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POU SHENG INTERNATIONAL (HOLDINGS) LIMITED

寶勝國際（控股）有限公司

(Incorporated in Bermuda with limited liability)

(Stock Code: 3813)

**RESIGNATION AND APPOINTMENT OF INDEPENDENT
NON-EXECUTIVE DIRECTOR AND CHANGES IN MEMBER OF
THE AUDIT COMMITTEE AND THE NOMINATION COMMITTEE**

The Board announces that:

- Mr. Shan Xue has tendered his resignation as an independent non-executive director of the Company and a member of each of the audit committee and the nomination committee of the Board with effect from 30 September 2018.
- Mr. Feng Lei Ming has been appointed as an independent non-executive director of the Company and a member of each of the audit committee and the nomination committee of the Board with effect from 30 September 2018.

**RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTOR AND
MEMBER OF THE AUDIT COMMITTEE AND THE NOMINATION
COMMITTEE**

The board of directors of Pou Sheng International (Holdings) Limited (the “Company” and the “Board”, respectively) announces that Mr. Shan Xue (“Mr. Shan”) has tendered his resignation as an independent non-executive director of the Company and a member of each of the audit committee and the nomination committee of the Board with effect from 30 September 2018 due to his other business commitments.

Mr. Shan has 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.

The Board would like to express its gratitude and appreciation to Mr. Shan for his valuable contribution to the Company during his tenure of service.

APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR AND MEMBER OF THE AUDIT COMMITTEE AND THE NOMINATION COMMITTEE

The Board is pleased to announce that Mr. Feng Lei Ming (“Mr. Feng”) has been appointed as an independent non-executive director of the Company and a member of each of the audit committee and the nomination committee of the Board with effect from 30 September 2018.

Mr. Feng, aged 60, holds a Master of Business Administration degree granted by the University of Memphis in Tennessee of the United States. Mr. Feng has extensive experience in the Hong Kong securities industry. He is currently the managing director of Pro-Health (China) Co., Ltd., a director and the legal representative of Pro-Health (Beijing) Biotech Co., Ltd., a vice-president of Beijing Association of Taiwan Investment Enterprises and a responsible officer of Ablelink Capital Limited. He was an independent non-executive director of Symphony Holdings Limited, a company listed on The Stock Exchange of Hong Kong Limited (the “Stock Exchange”) (Stock Code: 01223).

As at the date of this announcement and save as disclosed above, Mr. Feng (1) did not hold any other directorship in other listed public companies in the past three years; (2) does not have any other relationship with any other director, senior management or substantial or controlling shareholder of the Company; (3) is not interested or deemed to be interested in any shares or underlying shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance; and (4) does not hold any other position with the Company or any of its subsidiaries.

Mr. Feng will hold office until the first general meeting after his appointment and be subject to re-election at such meeting; and thereafter will be subject to retirement by rotation and re-election at the Company’s annual general meeting in accordance with the bye-laws of the Company. An appointment letter has been entered into between the Company and Mr. Feng on 28 September 2018 for a term of three years with effect from 30 September 2018. Pursuant to the appointment letter, Mr. Feng is entitled to (1) a director’s fee of HK\$300,000 (equivalent to approximately RMB247,000) per annum; and (2) participate in the Company’s, its subsidiary’s or its holding company’s share option, share award or other equity award or subscription scheme which may be adopted from time to time, which are determined by the Board with reference to his responsibilities and prevailing market practices.

Save as disclosed in this announcement, there is no other information required to be disclosed pursuant to any of the requirements of rules 13.51(2)(h) to 13.51(2)(v) of the Rules Governing the Listing of Securities on the Stock Exchange and there are no other matters that need to be brought to the attention of the shareholders of the Company in relation to this appointment.

The Board would like to express its warmest welcome to Mr. Feng for joining the Board.

For the purpose of this announcement, amount denominated in HK\$ has been translated into RMB at an exchange rate of HK\$1: RMB0.8243. No representation is made that any amounts in HK\$ and RMB can be or could have been converted at the relevant date at the above rate or at any other rates at all.

By Order of the Board
Wu, Pan-Tsu
Chairman

Hong Kong, 28 September 2018

As at the date of this announcement, the Board comprises:

Executive Directors

Mr. Wu, Pan-Tsu (Chairman) and Mr. Lee, Shao-Wu (Chief Executive Officer)

Non-executive Directors

Ms. Tsai Patty, Pei Chun and Mr. Li I-nan

Independent Non-executive Directors

Mr. Chen, Huan-Chung, Mr. Hsieh, Wuei-Jung and Mr. Shan Xue

Website: www.pousheng.com