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## **INTERCHINA HOLDINGS COMPANY LIMITED**

**國 中 控 股 有 限 公 司**

*(incorporated in Hong Kong with limited liability)*

**(Stock Code: 202)**

### **CHANGES IN DIRECTORS**

The Board announces that with effect from 11 June 2009:

- (1) Ms. Wing has been appointed as an executive Director and the member of the Remuneration Committee;
- (2) Dr. Mu has been appointed as an executive Director; and
- (3) Mr. Chan has resigned as an executive Director, chief executive officer of the Company and member of the Remuneration Committee.

### **APPOINTMENT OF DIRECTORS**

The board (the “**Board**”) of directors (the “**Directors**”) of Interchina Holdings Company Limited (the “**Company**”, which together with its subsidiaries, the “**Group**”) is pleased to announce that Ms. Wing Man Yi (“**Ms. Wing**”) has been appointed as an executive Director and member of the Remuneration Committee and Dr. Mu Simon Xinming (“**Dr. Mu**”) has been appointed as an executive Director of the Company with effect from 11 June 2009.

#### **Ms. Wing Man Yi**

Ms. Wing, aged 40, was appointed as an Executive Director and Chairman of China Pipe Group Limited, the issued shares of which are listed on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”), from June 2007 to February 2009. Ms. Wing was also a sales director of Interchina Securities Limited, a wholly-owned subsidiary of the Company. She has extensive experience in the securities industry in Hong Kong and the People’s Republic of China (the “**PRC**”), especially in the B share market where she was one of the pioneering professionals in the PRC. Through her experience in the securities industry, she has established a strong network of contacts of corporate and high networth individuals in the PRC and Hong Kong which serves as a source of business and investment

opportunities. Prior to joining Interchina Securities Limited, Ms. Wing held various senior positions at Shenyin Wanguo Securities (H.K.) Limited, ABN AMRO Asia Limited and BNP Paribas Peregrine Securities Limited. Ms. Wing received her bachelor's degree in economics from The Central Institute of Finance and Banking (中央財政金融學院) (now known as Central University of Finance & Economics (中央財經大學)), the PRC. Ms. Wing is the wife of the brother-in-law of Mr. Zhang Yang who is a substantial shareholder of the Company within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) (the "SFO").

Save as disclosed herein, as at the date of this announcement (a) Ms. Wing had not held any directorship in other listed public companies in the last three years and does not hold any other positions with the Company or other members of the Group; and (b) Ms. Wing does not have any relationship with any directors, senior management or substantial or controlling shareholders of the Company. As at the date of this announcement, Ms. Wing does not have any interests in the shares of the Company within the meaning of Part XV of the SFO.

The Company has not entered into any service contract with Ms. Wing as an executive Director. There is no specific length of service in respect of Ms. Wing's appointment, but she is subject to retirement by rotation and re-election in accordance with the articles of association of the Company. Her remuneration will be determined with reference to her duties and responsibilities as well as the Company's remuneration policy. Ms. Wing is entitled to an annual directors' fee of HK\$360,000.

Save as disclosed herein, there are no other matters concerning the appointment of Ms. Wing that need to be brought to the attention of the shareholders of the Company nor any information to be disclosed pursuant to the requirements of Rule 13.51(2) of the Rules Governing the Listing of Securities on the Stock Exchange (the "Listing Rules")

#### **Dr. Mu Simon Xinming**

Dr. Mu, aged 52, graduated from the Nanjing University with a bachelor of science degree in urban planning in 1982. He obtained a master's degree in econometrics and a doctor of philosophy degree in planning and development finance from University of North Carolina at Chapel Hill, the United States of America (the "USA") in 1985 and 1987 respectively. Dr. Mu is currently the president of Prime Partner International Limited with its principal activity as investment holding. Dr. Mu is also a director of Wanhua Industrial Group Company Limited, a company engaged in manufacturing and sales of chemical products. Dr. Mu is appointed as an independent director of China Huaxia Bank, the shares of which are listed on the Shanghai Stock Exchange, since February 2004. Dr. Mu had over 15 years of working experience in banking, investment banking, financial advisories and technology services. Dr. Mu has been appointed and taken up various senior positions in a number of well prestige organisations; including Salomon Brothers, General Components Limited, Jinpan International Limited and Patron America Inc.. Dr. Mu was also an assistant professor of Lyndon Johnson School, University of Texas at Austin, USA.

Save as disclosed herein, as at the date of this announcement (a) Dr. Mu had not held any directorship in other listed public companies in the last three years and does not hold any other positions with the Company or other members of the Group; and (b) Dr. Mu does not have any relationship with any directors, senior management or substantial or controlling shareholders of the Company. As at the date of this announcement, Dr. Mu does not have any interests in the shares of the Company within the meaning of Part XV of the SFO.

The Company has not entered into any service contract with Dr. Mu as an executive Director. There is no specific length of service in respect of Dr. Mu's appointment, but he is subject to retirement by rotation and re-election in accordance with the articles of association of the Company. His remuneration will be determined with reference to his duties and responsibilities as well as the Company's remuneration policy. Dr. Mu is entitled to an annual directors' fee of HK\$360,000.

Save as disclosed herein, there are no other matters concerning the appointment of Dr. Mu that need to be brought to the attention of the shareholders of the Company nor any information to be disclosed pursuant to the requirements of Rule 13.51(2) of the Listing Rules.

The Board would like to welcome Ms. Wing and Dr. Mu to join the Board.

## **RESIGNATION OF DIRECTOR**

The Board announces that Mr. Chan Wing Yuen, Hubert ("**Mr. Chan**") has resigned as an executive Director, the chief executive officer of the Company and member of the Remuneration Committee of the Company with effect from 11 June 2009 as he wants to pursue other career opportunity.

Mr. Chan has confirmed that there is no disagreement between the Board and himself and there are no matters which need to be brought to the attention of holders of securities of the Company in relation to his resignation.

The Board would like to take this opportunity to express its appreciation to Mr. Chan for his valuable contribution to the Group during his tenure of office.

Following Mr. Chan's resignation, there remains the outstanding appointment of chief executive officer of the Company. The Company is in the progress of identifying suitable candidate with appropriate qualifications to fill the vacancy and will keep shareholders of the Company informed of the progress of such appointment by further announcement.

By order of the Board of  
**Interchina Holdings Company Limited**  
**Lam Cheung Shing, Richard**  
*Chairman*

Hong Kong, 11 June 2009

*As at the date of this announcement, the executive Directors are Mr. Lam Cheung Shing, Richard, Mr. Zhu Yongjun, Ms. Wing Man Yi and Dr. Mu Simon Xinming and the independent non-executive Directors are Ms. Ha Ping, Mr. Ho Yiu Yue, Louis and Mr. Ko Ming Tung, Edward.*