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Kee Shing (Holdings) Limited

奇盛（集團）有限公司

(Incorporated in Hong Kong with Limited Liability)

(Stock Code: 174)

CHANGES IN DIRECTORS, AUDIT COMMITTEE, REMUNERATION COMMITTEE AND AUTHORISED REPRESENTATIVES

Reference is made to the announcement of Kee Shing (Holdings) Limited (the “**Company**”) dated 14 October 2010 in relation to, among other things, the appointment and resignation of directors of the Company (the “**Announcement**”). Unless otherwise defined, capitalised terms used in this announcement shall have the same meanings as those defined in the Announcement.

RESIGNATION OF DIRECTORS

As mentioned in the Announcement, Mr. Leung Shu Wing, Ms. Leung Miu King, Mr. Wong Chi Kin, Mr. Wong Choi Ying, Mr. Yuen Tin Fan, Mr. Wong Kong Chi, Mr. Lai Chung Wing, Robert and Mr. Chan Wing Lee have resigned as Directors with effect from the day immediately after the first closing date of the Offer. As the Offer was closed on 11 November 2010, the resignation of the above-named Directors becomes effective on 12 November 2010.

Each of the above-named Directors has confirmed that there is no disagreement with the Board and there is no matter that need to be brought to the attention of the Shareholders in relation to their resignation.

The Board would like to express its gratitude to the resigning Directors for their contributions to the Company during their terms of service.

APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTORS

As mentioned in the Announcement, the appointment of each of Mr. Law Tze Lun, Mr. Lo Woon Bor, Henry and Mr. Zheng Yun as an independent non-executive Director would take effect from the day immediately after the first closing date of the Offer. As the Offer was closed on 11 November 2010, the appointment of the above-named new Directors becomes effective on 12 November 2010.

Details of the new Directors as required by Rule 13.51(2) of the Listing Rules are as follows:

Mr. Law Tze Lun (羅子璘) (“Mr. Law”)

Aged 38. Independent non-executive Director of the Company and the chairman of the Audit Committee and a member of the Remuneration Committee of the Company. Mr. Law is a Practising Certified Public Accountant in Hong Kong. In 1999, Mr. Law obtained a Bachelor of Commerce (Accounting) degree from Curtin University of Technology in Australia via distance learning. Mr. Law is a Certified Public Accountant (Practising) of the Hong Kong Institute of Certified Public Accountants and a Certified Practising Accountant of CPA Australia. He has over 18 years of experience in auditing, accounting and finance gained from various accounting firms in Hong Kong. He has been an independent non-executive director of Come Sure Group (Holdings) Limited (stock code: 794), a company listed on the Main Board of the Stock Exchange, since February 2009 and China Automotive Interior Decoration Holdings Limited (GEM stock code: 8321), a company listed on the GEM Board of the Stock Exchange since September 2010, respectively.

Mr. Lo Woon Bor, Henry (盧煥波) (“Mr. Lo”)

Age 46. Independent non-executive Director of the Company and a member of the Audit Committee and the Remuneration Committee of the Company. Mr. Lo is a solicitor by profession and currently a partner of Sanny Kwong & Henry Lo, Solicitors in Hong Kong. He graduated from the University of Hong Kong with a Bachelor of Arts degree. Mr. Lo studied law and passed Solicitors’ Final Examination in the United Kingdom. Mr. Lo was admitted as a Solicitor of the Hong Kong Special Administrative Region in 1993 and in England and Wales in 1994. In 1997, Mr. Lo obtained a Master of Laws degree in Chinese and Comparative law from the City University of Hong Kong.

Mr. Lo has over 18 years of experience in civil and commercial litigation. Mr. Lo has extensive experience in the practice of property law, intellectual property, civil and commercial advice and litigation. He served as an in-house counsel in a listed publication conglomerate from 1998 to 1999. He regularly proffers advice to companies and institutions with regard to civil and commercial subjects and practice.

Mr. Lo has a keen interest in education and serves as School Manager in school. He is also the Honorary Legal Advisor to The Federation of Parent-Teacher Association Kowloon City District.

Mr. Zheng Yun (鄭允) (“Mr. Zheng”)

Aged 48. Independent non-executive Director of the Company and a member of the Audit Committee and the Remuneration Committee of the Company. From 1985 to 1989, Mr. Zheng was the minister of the labor practicing department of the Youth League Committee of Tsinghua University (北京清華大學團委勞動學習部). He also acted as an investment manager of China KZ High & Technology Co. Ltd., (中國科招高技術有限公司) from 1990 to 1997. From 1998 to 2000, Mr. Zheng was a manager of Innovation Electronics Co. Ltd., Beijing Union (北京友聯創新科貿有限公司). He was the minister of the investment and development department of Tsinghua Science Part Development Center (清華科技園發展中心發展部) from 2001 to 2002. From 2003 to 2009, he was the manager of the ministry of strategy and investment development department, the secretary of the board, assistant to the president, financial controller, the director of human resources and vice president of Tuspark Co. Ltd. (啟迪控股股份有限公司), respectively. Since August 2009, Mr. Zheng has become the vice president and financial controller of Unisplendour Corporation Limited (紫光股份有限公司), a company listed in the Shenzhen Stock Exchange (stock code: 000938). Mr. Zheng possesses over 25 years of experience in management and finance. He obtained a Bachelor degree in Chemical Engineering from Tsinghua University in 1985 and completed the postgraduate courses of the Technical and Economic Department of Chemical Engineering of Tsinghua University in 1988.

None of Mr. Law, Mr. Lo or Mr. Zheng has any interest or short position in the shares, underlying shares or debentures of the Company or any associated corporations (within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the laws of Hong Kong)) of the Company as at the date of this announcement.

Pursuant to the appointment letters entered into by the Company and the independent non-executive Directors respectively, each independent non-executive Director is entitled to an annual remuneration of HK\$150,000. The remuneration package was determined by the Board with reference to their duties and responsibilities, the Company’s remuneration policy and the prevailing market conditions.

All the independent non-executive Directors are appointed for a term of two years commencing from 12 November 2010 but are subject to retirement by rotation and re-election in accordance with the provisions of the articles of association of the Company. Each of Mr. Law, Mr. Lo and Mr. Zheng will hold his office until the next following general meeting of the Company and will then be eligible for re-election.

Save as disclosed herein, Mr. Law, Mr. Lo and Mr. Zheng do not (1) have any relations with any directors, senior management or substantial or controlling shareholders of the Company, (2) have any interests in shares of the Company (within the meaning of Part XV of the Securities and Futures Ordinance), (3) hold any directorships in listed public companies in the last three years, or (4) have any other information that needs to be disclosed pursuant to any of the requirements of Rule 13.51(2)(h) to 13.51(2)(v) of the Listing Rules and there is no other matter that need to be brought to the attention of the Shareholders.

The Board would like to take this opportunity to welcome Mr. Law, Mr. Lo and Mr. Zheng to join the Board.

CHANGES IN AUDIT COMMITTEE, REMUNERATION COMMITTEE AND AUTHORISED REPRESENTATIVES

1. Audit Committee

The new composition of the Audit Committee as at the date of this announcement is as follows:

Mr. Law Tze Lun (*Chairman*)
Mr. Lo Woon Bor, Henry
Mr. Zheng Yun

Mr. Law Tze Lun, Mr. Lo Woon Bor, Henry and Mr. Zheng Yun are independent non-executive Directors of the Company.

2. Remuneration Committee

The new composition of the Remuneration Committee as at the date of this announcement is as follows:

Mr. Li Jianbo (*Chairman*)
Mr. Law Tze Lun
Mr. Lo Woon Bor, Henry
Mr. Zheng Yun

Mr. Li Jianbo is the Chairman and an executive Director of the Company while Mr. Law Tze Lun, Mr. Lo Woon Bor, Henry and Mr. Zheng Yun are independent non-executive Directors of the Company. For details of the biography of Mr. Li Jianbo, please refer to the information disclosed in the announcement of the Company in relation to the appointment of Directors dated 22 October 2010.

3. Authorised Representatives

Ms. Ngan Chui Wan and Mr. Li Jianbo have been appointed as authorised representatives of the Company with effect on 14 October 2010 and 22 October 2010, respectively.

Mr. Li Jianbo is the Chairman and an executive Director of the Company and Ms. Ngan Chui Wan is the company secretary of the Company. For details of the biography of Ms. Ngan Chui Wan, please refer to the information disclosed in the Announcement.

By order of the Board
KEE SHING (HOLDINGS) LIMITED
Li Jianbo
Chairman

Hong Kong, 12 November 2010

As at the date of this announcement, the Directors are as follows:

Executive Directors:

Mr. Li Jianbo (*Chairman*)
Mr. Zhao Yanjie

Non-executive Director:

Mr. Li Hongbo

Independent non-executive Directors:

Mr. Law Tze Lun
Mr. Lo Woon Bor, Henry
Mr. Zheng Yun