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CHIHO-TIANDE GROUP LIMITED

齊合天地集團有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 976)

APPOINTMENT OF DIRECTOR AND CHANGE OF CHAIRMAN OF THE BOARD AND CHANGE OF CHAIRMAN OF THE NOMINATION COMMITTEE

Mr. Tu Jianhua is appointed as an executive Director and the Chairman of the Board with effect from 29 April 2015. In accordance with the respective terms of reference of the Nomination Committee and the Executive Committee of the Company, Mr. Tu will also become the Chairman of the Nomination Committee and a member of the Executive Committee.

Following the appointment of Mr. Tu as an executive Director and the Chairman of the Board, Mr. Fang Ankong will be re-designated as the Vice Chairman of the Board. Mr. Fang will also cease to be the Chairman of the Nomination Committee but will remain to be the Chief Executive Officer of the Company, the Chairman of the Executive Committee and a member of the Nomination Committee.

This announcement is made pursuant to Rule 13.51(2) of the Rules (the “**Listing Rules**”) Governing the Listing of Securities of The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”).

APPOINTMENT OF DIRECTOR, CHANGE OF CHAIRMAN OF THE BOARD AND CHANGE OF CHAIRMAN OF THE NOMINATION COMMITTEE

The board (the “**Board**”) of directors (the “**Directors**”) of Chiho-Tiande Group Limited (the “**Company**”) and together with its subsidiaries, the “**Group**”) is pleased to announce that on 28 April 2015 after the despatch of the circular dated 28 April 2015 in relation to, among other things, the connected transaction relating to the subscription of shares under specific mandate and application for whitewash waiver, Mr. Tu Jianhua (“**Mr. Tu**”) is appointed as an executive Director and the Chairman of the Board with effect

from 29 April 2015. In accordance with the respective terms of reference of the nomination committee (the “**Nomination Committee**”) and the executive committee (the “**Executive Committee**”) of the Company, Mr. Tu will also become the Chairman of the Nomination Committee and a member of the Executive Committee.

The biographical information of Mr. Tu is set out below:

Mr. Tu Jianhua, aged 52, has been the chairman of the board of Loncin Holdings Co., Ltd. (隆鑫控股有限公司) in the period from December 2002 to June 2010 and since February 2013, and the chairman of USUM Investment Group Limited since April 2014. He served as the chairman of the board of Loncin Group Co., Ltd. (隆鑫集團有限公司) since 1996 to November 2013. He served as the general manager of Chongqing Loncin Gasoline Engine Company (Sino-American Joint Venture) (中美合資重慶隆鑫汽油機公司), a company used to be controlled by Mr. Tu during its existence, from 1995 to 1996, and served as the chairman of Chongqing Loncin Transportation and Machinery Factory (重慶隆鑫交通機械廠), a company used to be controlled by Mr. Tu during its existence, from 1993 to 1995. He served as the chairman of Chongqing City Jiulongpo District Loncin Metal Factory (重慶市九龍坡區隆鑫金屬廠), a company used to be controlled by Mr. Tu during its existence, from 1991 to 1993 and the factory director of Chongqing Cinhua Metals Factory (重慶鑫華金屬製品廠), from 1983 to 1990. Mr. Tu graduated from the Economic Management (經濟管理專業) of the Open College in Chongqing City Municipal Party School (重慶市委黨校函授學院) in December 1998.

Mr. Tu previously acted as the deputy to the 11th National People’s Congress, the deputy to the Second and Third Chongqing Municipal People’s Congress. He currently serves as the deputy to the 12th National People’s Congress and to the Fourth Chongqing Municipal People’s Congress, and the member of the Finance Committee of the Fourth Chongqing City Municipal People’s Congress, the Executive Committee Member of All-China Federation of Industry & Commerce (全國工商聯), the vice president of Chongqing City Industry and Commerce Federation (重慶市工商聯), the vice president of Chongqing City Charity Federation (重慶市慈善總會) and the vice president of Chongqing City Enterprises Confederation (重慶市企業聯合會).

Mr. Tu is a non-executive director of Hanhua Financial Holding Co., Ltd., a company whose shares are listed on the Main Board of the Stock Exchange (stock code: 3903), and a director of Loncin Motor Co., Ltd., a company whose shares are listed on the Shanghai Stock Exchange (stock code: 603766).

The Company entered into a service contract with Mr. Tu for a term of three years commencing from 29 April 2015. Mr. Tu is subject to retirement by rotation and election at the annual general meeting of the Company in accordance with the articles of association of the Company. He is entitled to an annual salary of HK\$1,280,000 and also a discretionary bonus provided that the total amount of bonus together with the total salary and benefits to be paid to all the executive Directors in each year ending December 31 shall not exceed 5% of the audited consolidated net profit after taxation but before extraordinary items of the Group for the relevant year (and before deducting such discretionary bonus, salary and benefits). His overall remuneration package was determined by the Board based on the recommendations of the Remuneration Committee and the Nomination Committee, with reference to his duties and responsibilities with the Company and the market rate of his position.

Mr. Tu 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. Tu is deemed to be interested in 509,500,000 shares of HK\$0.01 each in the share capital of the Company within the meaning of the Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) through his controlled corporations.

Save as disclosed in this announcement, the Board is not aware of any other matters that need to be brought to the attention of the shareholders of the Company and there is no other information required to be disclosed pursuant to Rules 13.51(2)(h) to 13.51(2)(v) of the Listing Rules in relation to the appointment of Mr. Tu as an executive Director and the Chairman of the Board.

Following the appointment of Mr. Tu as an executive Director and the Chairman of the Board, Mr. Fang Ankong (“**Mr. Fang**”), an executive Director and the Chairman of the Board immediately prior to such appointment, will be re-designated as the Vice Chairman of the Board. Mr. Fang will also cease to be the Chairman of the Nomination Committee but will remain to be the Chief Executive Officer of the Company, the Chairman of the Executive Committee and a member of the Nomination Committee.

The Board wishes to express its warm welcome to Mr. Tu on his appointment.

By Order of the Board
Chiho-Tiande Group Limited
Fang Ankong
Chairman

Hong Kong, 28 April 2015

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

Executive Directors: Fang Ankong, Gu Liyong

Independent Non-Executive Directors: Loke Yu, Zhang Jingdong, Zhu Dajian