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PPS International (Holdings) Limited
寶聯控股有限公司
(Incorporated in the Cayman Islands with limited liability)
(Stock Code: 8201)

**(1) APPOINTMENT OF DIRECTORS; (2) RESIGNATION OF DIRECTORS;
AND
(3) CHANGE OF COMPOSITION OF BOARD COMMITTEES**

The Board is pleased to announce that with effect from 26 September 2014:

- (a) Mr. Wang Li has been appointed as an executive Director of the Company;
- (b) Mr. Zhang Chenglin has been appointed as an executive Director of the Company;
- (c) Mr. Lai Changming has been appointed as an independent non-executive Director of the Company;
- (d) Mr. Chan Chi Tong, Kenny has been appointed as an independent non-executive Director of the Company;
- (e) Ms. Hung Sui Hing, Lilian has resigned as executive Director of the Company;
- (f) Ms. Fan Sheung Ting, Maria has resigned as non-executive Director of the Company;
- (g) Mr. Ho King Man, Kenneth has resigned as independent non-executive Director, chairman of nomination committee and members of remuneration committee and audit committee of the Company; and
- (h) Mr. Tong Kin Ping, Patrick has resigned as independent non-executive Director, chairman of remuneration committee and members of nomination committee and audit committee of the Company.

APPOINTMENT OF EXECUTIVE DIRECTORS AND INDEPENDENT NON-EXECUTIVE DIRECTORS

The board (the “**Board**”) of directors (the “**Directors**”) of PPS International (Holdings) Limited (the “**Company**”) is pleased to announce that with effect from 26 September 2014,

- (i) Mr. Wang Li (“**Mr. Wang**”) has been appointed as an executive Director of the Company.

Mr. Wang, aged 38, has extensive experience in business management and operation in various industries. He works as the chairman of the board of Shenzhen Sanzheng Huizhi Management System Applicable Technology Limited* (深圳市三正匯智管理系統應用技術有限公司) which principally engages in provision of consultancy services and information technology application since 16 October 2013. He is also the chairman of the board of Shenzhen Yixiu Internet Technology Limited* (深圳市衣秀網絡科技有限公司) whose principal business is garment manufacturing and sales since February 2011. Mr. Wang also works as the chairman of Shenzhen Aoge United Apparel Limited* (深圳澳歌聯合服裝有限公司) which principally engages in design, manufacture and sales of uniforms since April 2006. He is also the vice chairman of Nation Committee of Cooperative Economics of the China Centre for SME Cooperation Development & Promotion* (中小企業合作發展促進中心全國合作經濟工作委員會) since July 2014, and a social tutor of the Faculty of Marketing and Logistics Management of Nanjing University of Finance and Economics* (南京財經大學營銷與物流管理學院) since August 2014. Mr. Wang holds a bachelor degree in business administration from Hubei Institute of Economic Management* (湖北省經濟管理幹部學院).

Save as disclosed above, as at the date of this announcement, Mr. Wang (i) does not have any relationship with any Directors, senior management, or substantial or controlling shareholders of the Company; (ii) does not have any interest in the shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance; and (iii) did not hold any other directorships in the last three years up to the date of this announcement in public companies, the securities of which are listed on any securities market in Hong Kong or overseas.

On 26 September 2014, the Company entered into a letter of appointment with Mr. Wang, pursuant to which Mr. Wang shall hold office until the next annual general meeting of the Company and thereafter shall be subject to retirement by rotation and re-election at the Company’s annual general meeting in accordance with the by-laws of the Company. Mr. Wang is entitled to a director’s fee of HK\$360,000 per annum which is determined by arm’s length negotiation between Mr. Wang and the Company and with reference to his duties and responsibilities. The amount of the remuneration has been approved by the Board and the remuneration committee of the Company.

Save as disclosed in this announcement, there is no other information to be disclosed pursuant to any of the requirements of Rule 17.50(2)(h) to (v) of the Rules Governing the Listing of Securities on the Growth Enterprise Market (the “**GEM Listing Rules**”) of The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) and there are no other matters in relation to the appointment of Mr. Wang that need to be brought to the attention of the shareholders of the Company.

- (ii) Mr. Zhang Chenglin (“**Mr. Zhang**”) has been appointed as an executive Director of the Company.

Mr. Zhang, aged 43, has approximately 9 years’ experience in business management and commercial investment. For the period from November 2005 to February 2014, Mr. Zhang worked as the chairman of the board of Shenzhen Jinwo Technology Limited* (深圳市金沃科技有限公司). For the period from October 2010 to March 2014, Mr. Zhang worked as the chairman of the board of Shenzhen Shiwo Water Purifying Equipment Limited* (深圳市世沃淨水設備有限公司). For the period from November 2012 to March 2014, Mr. Zhang worked as the chairman of the board of HK Jinwo Electrical Group Co., Limited (香港金沃電器集團有限公司). Since March 2014, Mr. Zhang has been the general manager of Shenzhen Habala Asset Management Limited* (深圳市哈巴拉資產管理有限公司) who is in charge of the overall operation and business of that company.

Save as disclosed above, as at the date of this announcement, Mr. Zhang (i) does not have any relationship with any Directors, senior management, or substantial or controlling shareholders of the Company; (ii) does not have any interest in the shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance; and (iii) did not hold any other directorships in the last three years up to the date of this announcement in public companies, the securities of which are listed on any securities market in Hong Kong or overseas.

On 26 September 2014, the Company entered into a letter of appointment with Mr. Zhang, pursuant to which Mr. Zhang shall hold office until the next annual general meeting of the Company and thereafter shall be subject to retirement by rotation and re-election at the Company’s annual general meeting in accordance with the by-laws of the Company. Mr. Zhang is entitled to a director’s fee of HK\$360,000 per annum which is determined by arm’s length negotiation between Mr. Zhang and the Company and with reference to his duties and responsibilities. The amount of the remuneration has been approved by the Board and the remuneration committee of the Company.

Save as disclosed in this announcement, there is no other information to be disclosed pursuant to any of the requirements of Rule 17.50(2)(h) to (v) of the GEM Listing Rules of the Stock Exchange and there are no other matters in relation to the appointment of Mr. Zhang that need to be brought to the attention of the shareholders of the Company.

- (iii) Mr. Lai Changming (“**Mr. Lai**”) has been appointed as an independent non-executive Director of the Company.

Mr. Lai, aged 63, has more than 25 years of experience in business operation and development. Mr. Lai has been an executive director of Shenzhen Fubang Agricultural Technology Limited* (深圳富邦農業科技有限公司) which principally engages in gardening business and design, manufacture and installation of greenhouses since February 2005. For the period from June 1985 to January 2005, Mr. Lai has worked for Shenzhen Taisu Plastic Materials Technology Limited* (深圳市泰塑塑化材料科技有限公司) whose principal business is development and industrialisation of high polymer materials, and his last title was general manager. Mr. Lai has obtained a Bachelor Degree in Railway Engineering from Shijiazhuang Tiedao College* (石家莊鐵道學院).

Save as disclosed above, as at the date of this announcement, Mr. Lai (i) does not have any relationship with any Directors, senior management, or substantial or controlling shareholders of the Company; (ii) does not have any interest in the shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance; and (iii) did not hold any other directorships in the last three years up to the date of this announcement in public companies, the securities of which are listed on any securities market in Hong Kong or overseas.

On 26 September 2014, the Company entered into a letter of appointment with Mr. Lai, pursuant to which Mr. Lai shall hold office until the next annual general meeting of the Company and thereafter shall be subject to retirement by rotation and re-election at the Company's annual general meeting in accordance with the by-laws of the Company. Mr. Lai is entitled to a director's fee of HK\$120,000 per annum which is determined by arm's length negotiation between Mr. Lai and the Company and with reference to his duties and responsibilities. The amount of the remuneration has been approved by the Board and the remuneration committee of the Company.

Save as disclosed in this announcement, there is no other information to be disclosed pursuant to any of the requirements of Rule 17.50(2)(h) to (v) of the GEM Listing Rules of the Stock Exchange and there are no other matters in relation to the appointment of Mr. Lai that need to be brought to the attention of the shareholders of the Company.

- (iv) Mr. Chan Chi Tong, Kenny (“**Mr. Chan**”) has been appointed as an independent non-executive Director of the Company.

Mr. Chan, aged 56, has more than 30 years' working experience. Mr. Chan is a partner of Messrs. Wat & Co., Solicitors since October 1996. He has worked as a Deputy Manager in The China & South Sea Bank Limited from October 1981 to February 1984, as Credit Officer in Amro Bank N.V. from March 1984 to July 1986, and as a Deputy Manager in Sun Hung Kai Properties Limited from August 1986 to December 1992. He is a solicitor of the High Court of First Instance of Hong Kong and a member of the Law Society of Hong Kong. He is also associates of the Hong Kong Institute of Chartered Secretaries and the Institute of Chartered Secretaries and Administrators (England). He also sat as a Committee Member of the Hong Kong Institute of Company Secretaries from 1995 to 2001. Mr. Chan holds a Higher Diploma in Company Secretaryship & Administration from Hong Kong Polytechnic University, a Master of Science Degree in Business Administration from the University of Bath, a Postgraduate Certificate in Law from the University of Hong Kong, and a Master of Law Degree in Chinese and Comparative Law from the City University of Hong Kong.

Save as disclosed above, as at the date of this announcement, Mr. Chan (i) does not have any relationship with any Directors, senior management, or substantial or controlling shareholders of the Company; (ii) does not have any interest in the shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance; and (iii) did not hold any other directorships in the last three years up to the date of this announcement in public companies, the securities of which are listed on any securities market in Hong Kong or overseas.

On 26 September 2014, the Company entered into a letter of appointment with Mr. Chan, pursuant to which Mr. Chan shall hold office until the next annual general meeting of the Company and thereafter shall be subject to retirement by rotation and re-election at the Company's annual general meeting in accordance with the by-laws of the Company. Mr. Chan is entitled to a director's fee of HK\$120,000 per annum which is determined by arm's length negotiation between Mr. Chan and the Company and with reference to his duties and responsibilities. The amount of the remuneration has been approved by the Board and the remuneration committee of the Company.

Save as disclosed in this announcement, there is no other information to be disclosed pursuant to any of the requirements of Rule 17.50(2)(h) to (v) of the GEM Listing Rules of the Stock Exchange and there are no other matters in relation to the appointment of Mr. Chan that need to be brought to the attention of the shareholders of the Company.

The Board takes this opportunity to warmly welcome Mr. Wang, Mr. Zhang, Mr. Lai and Mr. Chan joining the Board.

RESIGNATION OF DIRECTORS

The Board announces that with effect from 26 September 2014 Ms. Hung Sui Hing, Lilian ("**Ms. Hung**") has resigned as executive Director with intention to devote more time to pursue other business commitments and engagements; Ms. Fan Sheung Ting, Maria ("**Ms. Fan**") has resigned as non-executive Director to pursue other business and personal interests; Mr. Ho King Man, Kenneth ("**Mr. Ho**") has resigned as independent non-executive Director, chairman of the nomination committee and members of the remuneration committee and audit committee with intention to devote more time to pursue his other business commitments and engagements, and Mr. Tong Kin Ping, Patrick ("**Mr. Tong**") has resigned as independent non-executive Director, chairman of the remuneration committee and members of the nomination committee and audit committee with intention to devote more time to his family and other personal commitments.

Each of Ms. Hung, Ms. Fan, Mr. Ho and Mr. Tong has confirmed that he/she has no disagreements with the Board and there are no other matters relating to his/her resignation that need to be brought to the attention of the Stock Exchange and the shareholders of the Company.

The Board would like to take this opportunity to express its sincere gratitude to Ms. Hung, Ms. Fan, Mr. Ho and Mr. Tong for their valuable contribution to the Company during their tenures of offices.

CHANGE OF COMPOSITION OF BOARD COMMITTEES

The Board also announces that with effect from 26 September 2014,

- (i) Mr. Lo Wing Sang, an independent non-executive Director of the Company, has been redesignated from member of the audit committee to chairman of the audit committee;
- (ii) Mr. Chan, an independent non-executive Director of the Company, has been appointed as chairman of the remuneration committee, and members of the audit committee and nomination committee;
- (iii) Mr. Lai, an independent non-executive Director of the Company, has been appointed as chairman of the nomination committee, and members of the audit committee and remuneration committee; and

- (iv) Mr. Yu Tat Kong, Petrus, an independent non-executive Director of the Company, has been redesignated from chairman of the audit committee to member of the audit committee, and has ceased to be member of the nomination committee.

After such redesignation and appointment, the composition of the audit committee, the nomination committee and the remuneration committee of the Company are as follows:

- Audit Committee Members : Mr. Lo Wing Sang (*Chairman*)
Mr. Yu Tat Kong, Petrus
Mr. Chan Chi Tong, Kenny
Mr. Lai Changming
- Nomination Committee Members : Mr. Lai Changming (*Chairman*)
Mr. Fan Shek Cheong, Allan
Mr. Lo Wing Sang
Mr. Chan Chi Tong, Kenny
- Remuneration Committee Members : Mr. Chan Chi Tong, Kenny (*Chairman*)
Mr. Fan Shek Cheong, Allan
Mr. Yu Tat Kong, Petrus
Mr. Lo Wing Sang
Mr. Lai Changming

By Order of the Board of
PPS International (Holdings) Limited
Fan Shek Cheong, Allan
Executive Director

Hong Kong, 26 September 2014

As at the date of this announcement, the Board comprises (i) Mr. Fan Shek Cheong, Allan, Mr. Wong Yin Jun, Samuel, Mr. Cao Zhiwen, Mr. Wang Li and Mr. Zhang Chenglin as executive Directors; (ii) Mr. Woo Yik Man as non-executive Director and (iii) Mr. Yu Tat Kong, Petrus, Mr. Lo Wing Sang, Mr. Lai Changming and Mr. Chan Chi Tong, Kenny as independent non-executive Directors.

This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the GEM Listing Rules for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that to the best of their knowledge and belief the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this announcement misleading.

This announcement will remain on the “Latest Company Announcement” page of the internet website operated by the Stock Exchange for the purpose of the Growth Enterprise Market at www.hkgem.com for at least seven days from the day of its posting and will be published on the website of the Company at www.hkpps.com.hk.

* For identification purpose only