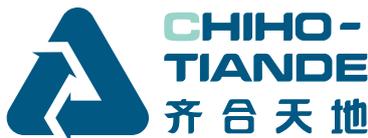


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CHIHO-TIANDE GROUP LIMITED

齊合天地集團有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 976)

(1) CHANGE OF EXECUTIVE DIRECTOR AND MEMBER OF EXECUTIVE COMMITTEE AND STRATEGY AND INVESTMENT COMMITTEE,

(2) CHANGE OF CHIEF EXECUTIVE OFFICER

AND

(3) CHANGE OF AUTHORISED REPRESENTATIVE

The Board announces that:

- (i) Mr. Zhang Jun has been appointed as Chief Executive Officer, Executive Director and member of the Executive Committee and Strategy and Investment Committee of the Company;
- (ii) Mr. Meng Yi has tendered his resignation as Executive Director and member of the Executive Committee and Strategy and Investment Committee of the Company;
- (iii) Mr. Tu Jianhua has ceased to be the Chief Executive Officer of the Company but shall remain as the Chairman and an Executive Director of the Company; and
- (iv) Mr. Tu Jianhua has been appointed as the authorised representative of the Company in place of Mr. Meng Yi,

with effect from 1 April 2016.

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

APPOINTMENT OF CHIEF EXECUTIVE OFFICER, EXECUTIVE DIRECTOR AND MEMBER OF EXECUTIVE COMMITTEE AND STRATEGY AND INVESTMENT COMMITTEE

The board (the “**Board**”) of directors (the “**Directors**”) of Chiho-Tiande Group Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) is pleased to announce that Mr. Zhang Jun (“**Mr. Zhang**”) has been appointed as Chief Executive Officer of the Company (“**CEO**”), Executive Director and a member of the Executive Committee and Strategy and Investment Committee of the Company with effect from 1 April 2016.

Set out below is the biographical information of Mr. Zhang as well as other information in relation to his appointment.

Mr. Zhang Jun, aged 49, was the secretary of Party Working Committee and deputy director of the raw materials department of Chongqing Iron & Steel Company Limited (stock code: 1053) from July 2014 to March 2016, and was responsible for managing the procurement of certain raw materials. From January 2013 to July 2014, Mr. Zhang was the factory director of a steelworks factory of Chongqing Iron & Steel Company Limited, and was responsible for the preparation, construction, installation, debugging, production and operations of the factory. From February 2009 to January 2013, Mr. Zhang was the general manager and director of Chongqing Tung Wah Special Steel Co., Ltd.* (重慶東華特殊鋼有限責任公司) and was responsible for overall administrative work, with a focus on marketing and finance. From January 2004 to February 2009, Mr. Zhang was the deputy general manager and director of Chongqing Tung Wah Special Steel Co., Ltd.* (重慶東華特殊鋼有限責任公司), and was responsible for production technology and supply related matters. From July 2003 to January 2004, Mr. Zhang was an assistant to general manager and director of the production department of Chongqing Special Steel Group Company* (重慶特殊鋼集團公司). From August 1999 to July 2003, he was the factory director of two steelworks factories of Chongqing Special Steel Group Company* (重慶特殊鋼集團公司). Mr. Zhang possess indepth knowledge to the metal industry and he has over 10 years of experience in managerial roles in this industry.

Mr. Zhang graduated from Chongqing University with a bachelor degree in iron and steel metallurgy in July 1990. He further obtained a certificate as a qualified senior engineer (professional in iron and steel metallurgy) in 2001. In 2011, Mr. Zhang completed an advanced business management course at Tsinghua University School of Economics and Management.

Save as disclosed in this announcement, Mr. Zhang does not hold any positions in the Company or any other members of the Group, nor has he held any directorship in any other listed public company in the last three years preceding the date of his appointment.

Mr. Zhang does not have any relationship with any Directors, senior management, substantial shareholders or controlling shareholders (as defined in the Listing Rules) of the Company and other members of the Group, nor does he have any interests (within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong)) in the shares of the Company as at the date of this announcement.

The Company entered into a service contract with Mr. Zhang for his appointment as CEO, according to which he is entitled to an annual salary of HK\$1,800,000 and fringe benefits of HK\$360,000. He is also entitled to discretionary bonus, provided that the total amount of bonus together with the total salary and benefits to be paid to all Executive Directors and CEO in each year ending 31 December shall not exceed 5% of the audited consolidated net profit after taxation but before extraordinary items of the Group for the relevant financial year (and before deduction of such discretionary bonus, salary and fringe benefits). Mr. Zhang's overall remuneration package was determined by the Board based on the recommendations of the Nomination Committee and the Remuneration Committee of the Company, with reference to his duties and responsibilities with the Company and the market rate of his position as CEO.

The Company also entered into an appointment letter with Mr. Zhang for his appointment as an Executive Director, which shall commence from 1 April 2016. Mr. Zhang is subject to retirement by rotation and election at the annual general meeting of the Company and in accordance with the articles of association of the Company and the Listing Rules. In the event that Mr. Zhang ceases to be CEO, Mr. Zhang shall immediately resign as Executive Director and the Company may immediately terminate his appointment as Executive Director by providing written notice.

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. Zhang as CEO and Executive Director.

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

RESIGNATION OF EXECUTIVE DIRECTOR AND MEMBER OF EXECUTIVE COMMITTEE AND STRATEGY AND INVESTMENT COMMITTEE

The Board also announces that Mr. Meng Yi (“**Mr. Meng**”) has tendered his resignation as an Executive Director and a member of the Executive Committee and Strategy and Investment Committee of the Company with effect from 1 April 2016.

Mr. Meng has resigned due to his desire to devote more time on his personal endeavors. Mr. Meng has confirmed that he has no disagreement with the Board and there is no other matter relating to his resignation that needs to be brought to the attention of the shareholders of the Company or the Stock Exchange.

The Board would like to take this opportunity to express its gratitude to Mr. Meng for his valuable contributions to the Group during his tenure of service.

CHANGE OF CHIEF EXECUTIVE OFFICER

The Board announces that following the appointment of Mr. Zhang as CEO, Mr. Tu Jianhua, an existing Executive Director of the Company, has ceased to be the CEO of the Company with effect from 1 April 2016, but shall remain as the Chairman and an Executive Director of the Company.

CHANGE OF AUTHORISED REPRESENTATIVE

The Board also announces that, following the resignation of Mr. Meng, Mr. Tu Jianhua, an existing Executive Director of the Company, has been appointed as the authorised representative of the Company under Rule 3.05 of the Listing Rules in place of Mr. Meng with effect from 1 April 2016.

By Order of the Board
Chiho-Tiande Group Limited
Tu Jianhua
Chairman

Hong Kong, 1 April 2016

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

Executive Directors: Tu Jianhua, Zhang Mingjie, Zhang Jun

Independent non-executive Directors: Loke Yu, Zhang Jingdong, Zhu Dajian

* *for identification purpose only*