

*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.*



罕王  
HANKING

## CHINA HANKING HOLDINGS LIMITED

### 中國罕王控股有限公司

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

**(Stock Code: 03788)**

### RESIGNATION OF DIRECTOR AND RE-DESIGNATION OF DIRECTOR

The Board hereby announces that, with effect from 17 December 2015:

- (1) Mr. Lan Fusheng, a non-executive Director of the Company, will resign as the non-executive Director and a member of the Health, Safety, Environmental Protection and Community Committee of the Company; and
- (2) Mr. Yang Jiye, an executive Director and Vice Chairman of the Board of the Company, will be re-designated as a non-executive Director and appointed as members of the Audit Committee and the Health, Safety, Environmental Protection, and Community Committee of the Company due to re-division of role and function of the Company and remain as the Vice Chairman of the Board and a member of the Remuneration Committee of the Company.

### RESIGNATION OF DIRECTOR

The board (the “**Board**”) of directors (each a “**Director**”) of China Hanking Holdings Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) hereby announces that Mr. Lan Fusheng (“**Mr. Lan**”) has tendered his resignation to the Board and will resign as a non-executive Director and a member of the Health, Safety, Environmental Protection and Community Committee of the Company with effect from 17 December 2015 due to his intention to develop other business. The resignation has been accepted and approved by the Board.

Mr. Lan has confirmed that he has no disagreement with the Board and there are no any matters in relation to his resignation that need to be brought to the attention of The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) and the holders of securities of the Company.

The Board would like to take this opportunity to express its appreciation and gratitude to Mr. Lan for his contributions to the Company during his tenure of office.

## **RE-DESIGNATION OF DIRECTOR**

The Board further announces that Mr. Yang Jiye (“**Mr. Yang**”), an executive Director of the Company, will be re-designated as a non-executive Director and appointed as members of the Audit Committee and the Health, Safety, Environmental Protection and Community Committee of the Company with effect from 17 December 2015 due to re-division of role and function of the Company. Mr. Yang will remain as the Vice Chairman of the Board and a member of the Remuneration Committee of the Company.

**Mr. Yang Jiye**, aged 37, served as an executive Director and Vice Chairman of the Board of the Company from 28 May 2015 to the date of this announcement. From 26 August 2014 to 27 May 2015, Mr. Yang served as an executive Director, Vice Chairman of the Board, Chief Executive Officer and President of the Company. From 25 February 2011 to 26 August 2014, Mr. Yang served as a non-executive Director and Vice Chairman of the Board of the Company. Mr. Yang is currently serving as the vice chairman of the board of directors, director and supervisor of several subsidiaries of the Group. Mr. Yang also serves as the vice chairman of the board of directors of Hanking Group Co., Ltd. (罕王實業集團有限公司) and chairman of the board of directors of Liaoning Hanking Investment Co., Ltd. (遼寧罕王投資有限公司). With his previous and current positions in the Group, he has more than 12 years of experience in corporate governance and management. Mr. Yang currently holds a number of positions with various organizations, including a representative of Fushun Municipal People’s Congress, vice chairman of Shenyang Federation of Industry and Commerce, secretary general of Shenyang Alumni Association of Guanghua School of Management of Peking University and vice chairman of the Geological Society of Liaoning Province. Save as disclosed above, he did not hold any directorships in any other listed companies (whose securities are listed on any securities market in Hong Kong or overseas) in the last three years. Mr. Yang is the son of Ms. Yang Min, the controlling shareholder of the Company.

Mr. Yang has entered into a service contract and entered into a supplemental agreement dated 28 May 2015 with the Company, and shall be entitled to an annual director’s fee of RMB600,000 for a term of three years which commenced on 17 March 2015, which can be terminated by giving a written notice of three months in advance by either party. Mr. Yang is subject to retirement by rotation and re-election at the annual general meeting in accordance with the articles of association of the Company. The director’s fee and/or remuneration and benefits of Mr. Yang shall be subject to annual review by the Remuneration Committee. Mr. Yang has confirmed that he has no disagreement with the Board and there is no any matter in relation to his re-designation that needs to be brought to the attention of the Stock Exchange and the holders of securities of the Company.

As at the date of this announcement, Mr. Yang is interested in a long position of 424,360,500 shares of the Company required to be disclosed pursuant to Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) by way of trust. Save as disclosed above, Mr. Yang does not have any relationship with any other Directors, senior management, substantial shareholders or

controlling shareholders of the Company, nor is there any other information required to be disclosed pursuant to Rules 13.51(2)(h) to (v) of the Rules Governing the Listing of Securities (the “**Listing Rules**”) on the Stock Exchange, and there is no other matter that needs to be notified to the shareholders of the Company pursuant to Rule 13.51(2)(w) of the Listing Rules.

By Order of the Board  
**China Hanking Holdings Limited**  
**Yang Min**  
*Chairlady and Executive Director*

Shenyang, the PRC, 17 December 2015

*As at the date of this announcement, the executive Directors are Ms. Yang Min, Mr. Pan Guocheng, Mr. Xia Zhuo, Mr. Qiu Yumin and Mr. Liao Pin-tsung; the non-executive Directors are Mr. Yang Jiye and Mr. Kenneth Jue Lee; and the independent non-executive Directors are Mr. Wang Ping, Mr. Wang Anjian, Mr. Jiang Zhouhua and Mr. Victor Yang.*