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## ORIENT VICTORY CHINA HOLDINGS LIMITED

### 東勝中國控股有限公司

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 265)**

## CHANGE OF DIRECTORS

The Board is pleased to announce that:

- (1) Mr. Li Yankuan has been appointed as a Non-executive Director and a member of the Audit Committee of the Company with effective from 18 February 2015; and
- (2) Mr. Zhou Jiangyong has resigned as a Non-executive Director and a member of the Audit Committee of the Company with effect from 18 February 2015.

## APPOINTMENT OF NEW NON-EXECUTIVE DIRECTOR

The board (“**Board**”) of directors (“**Directors**”) of Orient Victory China Holdings Limited (“**Company**”) is pleased to announce that Mr. Li Yankuan (“**Mr. Li**”) has been appointed as a Non-executive Director of the Company and a member of the audit committee of the Company (“**Audit Committee**”) with effect from 18 February 2015.

Mr. Li Yankuan, aged 41, graduated from the Civil Engineering Department of Hebei Engineering and Technical College in 1996, majoring in Building Decoration Engineering. He received his Intermediate Professional Title in 2007. Mr. Li served in different positions in Shijiazhuang Orient Victory Investment Group Limited\* 石家莊市東勝投資集團有限公司 (“**Orient Victory Group**”), a company controlled by Mr. Shi Baodong, the chairman of the Company, including cost control manager, deputy general manager of its project company, general manager of its subsidiary and vice president. He has enormous theoretical knowledge of and practical experience in real estate operation and management, and is an expert in the field of cost control, project management, planning and design, etc. He is currently an executive president of Orient Victory Group, in charge of its daily operations.

Mr. Li’s appointment takes effect from 18 February 2015 for a term of three year and is subject to retirement by rotation and re-election at the annual general meeting in accordance with the Company’s articles of association. Mr. Li is entitled to receive an annual director’s fee of HK\$20,000 which is determined by the Board with reference to his qualification and experience, responsibilities to be undertaken, the Company’s remuneration policies and the prevailing market conditions.

To the best knowledge of the directors of the Company, and saved as disclosed above, (i) Mr. Li has not held any other directorships in any public companies the securities of which are listed on any securities market in Hong Kong or overseas in the past three years; (ii) Mr. Li has not held any other positions in the Company and other members of the Company's group; and (iii) Mr. Li does not have any relationship with any directors, senior management, substantial shareholders or controlling shareholders of the Company.

As at the date of this announcement, Mr. Li does not have, and is not deemed to have, any interests in the shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the laws of Hong Kong).

Save as disclosed above, Mr. Li has confirmed that there are no other matters that need to be brought to the attention of shareholders in connection with his appointment and there is no other information that should be disclosed pursuant to Rule 13.51(2)(h) to (v) of the Rules Governing the Listing of Securities on the Stock Exchange.

The Board would like to take this opportunity to welcome Mr. Li for joining the Board as a Non-executive Director of the Company.

## **RESIGNATION OF NON-EXECUTIVE DIRECTOR**

The Board announces that Mr. Zhou Jiangyong ("**Mr. Zhou**") has resigned as a non-executive director and a member of the Audit Committee with effect from 18 February 2015 as he would like to focus more time on the business of Orient Victory Group which he acts as the chairman's assistant in the People's Republic of China and new projects.

Mr. Zhou confirms that there is no disagreement between himself and the Board and that there are no matters that need to be brought to the attention of the shareholders of the Company in relation to his resignation. The Board has approved Mr. Zhou's resignation with effect from 18 February 2015. The Board takes this opportunity to thank Mr. Zhou for his efforts and valuable contributions to the Company during the tenure of his office.

By order of the Board  
**Orient Victory China Holdings Limited**  
**Ip Pui Sum**  
*Company Secretary*

Hong Kong, 18 February 2015

*As at the date hereof, the Board comprises three executive Directors, being Mr. Shi Baodong, Mr. Wang Jianhua and Ms. Xu Yongmei, one non-executive Director, being Mr. Li Yankuan, and three independent non-executive Directors, being Mr. Dong Xiaojie, Mr. He Qi and Mr. Law Wang Chak, Waltery.*

\* *for identification purpose only*