



**北方興業控股有限公司\***  
**NORTHERN INTERNATIONAL HOLDINGS LIMITED**

*(Incorporated in Bermuda with limited liability)*

(Stock Code: 736)

(the "Company")

**CHANGE OF INDEPENDENT NON-EXECUTIVE DIRECTOR**

Mr. Chan resigned as an INED and ceased to be a member of audit committee and remuneration committee of the Company on 18 August 2005. Mr. Yeung was appointed as an INED, a member of audit committee and remuneration committee of the Company on 18 August 2005.

The board of directors (the "Board") of the Company announces that Mr. Chan Shun ("Mr. Chan") resigned as an independent non-executive director of the Company ("INED(s)") and ceased to be a member of audit committee and remuneration committee of the Company on 18 August 2005 because Mr. Chan intended to further his study and foresaw that he would not be able to allocate sufficient time to take care of the Company's affairs. Mr. Chan has confirmed that he has no disagreement with the Board and there are no other matters that need to be brought to the attention of the shareholders of the Company in relation to his resignation.

Mr. Yeung Yuen Hei ("Mr. Yeung") was appointed as an INED, a member of audit committee and remuneration committee of the Company on 18 August 2005 for a term of three years, subject to the retirement and re-election requirements according to the Bye-laws of the Company, with annual director's fee of HK\$60,000 which was determined with reference to market rates.

Mr. Yeung, aged 41, is a solicitor practising in Hong Kong. He holds a bachelor of laws degree from the University of London and a postgraduate certificate in laws from the University of Hong Kong. Mr. Yeung is a partner of Yeung and Tsang, Solicitors and he serves as honorary legal adviser to the Parent Teacher Association of Kwong Ming School – PM session, a sport association and an association on building management consultation in Yuen Long district.

Mr. Yeung did not hold any directorship in any listed companies in the last three years. He does not hold any office with the Company and other members of the Company's group and is not a "connected person" of any directors, senior management or substantial or controlling shareholders of the Company (within the meaning of the rules governing the listing of securities in Hong Kong), and does not have any relationship with any directors, senior management or substantial or controlling shareholders of the Company.

Mr. Yeung does not have any interest in shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance. Mr. Yeung does not have any service contract with the Company.

Save for the information disclosed above, the Board is not aware of any other matter relating to the appointment of Mr. Yeung that need to be brought to the attention of shareholders of the Company.

The Board takes this opportunity to thank Mr. Chan for his valuable contributions to the Company during his tenure of office and welcome Mr. Yeung to join the Company.

As at the date of this announcement, the executive directors of the Company are Messrs. Chong Sing Yuen, Chong Chun Hing, Chu Kiu Fat, Wong Siu Keung, Joe and Chong Chun Kwok, Piggy; and the INEDs are Messrs. Chan Ping Yim, Cheng Kwok Hing, Andy and Yeung Yuen Hei.

By order of the Board  
**Chong Sing Yuen**  
*Chairman*

Hong Kong, 18 August 2005

\* *For identification only*

Please also refer to the published version of this announcement in The Standard.