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SINO HAIJING HOLDINGS LIMITED

中國海景控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 01106)

**RESIGNATION OF EXECUTIVE DIRECTOR AND CHAIRMAN
APPOINTMENT OF CHAIRMAN
CHANGE OF AUTHORISED REPRESENTATIVE
AND
CHANGE OF COMPOSITION OF COMMITTEES OF THE BOARD**

RESIGNATION OF EXECUTIVE DIRECTOR AND CHAIRMAN

The Board announces that Mr. Chao has resigned from the posts of the executive Director and the Chairman with effect from 30 April 2015.

APPOINTMENT OF CHAIRMAN

The Board announces that Mr. Fung has been appointed as the Chairman with effect from 30 April 2015.

CHANGE OF AUTHORISED REPRESENTATIVE

Following the resignation of Mr. Chao as the executive Director, he will automatically cease to be the Authorised Representative to the Stock Exchange. Mr. Lam has been appointed as the Authorised Representative to the Stock Exchange with effect from 30 April 2015.

CHANGE OF COMPOSITION OF COMMITTEES OF THE BOARD

Upon Mr. Chao's resignation mentioned above, Mr. Chao shall cease to be the chairman of the Nomination Committee and member of the Remuneration Committee. Mr. Fung has been appointed as the chairman of the Nomination Committee and member of the Remuneration Committee with effect from 30 April 2015.

RESIGNATION OF EXECUTIVE DIRECTOR AND CHAIRMAN

The board (the “**Board**”) of directors (the “**Directors**”) of Sino Haijing Holdings Limited (the “**Company**”) announces that Mr. Chao Pang Fei (“**Mr. Chao**”) has resigned from the posts of the executive Director and chairman of the Board (the “**Chairman**”) due to health reasons with effect from 30 April 2015.

Mr. Chao has confirmed that he has no claim against the Company in respect of his resignation; he has no disagreement with the Board; and there is no other matters in relation to his resignation that should be brought to the attention of The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) and the shareholders of the Company.

APPOINTMENT OF CHAIRMAN

The Board is pleased to announce that Mr. Fung Wah Bong Peter (“**Mr. Fung**”), a non-executive Director, has been appointed as the Chairman with effect from 30 April 2015.

CHANGE OF AUTHORISED REPRESENTATIVE

Following the resignation of Mr. Chao as an executive Director, he will automatically cease to be the authorised representative of the Company (the “**Authorised Representative**”) to the Stock Exchange under Rule 3.05 of the Rules Governing the Listing of the Securities on the Stock Exchange. Mr. Lam Wai Hung (“**Mr. Lam**”), an executive Director, has been appointed as the Authorised Representative to the Stock Exchange with effect from 30 April 2015.

CHANGE OF COMMITTEE MEMBERS OF THE BOARD

Following the resignation of Mr. Chao as mentioned above, Mr. Chao has resigned as the chairman of the Nomination Committee and member of the Remuneration Committee. The Board announces that Mr. Fung has been appointed as the chairman of the Nomination Committee and member of the Remuneration Committee with effect from 30 April 2015.

Upon the above changes:

- (1) the Audit Committee comprises of three independent non-executive Directors, namely Mr. Hong Jianhua, Mr. Pang Hong and Mr. Foo Tin Chung Victor (“**Mr. Foo**”), of whom Mr. Foo is the chairman;
- (2) the Nomination Committee comprises of three independent non-executive Directors, namely Mr. Hong Jianhua, Mr. Pang Hong and Mr. Foo; one non-executive Director, namely Mr. Fung; and one executive Director, namely Ms. Hui Hongyan, of whom Mr. Fung is the chairman; and
- (3) the Remuneration Committee comprises of three independent non-executive Directors, namely Mr. Hong Jianhua, Mr. Pang Hong and Mr. Foo; one non-executive Director, namely Mr. Fung; and one executive Director, namely Ms. Hui Hongyan, of whom Mr. Foo is the chairman.

The Board would like to take this opportunity to express its sincere gratitude to Mr. Chao for his contributions towards the Company during their tenure of office and to extend its warm welcome to Mr. Fung and Mr. Lam in respect of their new positions.

By order of the Board
Sino Haijing Holdings Limited
Fung Wah Bong Peter
Chairman

Hong Kong, 30 April 2015

As at the date of this announcement, the Board comprises of Ms. Hui Hongyan (executive Director), Ms. Szeto Wai Ling Virginia (executive Director), Mr. Lam Wai Hung (executive Director), Mr. Fung Wah Bong Peter (non-executive Director), Mr. Hong Jianhua (independent non-executive Director), Mr. Pang Hong (independent non-executive Director) and Mr. Foo Tin Chung Victor (independent non-executive Director).

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