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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)

**CHANGE OF DIRECTORS; COMPANY SECRETARY;
COMPLIANCE OFFICER; AND AUTHORISED REPRESENTATIVES**

The Board is pleased to announce that (i) Mr. Chan Wai Kit has been appointed as executive Director, Chairman, Authorised Representative and Compliance Officer; (ii) Ms. Wong Chi Yan has been appointed as executive Director, Company Secretary and Authorised Representative; and (iii) Mr. Chui Chi Yun, Robert has been appointed an independent non-executive Director, chairman of Audit Committee, chairman of the Remuneration Committee and chairman of the Nomination Committee, with effect from 16 June 2015.

The Board also announces that (i) Mr. Zhang Chenglin has resigned as executive Director; (ii) Mr. Lai Changming has resigned as independent non-executive Director, chairman of Nomination Committee, member of Remuneration Committee and member of Audit Committee; (iii) Ms. Chu Wing Sze, Jenny has resigned as Company Secretary and Authorised Representative; (iv) Mr. Woo Yik Man has resigned as Company Secretary; and (v) Mr. Cao Zhiwen has resigned as Authorised Representative and Compliance Officer with effect from 16 June 2015.

The board (the “**Board**”) of directors (the “**Directors**”) of PPS International (Holdings) Limited (the “**Company**”, together with its subsidiaries as the “**Group**”) announces that the directorship of the Company has been changed as below:–

Appointment of Directors

(i) *Mr. Chan Wai Kit* (“*Mr. Chan*”)

Mr. Chan, aged 32, has been appointed as executive Director, chairman (the “**Chairman**”) of the Company, authorised representative (the “**Authorised Representative**”) of the Company (for the purpose of Rule 5.24 of the Rules (the “**GEM Listing Rules**”) Governing the Listing of Securities on the Growth Enterprise Market (“**GEM**”) of The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”)) and compliance officer (the “**Compliance Officer**”) pursuant to Rule 5.19 of GEM Listing Rules with effect from 16 June 2015. Mr. Chan holds a Bachelor Degree in Information System and a Master Degree of Accounting from Curtin University of Technology, Australia. Mr. Chan is currently the international business development manager of Pearl Oriental Oil Limited (stock code: 632), a company listed on the Stock Exchange. He is also a director and vice president of SZ Enterprise Union Finance Limited, a subsidiary of Maga Medical Technology Limited (stock code: 876) and the executive Director, co-chairman, authorised representative and compliance officer of Aurum Pacific (China) Group Limited (stock code: 8148), a company listed on the GEM. Mr. Chan is currently a company secretary of Titanium Group Limited, a company quoted on OTC Bulletin Board in the US. Mr. Chan has extensive experience in IT, accounting, finance, corporate governance, strategic planning, as well as merger and acquisition.

Save as disclosed above, Mr. Chan does not hold any directorships in any other listed public companies in Hong Kong or overseas during the past three years and he does not hold any other position with the Company or other members of the Group. As at the date of this announcement, Mr. Chan does not have any interest in the shares of the Company (the “**Shares**”) or underlying shares in the Company within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

As at the date of this announcement, there is no service contract between Mr. Chan and the Company and he is not appointed for a specific term but will be subject to retirement by rotation and re-election at the annual general meetings of the Company in accordance with the articles of association of the Company with a monthly emolument of HK\$40,000. The emoluments to Mr. Chan will be determined and subject to review by the remuneration committee (the “**Remuneration Committee**”) of the Company and by the Board from time to time with reference to his duties and responsibilities with the Company and the market benchmark.

Mr. Chan is not connected with any Directors, senior management, substantial shareholders or controlling shareholders of the Company as defined in the GEM Listing Rules. Save as disclosed above, there is no other information required to be disclosed in relation to the appointment of Mr. Chan pursuant to any of the requirements of the Rule 17.50(2)(h) to (v) of the GEM Listing Rules or there is no other matter that needs to be brought to the attention of the shareholders of the Company (the “**Shareholders**”).

(ii) Ms. Wong Chi Yan (“Ms. Wong”)

Ms. Wong, aged 33, has been appointed as an executive Director, Authorised Representative and company secretary (the “**Company Secretary**”) of the Company with effect from 16 June 2015. Ms. Wong holds a Bachelor of Business Administration degree in Accounting from Hong Kong Baptist University. She is an associate member of the Hong Kong Institute of Certified Public Accountants, an associate member of the Hong Kong Institute of Chartered Secretaries and the Institute of Chartered Secretaries and Administrators. She has extensive experiences in auditing, accounting and financing as well as merger and acquisition. Ms. Wong is the company secretary and authorized representative of U-RIGHT International Holdings Limited (stock code: 627). She is also an executive director, the company secretary and the authorised representative of Aurum Pacific (China) Group Limited (stock code: 8148), a company listed on the GEM.

Save as disclosed above, Ms. Wong does not hold any directorships in any other listed public companies in Hong Kong or overseas during the past three years and she does not hold any other position with the Company or other members of the Group. As at the date of this announcement, Ms. Wong does not have any interest in the Shares or underlying shares in the Company within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

As at the date of this announcement, there is no service contract between Ms. Wong and the Company and she is not appointed for a specific term but will be subject to retirement by rotation and re-election at the annual general meetings of the Company in accordance with the articles of association of the Company with a monthly emolument of HK\$40,000. The emoluments to Ms. Wong will be determined and subject to review by the Remuneration Committee and by the Board from time to time with reference to her duties and responsibilities with the Company and the market benchmark.

Ms. Wong is not connected with any Directors, senior management, substantial shareholders or controlling shareholders of the Company as defined in the GEM Listing Rules. Save as disclosed above, there is no other information required to be disclosed in relation to the appointment of Ms. Wong pursuant to any of the requirements of the Rule 17.50(2)(h) to (v) of the GEM Listing Rules or there is no other matter that needs to be brought to the attention of the Shareholders.

(iii) Mr. Chui Chi Yun, Robert (“Mr. Chui”)

Mr. Chui, aged 58, has been appointed as independent non-executive Director, chairman of audit committee (the “**Audit Committee**”) of the Company, chairman of Remuneration Committee and chairman of nomination committee (the “**Nomination Committee**”) of the Company with effect from 16 June 2015.

Mr. Chan Chi Tong, Kenny is redesignated as member of Remuneration Committee and Mr. Chen Kwok Wang is re-designated as member of Audit Committee with effect from 16 June 2015.

Mr. Chui is a practising Certified Public Accountant in Hong Kong and has worked in the accounting industry for 35 years. He has obtained a Bachelor's degree in Commerce (Major in Accounting) from Concordia University and is a fellow member of the Hong Kong Institute of Certified Public Accountants and the Association of Chartered Certified Accountants in the United Kingdom. Mr. Chui is an independent non-executive director of each of Tse Sui Luen Jewellery (International) Limited (stock code: 417), National Arts Entertainment and Culture Group Limited (stock code: 8228), Wing Lee Property Investments Limited (Stock Code: 864), Aurum Pacific (China) Group Limited (stock code: 8148) and is a non-executive director of Addchance Holdings Limited (stock code: 3344), all of which are listed on the Stock Exchange. He is currently the Commissioner of the Hong Kong Road Safety Patrol and a member of the Road Safety Campaign Committee of the Road Safety Council. He is also a director of a number of private companies and associations.

As at the date of this announcement, Mr. Chui does not have relationship with any Directors, senior management or substantial or controlling shareholders of the Company nor does he have any 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, Mr. Chui does not hold any directorship in any public companies the securities of which are listed on any securities market in Hong Kong or overseas in the three years preceding the date of this announcement, nor has he held any other position with the Company and other members of the group or possess any other major professional qualifications.

Save as disclosed above, Mr. Chui does not hold any directorships in any other listed public companies in Hong Kong or overseas during the past three years and he does not hold any other position with the Company or other members of the Group. As at the date of this announcement, Mr. Chui does not have any interest in the Shares or underlying shares in the Company within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

As at the date of this announcement, there is no service contract between Mr. Chui and the Company and he is not appointed for a specific term but will be subject to retirement by rotation and re-election at the annual general meetings of the Company in accordance with the articles of association of the Company with a monthly emolument of HK\$10,000. The emoluments to Mr. Chui will be determined and subject to review by the Remuneration Committee and by the Board from time to time with reference to his duties and responsibilities with the Company and the market benchmark.

Mr. Chui is not connected with any Directors, senior management, substantial shareholders or controlling shareholders of the Company as defined in the GEM Listing Rules. Save as disclosed above, there is no other information required to be disclosed in relation to the appointment of Mr. Chui pursuant to any of the requirements of the Rule 17.50(2)(h) to (v) of the GEM Listing Rules or there is no other matter that needs to be brought to the attention of the Shareholders.

The Board would like to express its welcome to Mr. Chan, Ms. Wong and Mr. Chui for joining the Board.

Resignation of Directors

The Board also announces that (i) Mr. Zhang Chenglin has resigned as executive Director with effect from 16 June 2015 due to his other business commitment; and (ii) Mr. Lai Changming has resigned as independent non-executive Director, chairman of Nomination Committee, member of the Remuneration Committee and member of the Audit Committee with effect from 16 June 2015 due to his other business commitment.

Each of Mr. Zhang Chenglin and Mr. Lai Changming has confirmed that he has no disagreements with the Board and there is no matter that needs to be brought to the attention of the Shareholders or the Stock Exchange.

The Board would like to take this opportunity to express its sincere gratitude to Mr. Zhang Chenglin and Mr. Lai Changming for their valuable contribution to the Company during their tenure.

Resignation of Company Secretaries, Authorised Representative and Compliance Officer

The Board further announces that (i) Ms. Chu Wing Sze, Jenny has resigned as Company Secretary and Authorised Representative with effect from 16 June 2015; (ii) Mr. Woo Yik Man has resigned as Company Secretary; and (iii) Mr. Cao Zhiwen as resigned as Authorised Representative and Compliance Officer with effect from 16 June 2015.

Each of Ms. Chu Wing Sze, Jenny, Mr. Woo Yik Man and Mr. Cao Zhiwen has confirmed that he/she has no disagreements with the Board and there is no matter that needs to be brought to the attention of the Shareholders or the Stock Exchange.

The Board wishes to express its appreciation for all contribution of Ms. Chu Wing Sze, Jenny and Mr. Woo Yik Man during their tenure.

By the order of the Board of
PPS International (Holdings) Limited
Cao Zhiwen
Executive Director

Hong Kong, 16 June 2015

As at the date of this announcement, the Board comprises three executive Directors, Mr. Chan Wai Kit, Mr. Cao Zhiwen and Ms. Wong Chi Yan, and three independent non-executive Directors, Mr. Chui Chi Yun, Robert, Mr. Chan Chi Tong, Kenny and Mr. Chen Kwok Wang.

The Directors jointly and severally accept full responsibility for the accuracy of the information contained in this announcement and confirm, having made all reasonable enquiries, that to the best of their knowledge, opinions expressed in this announcement have been arrived at after due and careful consideration and there are no other facts not contained in this announcement the omission of which would make any statement in this announcement misleading.

This announcement will remain on the page of “Latest Company Announcements” on the GEM website for at least 7 days from the date of its posting and the website of the Company at www.hkpps.com.hk.