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## VINDA INTERNATIONAL HOLDINGS LIMITED

### 維達國際控股有限公司

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 3331)**

## **CHANGE OF INDEPENDENT NON-EXECUTIVE DIRECTOR AND CHANGE OF COMPOSITION OF BOARD COMMITTEES MEMBERS**

The board of directors (the “**Board**”) of Vinda International Holdings Limited (the “**Company**”) is pleased to announce the following changes with effect from 16 October 2015:

### **CHANGE OF INDEPENDENT NON-EXECUTIVE DIRECTORS**

Mr. CHIA Yen On (“**Mr. CHIA**”) be appointed as an independent non-executive director of the Company and Mr. HUI Chin Tong, Godfrey (“**Mr. HUI**”) resigned as an independent non-executive director of the Company due to his other personal commitments. Immediately upon his resignation becomes effective, Mr. HUI will serve as a consultant to the Board.

Mr. HUI confirmed that he has no disagreement with the Board and there is no matter relating to his resignation that needs to be brought to the attention of the shareholders of the Company or The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”).

### **Mr. CHIA**

Mr. CHIA, aged 64, was a director of the Company from January 2001 to June 2007 and is the chairman of STS Limited since 1992. He has been the Investment Commissioner, Greater China to the Australian Consulate, Hong Kong from 1992 to 2003. Mr. CHIA has over 30 years experience in management, sales and relationships with major corporations. He had 12 years consulting experience for the Australian Federal Government and has participated in over 100 merger and acquisition deals. Mr. CHIA graduated from University of Sydney with bachelor degree of science and has a master’s degree of science from University of New South Wales.

Pursuant to the appointment letter, the term of appointment of Mr. CHIA is from 16 October 2015 to 31 December 2016 and thereafter may be extended for such period as the Company and Mr. Chia agree in writing. He is subject to retirement by rotation and re-election at least once every three years at the annual general meeting in accordance with the articles of association (the “**Articles**”) of the Company. Mr. CHIA’s remuneration is fixed at HK\$256,608 per annum, which is commensurate with his duties and responsibilities as independent non-executive director and the prevailing market situation.

Save as disclosed above, Mr. CHIA has not held any directorships in any public listed companies in the past three years and are not connected with any directors, senior management or substantial or controlling shareholders (as defined in the Rules Governing the Listing of Securities (the “Listing Rules”) on the Stock Exchange) of the Company.

The Board is not aware of any other matters or information that needed to be brought to the attention of the shareholders of the Company or to be disclosed pursuant to Rule 13.51(2) of the Listing Rules in relation to the aforesaid appointment.

The Board would like to take this opportunity to welcome Mr. CHIA to join the Board and to express its appreciation for the valuable contributions of Mr. HUI to the Company.

#### **APPOINTMENT OF RISK MANAGEMENT COMMITTEE MEMBER**

Mr. Johann Christoph MICHALSKI, chief executive officer and executive director of the Company, be appointed as member of the risk management committee.

#### **CHANGE OF NOMINATION COMMITTEE MEMBERS AND CHAIRMANSHIP**

- (1) Mr. LI Chao Wang, chairman and executive director of the Company, be appointed as Chairman of the nomination committee.
- (2) Mr. CHIA Yen On, an independent non-executive director of the Company, be appointed as member of the nomination committee.
- (3) Mr. HUI Chin Tong, Godfrey resigned as chairman and member of the nomination committee.

#### **CHANGE OF REMUNERATION COMMITTEE MEMBERS**

- (1) Ms. LI Jielin, deputy chief executive officer and executive director of the Company, be appointed as member of the remuneration committee.
- (2) Mr. KAM Robert, independent non-executive director of the Company, be appointed as member of the remuneration committee.
- (3) Mr. CHIA Yen On, independent non-executive director of the Company, be appointed as member of the remuneration committee.
- (4) Mr. HUI Chin Tong, Godfrey resigned as member of the remuneration committee.

#### **APPOINTMENT OF EXECUTIVE COMMITTEE MEMBERS AND CHAIRMANSHIP**

- (1) Mr. LI Chao Wang, chairman and executive director of the Company, be appointed as chairman and member of the executive committee.
- (2) Ms. YU Yi Fong, vice chairman and executive director of the Company, be appointed as member of the executive committee.
- (3) Mr. Johann Christoph MICHALSKI, chief executive officer and executive director of the Company, be appointed as member of the executive committee.
- (4) Ms. LI Jielin, deputy chief executive officer and executive director of the Company, be appointed as member of the executive committee.

(5) Mr. DONG Yi Ping, chief technology officer and executive director of the Company, be appointed as member of the executive committee.

#### **APPOINTMENT OF STRATEGIC DEVELOPMENT COMMITTEE MEMBERS AND CHAIRMANSHIP**

- (1) Mr. Jan Christer JOHANSSON, vice chairman and non-executive director of the Company, be appointed as chairman and member of the strategic development committee.
- (2) Mr. DONG Yi Ping, chief technology officer and executive director of the Company, be appointed as member of the strategic development committee.
- (3) Mr. Johann Christoph MICHALSKI, chief executive officer and executive director of the Company, be appointed as member of the strategic development committee.
- (4) Ms. LI Jielin, deputy chief executive officer and executive director of the Company, be appointed as member of the strategic development committee.

By order of the Board  
**Vinda International Holdings Limited**  
**LI Chao Wang**  
*Chairman*

Hong Kong, 15 October 2015

As at the date of this announcement, the Board comprises:

#### **Executive Directors:**

Mr. LI Chao Wang (*Chairman*)

Ms. YU Yi Fang (*Vice Chairman*)

Mr. Johann Christoph MICHALSKI (*Chief Executive Officer*)

Mr. DONG Yi Ping (*Chief Technology Officer*)

Ms. LI Jielin (*Deputy Chief Executive Officer*)

#### **Non-executive Directors:**

Mr. Jan Christer JOHANSSON (*Vice Chairman*)

Mr. Carl Magnus GROTH

Mr. Ulf Olof Lennart SODERSTROM

#### **Independent Non-executive Directors:**

Mr. KAM Robert

Mr. TSUI King Fai

Mr. WONG Kwai Huen, Albert

Mr. CHIA Yen On

#### **Alternate Directors:**

Mr. CHIU Bun (alternate to Mr. MICHALSKI and Mr. SODERSTROM)

Mr. Gert Mikael SCHMIDT (alternate to Mr. JOHANSSON and Mr. GROTH)