

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.



HAIER HEALTHWISE HOLDINGS LIMITED

海爾智能健康控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 348)

CHANGES OF DIRECTORS, APPOINTMENT OF CO-CHAIRMAN OF THE BOARD AND CHANGES IN COMPOSITION OF BOARD COMMITTEES

RESIGNATION OF DIRECTOR AND/OR MEMBERS OF BOARD COMMITTEES

The board (the “**Board**”) of directors (the “**Director(s)**”) of Haier Healthwise Holdings Limited (the “**Company**”) hereby announces that the following persons have resigned as a Director, and/or members of Board committees with effect from 11 October 2016:

- a) **Ms. Fang Fang** (“**Ms. Fang**”) has resigned as a member of the nomination committee and the remuneration committee of the Company but will continue to serve the Company as an executive Director; and
- b) **Mr. Lai Yun Hung** (“**Mr. Lai**”) has resigned as an independent non-executive Director, a member and the chairman of the audit committee and a member of the nomination committee and the remuneration committee of the Company as he would like to devote more time to his other business commitments.

Ms. Fang has confirmed that she has no disagreement with the Board and there is no matter in respect of her resignation as a member of the nomination committee and the remuneration committee of the Company that needs to be brought to the attention of the shareholders of the Company.

Mr. Lai has confirmed that he has no disagreement with the Board and there is no matter in respect of his resignation as an independent non-executive Director, a member and the chairman of the audit committee, and a member of the nomination committee and the remuneration committee of the Company that needs to be brought to the attention of the shareholders of the Company.

APPOINTMENT OF DIRECTORS, CO-CHAIRMAN OF THE BOARD AND MEMBERS OF BOARD COMMITTEES

The Board is pleased to announce that the following persons have been appointed as the Directors and/or members of Board committees with effect from 11 October 2016:

- a) **Mr. Lei Hong Wai (“Mr. Lei”)** has been appointed as an executive Director, a Co-Chairman of the Board, and a member of the nomination committee and the remuneration committee of the Company;
- b) **Mr. Cheung Kwok Wai Elton (“Mr. Cheung”)** has been appointed as an executive Director of the Company; and
- c) **Mr. Wong Tak Chuen (“Mr. Wong”)** has been appointed as an independent non-executive Director, a member and the chairman of the audit committee, and a member of the nomination committee and the remuneration committee of the Company.

Upon the appointment of Mr. Lei as a Co-Chairman of the Board, Mr. Diao Yunfeng has been re-designated from the position of Chairman to Co-Chairman of the Board with effect from 11 October 2016.

Biographical information of Mr. Lei, Mr. Cheung and Mr. Wong are as follows:

Mr. Lei Hong Wai, aged 48, has over 14 years of extensive experience in corporate management, investment and business development. Mr. Lei is currently the chairman of the board of directors and an executive director of Eternity Investment Limited (“**Eternity**”), a company listed on the Main Board of The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) under stock code: 764. Mr. Lei is also currently the chairman of the board of directors and an executive director of Man Sang International Limited (“**Man Sang**”), a company listed on the Main Board of the Stock Exchange under stock code: 938. During the period from 10 April 2014 to 2 September 2015, Mr. Lei was the chairman of the board of directors and an executive director of Huanxi Media Group Limited (“**Huanxi Media**”), a company listed on the Main Board of the Stock Exchange under stock code: 1003 and formerly known as 21 Holdings Limited. In 2002, Mr. Lei was a director of The Chamber of Hong Kong Listed Companies Limited, which promotes interaction amongst its members which are listed companies in Hong Kong and the People’s Republic of China.

Mr. Lei has entered into a service contract with the Company as a Co-Chairman of the Board and an executive Director for an initial term of three years commencing from 11 October 2016 and the service contract continues thereafter unless and until terminated by either the Company or Mr. Lei giving to the Company not less than two months’ written notice or payment in lieu of notice to determine the same. Mr. Lei is also subject to the general requirement of retirement by rotation of Directors at each annual general meeting of the Company under the articles of association of the Company. Pursuant to the service contract, Mr. Lei is entitled to receive a Director’s fee of HK\$120,000 per annum, which is determined by the Board with reference to his duties and responsibilities with the Company and are subject to review by the remuneration committee of the Company from time to time with reference to the Company’s performance and profitability, as well as remuneration benchmark in the industry and the prevailing market condition.

Save as disclosed above and as at the date of this announcement, Mr. Lei (i) does not hold any other position with the Company or other members of the Company and its subsidiaries (the “**Group**”), (ii) has no relationships with any Directors, senior management or substantial or controlling shareholders (as defined in the Rules Governing the Listing of Securities on the Stock Exchange (the “**Listing Rules**”)) of the Company, and (iii) does not 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) (“**SFO**”).

Save as disclosed above, there is no other matters that need to be brought to the attention of the shareholders of the Company in relation to Mr. Lei’s appointment and there is no information relating to Mr. Lei which is required to be disclosed pursuant to any of the requirements of Rule 13.51(2) of the Listing Rules.

Mr. Cheung Kwok Wai Elton, aged 50, has over 26 years of experience in the area of corporate finance and securities industries. He holds a Master Degree in Accounting and Finance from the University of Lancaster in the United Kingdom. Mr. Cheung is currently an executive director of Eternity and Man Sang.

Mr. Cheung has entered into a service contract with the Company as an executive Director for an initial term of three years commencing from 11 October 2016 and the service contract continues thereafter unless and until terminated by either the Company or Mr. Cheung giving to the Company not less than two months’ written notice or payment in lieu of notice to determine the same. Mr. Cheung is also subject to the general requirement of retirement by rotation of Directors at each annual general meeting of the Company under the articles of association of the Company. Pursuant to the service contract, Mr. Cheung is entitled to receive a Director’s fee of HK\$120,000 per annum, which is determined by the Board with reference to his duties and responsibilities with the Company and are subject to review by the remuneration committee of the Company from time to time with reference to the Company’s performance and profitability, as well as remuneration benchmark in the industry and the prevailing market condition.

Save as disclosed above and as at the date of this announcement, Mr. Cheung (i) does not hold any other position with the Company or other members of the Group, (ii) has no relationships with any Directors, senior management or substantial or controlling shareholders (as defined in the Listing Rules) of the Company, and (iii) does not have any interests in the shares of the Company within the meaning of Part XV of the SFO.

Save as disclosed above, there is no other matters that need to be brought to the attention of the shareholders of the Company in relation to Mr. Cheung’s appointment and there is no information relating to Mr. Cheung which is required to be disclosed pursuant to any of the requirements of Rule 13.51(2) of the Listing Rules.

Mr. Wong Tak Chuen, aged 51, has over 26 years of experience in auditing, financial management, mergers and acquisitions gained from certain senior finance related positions in an international accounting firm in Hong Kong, companies listed in Hong Kong and a company listed in the United States of America. He is currently the chief financial officer and the company secretary of a company listed on the Main Board of the Stock Exchange. He is a fellow member of both the Hong Kong Institute of Certified Public Accountants and the Association of Chartered Certified Accountants in the United Kingdom, as well as a member of the Institute of Chartered Accountants in England and Wales. Mr. Wong is currently an independent non-executive director of Eternity, Huanxi Media and Man Sang.

Mr. Wong is appointed as an independent non-executive Director with effect from 11 October 2016. There is no written service contract entered into between the Company and Mr. Wong. Mr. Wong is not appointed for a specific term but is subject to the general requirement of retirement by rotation of Directors at annual general meeting of the Company under the articles of association of the Company. The Director's fee for Mr. Wong is fixed by the Board at HK\$120,000 per annum with reference to the range of prevailing range of director's fee for independent non-executive directors of listed companies in Hong Kong and is subject to review by the remuneration committee of the Company from time to time.

Save as disclosed above and as at the date of this announcement, Mr. Wong (i) does not hold any other position with the Company or other members of the Group, (ii) has no relationships with any Directors, senior management or substantial or controlling shareholders (as defined in the Listing Rules) of the Company, and (iii) does not have any interests in the shares of the Company within the meaning of Part XV of the SFO.

Mr. Wong has confirmed that he meets the independence criteria as set out in Rule 3.13 of the Listing Rules.

Save as disclosed above, there is no other matters that need to be brought to the attention of the shareholders of the Company in relation to Mr. Wong's appointment and there is no information relating to Mr. Wong which is required to be disclosed pursuant to any of the requirements of Rule 13.51(2) of the Listing Rules.

The Board would like to take this opportunity to express its sincere gratitude to Mr. Lai for his due diligent performance and contributions to the operation and development of the Company during his term of office and to express its warmest welcome to Mr. Lei, Mr. Cheung and Mr. Wong to the Board.

By Order of the Board
Haier Healthwise Holdings Limited
Hu Yebi
Executive Director

Hong Kong, 11 October 2016

As at the date of this announcement, the executive Directors are Mr. Diao Yunfeng (Co-Chairman and Chief Executive), Mr. Lei Hong Wai (Co-Chairman), Mr. Hu Yebi (Vice Chairman), Mr. Cheung Kwok Wai Elton, Mr. Leung Lun, M.H. and Ms. Fang Fang; and the independent non-executive Directors are Dr. Ko Peter, Ping Wah, Mr. Wong Tak Chuen and Mr. Ye Tian Liu.