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IA INTERNATIONAL HOLDINGS LIMITED

毅興科技國際控股有限公司*

(Incorporated in Bermuda with limited liability)

(Stock code: 8047)

CHANGES IN DIRECTORSHIPS, AUTHORISED REPRESENTATIVE, COMPANY SECRETARY, QUALIFIED ACCOUNTANT AND AUDIT COMMITTEE

The Board wishes to announce that (1) Mr. Zhang Fulin has tendered his resignation as an executive director, the deputy chairman and an authorised representative of the Company with effect from 1 April 2006 and (2) Mr. Wong Hou Yan, Norman has tendered his resignation as an independent non-executive director and an audit committee member of the Company with effect from 1 April 2006.

The Board further announces that Mr. Wong Tak Shing has been appointed as an executive director, the deputy chairman and an authorised representative of the Company and Mr. Cheng Kwong Chung has been appointed as an executive director of the Company with effect from 1 April 2006 respectively.

The Board further announces that (1) Ms. Lui Mui Ching has tendered her resignation as the qualified accountant and company secretary of the Company and (2) Mr. Wong Tak Shing has been appointed as the qualified accountant and company secretary of the Company with effect from 1 April 2006.

RESIGNATION AND APPOINTMENT OF DIRECTORS

The board of directors (the “Board”) of IA International Holdings Limited (the “Company”) together with its subsidiaries (the “Group”) wishes to announce that (1) Mr. Zhang Fulin (“Mr. Zhang”) has tendered his resignation as an executive director, the deputy chairman and an authorised representative of the Company with effect from 1 April 2006 and (2) Mr. Wong Hou Yan, Norman (“Mr. Norman Wong”) has tendered his resignation as an independent non-executive director and audit committee member of the Company with effect from 1 April 2006 due to personal reasons. Both Mr. Zhang and Mr. Norman Wong confirmed that there was no disagreement with the Board, and there was no other matter regarding their respective resignations that should be brought to the attention of the shareholders of the Company.

* *For identification purpose only*

The Board further announces that Mr. Wong Tak Shing has been appointed as an executive director, the deputy chairman and an authorised representative of the Company and Mr. Cheng Kwong Chung has been appointed as an executive director of the Company with effect from 1 April 2006 respectively.

Mr. Wong Tak Shing (“Mr. Wong”)

Mr. Wong Tak Shing, aged 43, graduated from the University of New England, Australia with a Postgraduate Diploma in Financial Management and from the University of Southampton, U.K. with a Bachelor of Social Science in Business Economics and Accounting. He has over 20 years of experience in corporate finance, accounting, personnel and administration.

Mr. Wong was previously an executive director, company secretary and an authorised representative of SMI Publishing Group Limited (Stock code: 8010), the company secretary of Tidetime Sun (Group) Holdings Limited (Stock code: 307) and will be appointed as an independent non-executive director of Sun Innovation Holdings Limited (Stock Code: 547) with effect from 1 April 2006. Save as disclosed above, Mr. Wong did not hold any directorship and other major appointments in any other listed public companies in the last three years before his appointment as an executive director of the Company. Mr. Wong is currently an associate member of the CPA Australia and an associate member of the Hong Kong Institute of Certified Public Accountants.

Mr. Wong does not have any relationships with any directors, senior management, management shareholders, substantial shareholders or controlling shareholders of the Company (within the meaning of the Rules Governing the Listing of Securities on the Growth Enterprise Market (the “GEM”) of The Stock Exchange of Hong Kong Limited (the “GEM Listing Rules”)) and does not have any interests in the shares of the Company within the meaning of Part XV of Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) (the “SFO”). Apart from being an executive director, the deputy chairman, an authorised representative, the qualified accountant and company secretary of the Company, he does not hold any other positions in the Company or any of its subsidiaries.

Mr. Wong has entered into a letter of appointment with the Company for a term of one year from 1 April 2006, which will continue thereafter until terminated by either party giving not less than one month’s notice in writing. Mr. Wong is entitled to a fixed emolument of HK\$120,000 per annum which is determined by arm’s length negotiation between Mr. Wong and the Company. He is also entitled to a year-end discretionary bonus to be determined by the Board from time to time. Mr. Wong is subject to retirement by rotation and re-election at the annual general meeting of the Company in accordance with the bye-laws of the Company.

Mr. Cheng Kwong Chung (“Mr. Cheng”)

Mr. Cheng Kwong Chung, aged 40, is an ex-director of the Company and co-founder of the Group. He is a former executive director of the Company. Mr. Cheng holds a Bachelor of Engineering Degree in Electronics Engineering from the Hong Kong Polytechnic University in Hong Kong. Mr. Cheng has over ten years of experience in sales and marketing and over five years of experience in software programming. Before founding the Group, Mr. Cheng worked as a general manager for an electronic trading company in Hong Kong. Apart from being an executive director of the Company, he did not hold any directorship and other major appointments in any other listed public companies in the last three years before his appointment as an executive director of the Company.

Mr. Cheng does not have any relationships with any directors, senior management, management shareholders, substantial shareholders or controlling shareholders of the Company (within the meaning of the GEM Listing Rules) and does not have any interests in the shares of the Company within the meaning of Part XV of the SFO.

There is no service contract between the Company and Mr. Cheng. He has no fixed term of service with the Company but will be subject to retirement and re-election at the next annual general meeting of the Company (thereafter retirement by rotation) pursuant to the bye-laws of the Company. Mr. Cheng’s remuneration shall be determined by the Board from time to time with reference to the prevailing market conditions and subject to the approval of the shareholders of the Company.

AUDIT COMMITTEE

The Board also announces that the audit committee would comprise three members, namely Mr. Kwok Chi Sun, Vincent, Mr. Yeung Kam Yan and Mr. Chan Wing Chiu with effect from 1 April 2006.

CHANGE OF QUALIFIED ACCOUNTANT AND COMPANY SECRETARY

The Board further announces that (1) Ms. Lui Mui Ching (“Ms. Lui”) has tendered her resignation as the qualified accountant and company secretary of the Company due to personal reasons and (2) Mr. Wong has been appointed as the qualified accountant and company secretary of the Company with effect from 1 April 2006.

GENERAL

Save as disclosed herein, the Board is not aware of any other matters which need to be brought to the attention of the shareholders of the Company and there is no other information which is discloseable pursuant to any of the requirements set out in Rule 17.50(2) of the GEM Listing Rules in relation to the proposed appointment of directors of the Company.

Save as disclosed herein, there was no disagreement between the Board and Ms. Lui in relation to her resignation as the qualified accountant and company secretary of the Company.

The Board would like to take this opportunity to express its appreciation for Mr. Zhang, Mr. Norman Wong and Ms. Lui for their contributions towards the Company during their term of services and also express its warmest welcome to Mr. Wong and Mr. Cheng.

By order of the Board
IA International Holdings Limited
Wan Kin Chung
Director

Hong Kong, 31 March 2006

As at the date of this announcement, the Board of the Company comprises two executive directors, namely Mr. Wan Kin Chung and Mr. Zhang and four independent non-executive directors, namely Mr. Norman Wong, Mr. Kwok Chi Sun, Vincent, Mr. Yeung Kam Yan and Mr. Chan Wing Chiu.

This announcement, for which the directors of the Company (the “Directors”) collectively and individually accept full responsibility, includes particulars given in compliance with the GEM Listing Rules 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.

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