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## **JIANGNAN GROUP LIMITED**

**江南集團有限公司**

*(incorporated in the Cayman Islands with limited liability)*

**(Stock code: 1366)**

### **APPOINTMENT OF EXECUTIVE DIRECTOR; AND RECONSTITUTION OF THE CORPORATE GOVERNANCE COMMITTEE OF THE COMPANY**

The Board announces that on 1 December 2012, the Board has resolved to appoint Mr. Hao as an executive Director and a member of the corporate governance committee of the Board with effect from 1 December 2012.

#### **APPOINTMENT OF EXECUTIVE DIRECTOR**

The board (“**Board**”) of directors (“**Directors**”) of Jiangnan Group Limited (“**Company**”) is pleased to announce that on 1 December 2012, the Board has resolved to appoint Mr. Hao Minghui (“**Mr. Hao**”) as an executive Director with effect from 1 December 2012.

Mr. Hao, aged 55, completed the advanced study of a business management course (工商管理課程高級進修班) offered by the Business Management Research Centre of the Renmin University of China\* (中國人民大學工商管理研修中心) in August 2002. In December 2003, Mr. Hao was accredited as a senior member of the Chinese Enterprise Operation and Management Talent Bank\* (全國企業經營管理人才庫成員(高級)) by National Talent Service Centre under the Ministry of Human Resources\* (人事部全國人才流動中心). Mr. Hao has also obtained the qualification certificate of international professional manager (國際職業經理人資格證書) issued by the China International Professional Manager Association (中國國際職業經理人協會) and China International Talent Development Centre (中國國際人才開發中心).

From March 1990 to July 1991, Mr. Hao worked as the vice factory director of a cable factory in the People’s Republic of China (“**PRC**”), and was the vice-general manager of a company in the PRC engaging in the manufacturing of wires and cables from August 1991 to October 1999. During November 1999 to November 2001, Mr. Hao had been the vice-general manager and the sales director of a joint venture enterprise in the PRC which was engaged in the wire and cable industry and he had been the general manager of that

enterprise from December 2002 to December 2005, the business chief executive in respect of electricity medium and high voltage cable and high pressure accessories in the PRC of that enterprise from January 2006 to December 2007 and the sales vice president in respect of electricity medium and high voltage cable and high pressure accessories in Greater China and certain Asian countries and regions and the business chief executive of cable accessories company of that enterprise from June 2008 to December 2010.

From January 2011 to September 2012, Mr. Hao worked as the vice-chief engineer of 無錫江南電纜有限公司 (Wuxi Jiangnan Cable Co., Ltd.\*), a wholly-owned subsidiary of the Company. Since September 2012, Mr. Hao has become the general manager of 無錫新蘇能複合材料有限公司 (Wuxi New Suneng Composite Material Co., Ltd.\*), a wholly-owned subsidiary of the Company.

Save as disclosed above, as at the date of this announcement, Mr. Hao did not (i) have any other major appointments and professional qualifications; and (ii) hold any other position with the Company or other members of the Company's group.

As at the date of this announcement, Mr. Hao did not (i) 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); (ii) have any relationship with any other Directors, senior management, substantial or controlling shareholders of the Company; and (iii) hold any directorships in other listed company in the last three years.

Mr. Hao and the Company have entered into a service contract pursuant to which Mr. Hao is appointed as the executive Director of the Company for a fixed term from 1 December 2012 to 19 April 2015. Mr. Hao is entitled to a director fee of RMB360,000 per annum and a discretionary management bonus to be decided by the Board and approved by the remuneration committee of the Company. The remuneration of Mr. Hao was determined by reference to the prevailing market rate, his role and responsibilities. Mr. Hao is subject to retirement by rotation and re-election at the annual general meeting of the Company pursuant to the articles of association of the Company.

Save as disclosed above, there are no other matters about the appointment of Mr. Hao as an executive Director which are required to be disclosed pursuant to paragraph (h) to (v) of Rule 13.51(2) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong, nor are there other matters that need to be brought to the attention of the shareholders of the Company.

The Board would like to take this opportunity to express its warmest welcome to Mr. Hao for his joining to the Board.

**RECONSTITUTION OF THE CORPORATE GOVERNANCE COMMITTEE OF THE COMPANY**

On 1 December 2012, the Board has resolved to appoint Mr. Hao as a member of the corporate governance committee of the Company with effect from 1 December 2012.

On behalf of the Board  
**Jiangnan Group Limited**  
**Rui Fubin**  
*Chairman and chief executive officer*

The People's Republic of China, 1 December 2012

*As at the date of this announcement, the Board comprises five executive directors, namely Mr. Rui Fubin, Mr. Rui Yiping, Ms. Xia Yafang, Mr. Jiang Yongwei and Mr. Hao Minghui; and four independent non-executive directors, namely Mr. He Zhisong Mr. Wu Changshun, Mr. Yang Rongkai and Mr. Poon Yick Pang Philip.*

*\* for identification purposes only*