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Changhong Jiahua Holdings Limited
(長虹佳華控股有限公司)

(Incorporated in Bermuda with limited liability)

(Stock Code: 8016)

**CHANGE OF DIRECTORS, CHAIRMAN, MEMBER OF
NOMINATION COMMITTEE AND REMUNERATION COMMITTEE,
SENIOR MANAGEMENT
AND FINANCIAL CONTROLLER
AND
CHANGE OF OFFICIAL WEBSITE**

The Board announces that with effect from 15 April 2013:

1. Mr. Rong Dong has resigned as executive director of the Company, and Mr. Yu Xiao has resigned as chairman of the Board, the member and chairman of the nomination committee of the Company and member of the remuneration committee of the Company but will remain as executive director of the Company;
2. Mr. Zhao Yong has been appointed as chairman of the Board and executive director of the Company, the member and chairman of the nomination committee of the Company and Mr. Zhu Jianqiu has been appointed as executive director of the Company and the member of the remuneration committee of the Company;
3. Certain senior management positions of the Company have been re-designated;
4. Mr. Liu Jianhua has resigned as the financial controller of the Company and Mr. Zhao Qilin has been appointed as the financial controller of the Company; and
5. The website of the Company has been changed from <http://www.cdb-holdings.com.hk> to <http://www.changhongit.com.hk>.

The board (the “**Board**”) of directors (the “**Directors**”) of Changhong Jiahua Holdings Limited (the “**Company**”) together with its subsidiaries, the “**Group**”) announces that:

RESIGNATION OF DIRECTOR

With effect from 15 April 2013, Mr. Rong Dong (“**Mr. Rong**”) has resigned as executive director of the Company due to his other commitments.

The Board and Mr. Rong confirmed that there is no disagreement with each other and that there is no matter relating to Mr. Rong’s resignation as executive director of the Company that needs to be brought to the attention of the shareholders of the Company.

The Board would like to express its most sincere appreciation to Mr. Rong for his dedicated services and invaluable contribution to the Group.

RESIGNATION OF CHAIRMAN

With effect from 15 April 2013, Mr. Yu Xiao (“**Mr. Yu**”) has resigned as the chairman of the Board, the member and the chairman of the nomination committee of the Company and the member of the remuneration committee due to his other commitments. Mr. Yu will remain as executive director of the Company.

The Board and Mr. Yu confirmed that there is no disagreement with each other and that there is no matter relating to Mr. Yu’s resignation as the chairman of the Board that needs to be brought to the attention of the shareholders of the Company.

APPOINTMENT OF EXECUTIVE DIRECTORS

With effect from 15 April 2013, Mr. Zhao Yong (“**Mr. Zhao**”) has been appointed as executive director of the Company, the chairman of the Board and the member and the chairman of the nomination committee of the Company and Mr. Zhu Jianqiu (“**Mr. Zhu**”) has been appointed as executive director of the Company and the member of the remuneration committee of the Company.

Mr. Zhao Yong (趙勇), aged 49, currently serves in various positions within the Group, including the chairman of the board of directors of Changhong IT Information Products Co., Ltd. (“**Changhong IT**”), the chairman of the board of directors of Changhong IT Digital Technology Co., Ltd., the chairman of the board of directors of Beijing Changhong IT Intelligence System Co., Ltd.. He also serves in various position in Sichuan Changhong Electric Co., Ltd. (“**Sichuan Changhong**”) and its subsidiaries (together with Sichuan Changhong, the “**Sichuan Changhong Group**”), including the chairman of the board of directors of Sichuan Changhong, the chairman of the board of directors of Sichuan COC Display Devices Co., Ltd., a director of A’HONG Communication and Digital Information Group Co., Ltd.. He also serves in various positions in Sichuan Changhong Electronics Group Co., Ltd., (“**Sichuan Changhong Electric**”) and its subsidiaries, including the chairman of the board of directors of Sichuan Century Shuanghong Display Devices Co., Ltd. and the chairman of the board of directors of Sichuan Changhong Electric. He served as the vice general manager and executive director of Sichuan Changhong from August 1996 to April 2000, and as general manager and vice chairman of the board of directors of Sichuan Changhong from May 2000 to January 2001, as

vice chairman of the board of directors of Sichuan Changhong Electric from January 2001 to May 2001, and as general manager and chairman of the board of directors of Sichuan Changhong Electric from July 2004 to September 2005. He also served as the deputy mayor of Mianyang, Sichuan Province, the People's Republic of China (the "PRC") from June 2001 to June 2004. Sichuan Changhong and Sichuan Changhong Electric are controlling shareholders of the Company. Mr. Zhao graduated from Qinghua University in the PRC and obtained a Master's Degree in machinery engineering in April 1987, a Doctor's Degree in engineering in March 1991 and a Post Doctoral Degree in thermal energy and power engineering in March 1993.

Mr. Zhu Jianqiu (祝劍秋), aged 50, is an executive director and the president of Changhong IT, a member of the Group. He is primarily responsible for the daily management of Changhong IT. Mr. Zhu is also responsible for the implementation of the internal control measures of Changhong IT and its subsidiaries. He is also a director of Sichuan Changhong Electric. In 1998, he served in Founder Technology Group Corporation (a company listed on the Shanghai Stock Exchange with stock code 600601 and formerly known as Shanghai Founder Yanzhong Technology Group Inc. which engages in computers business) as a director, the vice chairman and the president. Prior to joining Changhong IT, in 2001, Mr. Zhu served as a director and the president of Zarva Technology (Group) Co., Ltd. (a company listed on the Shenzhen Stock Exchange with a stock code 000688 which engages in the distributions of IT products) ("**Zarva Technology**"). In 2002, he was a director of Sichuan Xichang Electric Power Co. Ltd. (a company listed on the Shanghai Stock Exchange with stock code 600505 which engages in the businesses of electric power generation and distribution businesses) ("**Xichang Electric**"). Mr. Zhu graduated from Northeast University in the PRC (formerly known as Northeast University of Technology) and obtained a Bachelor's Degree in July 1984. In June 2007, he obtained a Doctor's Degree in economics at Renmin University in the PRC. Mr. Zhu has nearly 14 years of management experience in the IT industry.

In November 2005, Zarva Technology and its directors, including Mr. Zhu were publicly reprimanded by the Shenzhen Stock Exchange for the failure by Zarva Technology to disclose matters including related party transactions, material guarantees and changes in capital raising from 2004 to 2005, as such non-disclosures were in breach of the provisions under the Listing Rules of the Shenzhen Stock Exchange. Mr. Zhu, as a director of Zarva Technology, failed to ensure that Zarva Technology comply with the disclosure obligations as required under the relevant laws and regulations.

In June 2005, Xichang Electric and its directors, including Mr. Zhu were publicly reprimanded by the Shanghai Stock Exchange for Xichang Electric's breach of its disclosure obligations under relevant regulations from 2004 to 2005. Mr. Zhu, as a director of Xichang Electric, failed to ensure that Xichang Electric comply with the disclosure obligations as required under the relevant laws and regulations.

In April 2008, certain administrative penalties were imposed on Xichang Electric and its directors, including Mr. Zhu by the China Securities Regulatory Commission (the "CSRC") due to the failure by Xichang Electric to disclose guarantee contracts which were material in nature during the period between 2003 to 2005. Such non-disclosures were in breach of the Securities Law of the PRC. Mr.

Zhu, as a director of Xichang Electric failed to ensure that Xichang Electric comply with the disclosure obligations as required under the relevant laws. A fine of RMB30,000 was imposed and a warning was given by the CSRC.

As at the date of this announcement, Mr. Zhao and Mr. Zhu have no interests in the shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance.

Sichuan Changhong and Sichuan Changhong Electric are controlling shareholders of the Company. Save as disclosed above, each of Mr. Zhao and Mr. Zhu does not have any relationships with any directors, senior management or substantial or controlling shareholders of the Company for the purpose of the Rules Governing the Listing of Securities on the GEM (“**GEM Listing Rules**”).

Each of Mr. Zhao and Mr. Zhu will enter into a service agreement with the Company. It is proposed that Mr. Zhao and Mr. Zhu’s appointment as executive directors of the Company will be for a fixed term of two years and subject to retirement by rotation and re-election in accordance with the articles of association of the Company. Pursuant to the service agreements, it is also proposed that Mr. Zhao and Mr. Zhu will each be entitled to an annual remuneration of HK\$60,000 for their directorships in the Company, which is determined based on the Company’s financial position.

Save as disclosed in this announcement, there is no other information required to be disclosed pursuant to Rule 17.50 (2)(h) to 17.50(2)(v) of the GEM Listing Rules, and the Company is not aware of any other matters that need to be brought to the attention of the holders of securities of the Company in relation to Mr. Zhao and Mr. Zhu’s appointment.

The Board would like to express its warm welcome to Mr. Zhao and Mr. Zhu for joining the Board.

CHANGE OF SENIOR MANAGEMENT POSITIONS

To support the business growth of the Group, the Board is pleased to announce that, with effect from 15 April 2013, the senior management of the Company will comprise one president, several vice presidents and assistant to president, financial controller and company secretary and certain senior management positions of the Company have been re-designated as follows:

1. Mr. Zhu has been appointed as the president of the Company, responsible for the overall operations and management of Group;
2. Ms. Su Huiqing (“**Ms. Su**”) has been appointed as the vice president of the Company, responsible for the management of human resources and operations and management of the Group. Ms. Su, aged 43, has been the executive vice president of Changhong IT since 2004, responsible for management of the human resources, administration, marketing and legal matters. She worked at Fujian Computer Company in 1991. In 1997, she was appointed as the general manager of the Shanghai branch of Founder Group. In 1999, she served as the regional vice general manager for the eastern region of the PRC of Founder Electronic Co., Limited and was appointed as the assistant president of Founder Technology Group Corporation. Prior to joining

Changhong IT, she was appointed as the vice president of Shanghai Zarva Technology Co., Limited in 2001. Ms. Su graduated from Shanghai Jiaotong University with a Bachelor Degree in automation. Ms. Su has nearly 22 years of experience in the management of business development, human resources, administration and marketing and sales in the IT industry.

3. Mr. Dong Qiang (“**Mr. Dong**”) has been appointed as the vice president of the Company, responsible for the management of the Group’s IT consumer products distribution business. Mr. Dong, aged 39, has been the executive vice president of Changhong IT since 2004, responsible for management of IT consumer products distribution business. He worked at Hebei Institute of Metallurgical Design in 1994. He joined Founder Group as sales in 1997. Prior to joining Changhong IT, he was appointed as the vice president of Shanghai Zarva Technology Co., Limited in 2001. Mr. Dong graduated from Hebei Polytechnic University with a Bachelor Degree in electric automatization. Mr. Dong has nearly 16 years of experience in the management of marketing and sales in the IT industry.
4. Mr. Tang Yun, currently the managing director of the Company, has been re-designated as the vice president of the Company, responsible for managing the Group’s trading business of consumer electronic products and relevant parts and components. He remains as executive director of the Company; and
5. Mr. Rong, currently the vice general manager of the Company, has been re-designated as the assistant to president of the Company, responsible to assist the president of the Company in the management of IT products distribution business in Southeast Asia and Hong Kong and other businesses of the Group.

CHANGE OF FINANCIAL CONTROLLER

With effect from 15 April 2013, Mr. Liu Jianhua has resigned as the financial controller of the Company. Mr. Liu Jianhua confirmed that he has no disagreement with the Board and there is no matter in relation to his resignation that needs to be brought to the attention of the shareholders of the Company.

With effect from 15 April 2013, Mr. Zhao Qilin has been appointed as the financial controller of the Company. Mr. Zhao Qilin graduated from Southwestern University of Finance and Economics, the PRC with a Bachelor Degree in economics. He joined Sichuan Changhong in 1999, a controlling shareholder of the Company, and held various positions in the Sichuan Changhong Group, including the manager of assets management, the financial manager, the financial controller and the securities affairs representative in relation to the listing of Sichuan Changhong in the Shanghai Stock Exchange. He has over 6 years’ professional experience in financial control.

CHANGE OF OFFICIAL WEBSITE

In addition, the Company announces that the official website of the Company has been changed from <http://www.cdb-holdings.com.hk> to <http://www.changhongit.com.hk> with immediate effect.

By Order of the Board of
Changhong Jiahua Holdings Limited
Zhao Yong
Chairman

Hong Kong, 15 April 2013

As at the date of this announcement, the executive directors of the Company are Mr. Zhao Yong, Mr. Zhu Jianqiu, Mr. Yu Xiao, Mr. Tang Yun, Mr. Wu Xiangtao, Ms. Shi Ping, Mr. David Ji Long Fen and Mr. Xiang Chaoyang and the independent non-executive directors of the Company are Mr. Jonathan Chan Ming Sun, Mr. Robert Ip Chun Chung, Mr. Sun Dongfeng and Mr. Cheng Yuk Kin.

This announcement, for which the Directors of the Company collectively and individually accept full responsibility, includes particulars given in compliance with the Rules Governing the Listing of Securities on the GEM of the Stock Exchange of Hong Kong Limited for the purpose of giving information with regard to the Company. The directors, having made all reasonable enquiries, confirm that, to the best of their knowledge and belief: (1) the information contained in this announcement is accurate and complete in all material respects and not misleading; (2) there are no other matters the omission of which would make any statement in this announcement misleading; and (3) all opinions expressed in this announcement have been arrived at after due and careful consideration and are founded on bases and assumptions that are fair and reasonable.

This announcement will appear on the GEM website at <http://www.hkgem.com> on the “Latest Company Announcements” page for 7 days from the day of its posting thereon and on the website of the Company at <http://www.changhongit.com.hk>.