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中软国际

CHINASOFT INTERNATIONAL LIMITED

中軟國際有限公司*

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 354)

APPOINTMENT OF NON-EXECUTIVE DIRECTOR

The board of directors (the “**Board**”) of Chinasoft International Limited (the “**Company**”) is pleased to announce that Mr. Gao Liangyu (“**Mr. Gao**”) has been appointed as a non-executive director of the Company with effect from 3 July 2017.

Reference is made to the announcement of the Company dated 18 April 2017 (the “**Announcement**”) in relation to, among others, the Subscription. Unless otherwise defined, capitalized terms used herein shall have the same meanings as those defined in the Announcement.

Pursuant to the Subscription Agreement, the Subscriber shall have the right to nominate a nominee to be appointed as a non-executive director to the Board upon completion of the Subscription.

After due and careful consideration, both nomination committee of the Company and the Board are in the view that Mr. Gao, the candidate nominated by the Subscriber, possesses enriched knowledge and experience in the capital market and investment industry, which can contribute to the future development of the Company. Accordingly, the Company is pleased to announce the appointment of Mr. Gao as a non-executive director of the Company with effect from 3 July 2017.

Mr. Gao Liangyu (高良玉), aged 51, has been serving as the chairman of the board of CSOP Asset Management Limited (南方東英資產管理有限公司) since March 2013, engaging in asset management business. Prior to joining CSOP Asset Management Limited, Mr. Gao was previously the deputy general manager at China Southern Fund Management Co., Ltd. (南方基金管理有限公司) in March 1998 and became the general manager of the same company from September 1998 to March 2013, responsible for the management and operation. Mr. Gao acted as the deputy division chief of the Public Offering Supervision Department of the China Securities Regulatory Commission (中國證券監督管理委員會) from March 1993 to March 1998, the section chief of the Finance Management Department of the People’s Bank of China (中國人民銀行) from February 1991 to March 1993, studied in the Postgraduate Department of Financial Research Institute of the People’s Bank of China from September 1988 to February 1991, and an

officer of the Audits Department of Nanjing Agriculture University (南京農業大學) from July 1986 to August 1988. He served as an independent non-executive director of Jutal Offshore Oil Services Limited (巨濤海洋石油服務有限公司), a company listed on the Stock Exchange (stock code: 3303), from 2009 to 2015. Mr. Gao obtained his bachelor's degree in agricultural economics from Nanjing Agricultural University in July 1986.

Mr. Gao has entered into a letter of appointment with the Company and is subject to retirement by rotation and re-election in accordance with the articles of association of the Company. As determined by the Board, Mr. Gao is entitled to an annual director's fee of HK\$300,000, by reference to his background, experience, duties and responsibilities with the Company, remuneration policy of the Company and the prevailing market conditions. His specific term of office is for three years but he will hold office until the next following annual general meeting of the Company at which he will be eligible for re-election. Thereafter, he will be subject to retirement by rotation and re-election pursuant to the articles of association of the Company.

As at the date of this announcement, (i) Mr. Gao did not have any relationship with any Directors, senior management or substantial or controlling shareholders of the Company; (ii) he did not have any interest 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); (iii) he did not hold any other directorships in public companies the securities of which are listed on any securities market in Hong Kong or overseas in the last three years; and (iv) he did not hold other positions with other members of the Group.

Save as disclosed above, there is no other information to be disclosed pursuant to any of the requirements under Rules 13.51(2)(h) to 13.51(2)(v) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited, and there is no other matter that needs to be brought to the attention of the shareholders of the Company relating to the appointment of Mr. Gao.

The Board would like to take this opportunity to welcome Mr. Gao on his new appointment.

By order of the Board
Chinasoft International Limited
Dr. Chen Yuhong
Chairman and Chief Executive Officer

Hong Kong, 3 July 2017

As at the date of this announcement, the Board comprises two executive Directors, namely Dr. Chen Yuhong (Chairman and Chief Executive Officer) and Dr. Tang Zhenming, three non-executive Directors, namely Dr. Zhang Yaqin, Mr. Samuel Thomas Goodner and Mr. Gao Liangyu and three independent non-executive Directors, namely Mr. Zeng Zhijie, Dr. Leung Wing Yin and Dr. Lai Guanrong.

* *For identification purposes only*