing Rules. As at the date of this announcement, Mr. Guan does not have any interest in shares of the Company and its associated companies within the meaning of Part XV of the Securities and Futures Ordinance.

A service contract has been entered into between the Company and Mr. Guan, pursuant to which, Mr. Guan is entitled to a fixed director's fee of HK\$200,000 per annum which was determined with reference to his duties and responsibilities, qualification and experience and the prevailing market conditions. Mr. Guan is appointed for a term from 1 September 2016 to 31 December 2017. He will hold office until the conclusion of the next annual general meeting of the Company and will be subject to retirement by rotation and re-election at the general meetings in accordance with the bye-laws of the Company.

Save as disclosed above, neither there is any further information required to be disclosed pursuant to the requirements under Rule 13.51(2)(h) to (v) of the Listing Rules nor there is any other matter relating to the appointment of Mr. Guan that needs to be brought to the attention of the shareholders of the Company.

The Board would like to express its warmest welcome to Mr. Guan for joining the Board of the Company.

RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTOR

The Board announces that Ms. Yang Li (“**Ms. Yang**”) has tendered her resignation as an independent non-executive director, a member of the Nomination Committee and the chairman of the Remuneration Committee of the Company with effective from 1 September 2016 due to her other business commitments. Ms. Yang has confirmed that she has no claim against the Company, she has no disagreement with the Board and that she is not aware of any matter relating to her resignation that needs to be brought to the attention of the shareholders of the Company.

The Board would like to take this opportunity to express its sincere gratitude to Ms. Yang for her valuable contribution to the Company during her tenure of service with the Company.

CHANGE IN COMPOSITION OF THE NOMINATION COMMITTEE AND REMUNERATION COMMITTEE

The Board also announces that with effect from 1 September 2016, Mr. Guan has been appointed as a member of the Nomination Committee and the chairman of the Remuneration Committee of the Company to replace Ms. Yang. Save as the aforesaid changes, the composition of the Nomination Committee and the Remuneration Committee remains unchanged. With effect from 1 September 2016, the composition of the Nomination Committee and the Remuneration Committee of the Company will be as follows:

Nomination Committee : Mr. Lai Guanglin (Chairman)
Mr. Chen Wei Wen
Mr. Guan Zhiqiang

Remuneration Committee : Mr. Guan Zhiqiang (Chairman)
Mr. Lai Guanglin
Mr. Chen Wei Wen

By Order of the Board
Softpower International Limited
Lai Guanglin
Chairman

Hong Kong, 30 August 2016

** For identification purpose only*

As at the date of this announcement, the Board consists of Mr. Lai Guanglin, Mr. Yu Ben Ansheng and Mr. Lai Fulin as executive directors; Mr. U Kean Seng as non-executive director; and Mr. Wong Yee Shuen, Wilson and Mr. Chen Wei Wen and Ms. Yang Li as independent non-executive directors.