

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.



POU SHENG INTERNATIONAL (HOLDINGS) LIMITED

寶勝國際（控股）有限公司

(Incorporated in Bermuda with limited liability)

(Stock Code: 3813)

**(1) RESIGNATION OF NON-EXECUTIVE DIRECTOR
AND
(2) CHANGE OF CHAIRMAN OF THE BOARD AND THE NOMINATION
COMMITTEE**

The Board announces the following matters:

- (1) Mr. Tsai David, Nai Fung has tendered his resignation as a non-executive director of the Company with effect from the conclusion of a Board meeting held on 12 August 2016 due to retirement. Upon his resignation, Mr. Tsai will cease to be the chairman of the Board and the Nomination Committee; and
- (2) Mr. Wu, Pan-Tsu, an executive director of the Company, has been appointed as the chairman of the Board and the Nomination Committee, with effect from the conclusion of a Board meeting held on 12 August 2016.

The board of directors of Pou Sheng International (Holdings) Limited (the “Company” and the “Board”, respectively) announces the matters below.

RESIGNATION OF NON-EXECUTIVE DIRECTOR

Mr. Tsai David, Nai Fung (“Mr. Tsai”) has tendered his resignation as a non-executive director of the Company with effect from the conclusion of a Board meeting held on 12 August 2016 due to retirement. Upon his resignation, Mr. Tsai will cease to be the chairman of the Board and the nomination committee of the Company (the “Nomination Committee”).

Mr. Tsai confirms that there is no disagreement with the Board and there is no other matter that needs to be brought to the attention of the shareholders of the Company in relation to his resignation.

The Board would like to express its gratitude to Mr. Tsai for his support, devotion and invaluable contribution to the Company during his tenure of service.

CHANGE OF CHAIRMAN OF THE BOARD AND THE NOMINATION COMMITTEE

Mr. Wu, Pan-Tsu (“Mr. Wu”), an executive director of the Company, has been appointed as the chairman of the Board and the Nomination Committee, with effect from the conclusion of a Board meeting held on 12 August 2016 in place of Mr. Tsai.

Mr. Wu, aged 64, has been an executive director of the Company since April 2012 and was the acting chief executive officer during the period from April to August 2012. He is a director of various subsidiaries and a joint venture of the Company. Mr. Wu graduated from Tamkang University, Taiwan with a Bachelor’s degree in Banking and Insurance and started his career at Bank of America Taipei Branch after he retired from military service in 1978. He later worked in ABN-AMRO Bank, Chase Manhattan Bank and BNP PARIBAS in various managerial positions. In 2000, Mr. Wu was invited to join Taishin Financial Holding Co. Ltd. in a position specializing in corporate banking. After serving in the financial services industry for about 25 years, Mr. Wu joined Pou Chen Corporation in 2003 and currently serves as executive vice president in charge of finance and investment strategies and daily operations. He is a director of Kleine Developments Ltd. and Elitegroup Computer Systems Co., Ltd. (shares of which are listed on TSEC). Mr. Wu was a director of First Sino Bank in Shanghai, China. Save as disclosed above, he did not hold any directorship in other listed public companies in the past three years up to the date of this announcement.

Save as disclosed above, he does not have any relationship with any other directors, senior management, substantial shareholders, or controlling shareholders of the Company. As at the date of this announcement, Mr. Wu was 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.

Under the supplemental service agreement dated 9 April 2015, Mr. Wu is not entitled to any salary but shall in consideration for his performance (if and only if so determined by the Board) be entitled to a year-end bonus of an amount to be determined by the Board and decided by a resolution on which a majority in number of the members of the Board. His appointment is subject to retirement by rotation in accordance with the by-laws of the Company and the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited. Either Mr. Wu or the Company may terminate the appointment by giving at least three months’ prior notice in writing.

The Board would like to express its warm welcome to Mr. Wu on his new positions to the Board.

By Order of the Board
Wu, Pan-Tsu
Chairman

Hong Kong, 12 August 2016

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

Executive Directors:

Mr. Wu, Pan-Tsu (Chairman) (after conclusion of a Board meeting held on 12 August 2016) and Mr. Kwan, Heh-Der (Chief Executive Officer)

Non-executive Directors:

Mr. Tsai David, Nai Fung (Chairman) (before conclusion of a Board meeting held on 12 August 2016), 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