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Hydoo 毅德控股

HYDOO INTERNATIONAL HOLDING LIMITED

毅德國際控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1396)

**RESIGNATION AND APPOINTMENT OF
INDEPENDENT NON-EXECUTIVE DIRECTOR**

The Board hereby announces the following resignation and appointment of Independent Non-executive Director:

- (i) Mr. Yang Xianzu has resigned as an Independent Non-executive Director, chairman of the Nomination Committee, a member of the Audit Committee and a member of the Strategic Review Committee with effect from November 23, 2014; and
- (ii) Mr. Zhao Lihua has been appointed as an Independent Non-executive Director, chairman of the Nomination Committee, a member of the Audit Committee and a member of the Strategic Review Committee with effect from November 23, 2014.

**RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTOR,
CHAIRMAN OF NOMINATION COMMITTEE, MEMBER OF AUDIT
COMMITTEE AND MEMBER OF STRATEGIC REVIEW COMMITTEE**

The board (the “**Board**”) of directors (the “**Directors**”) of Hydoo International Holding Limited (the “**Company**”) hereby announces that Mr. Yang Xianzu (“**Mr. Yang**”) (i) has resigned as an independent non-executive director of the Company (the “**Independent Non-executive Director**”), the chairman of the nomination committee of the Company (the “**Nomination Committee**”), a member of the audit committee of the Company (the “**Audit Committee**”) and a member of the strategic review committee of the Company (the “**Strategic Review Committee**”) (as defined in the prospectus of the Company dated October 18, 2013) with effect from November 23, 2014 due to his other personal commitment, and (ii) that all the

outstanding options granted to Mr. Yang pursuant to the Pre-IPO Share Option Scheme (as defined in the Company's 2014 interim report dated August 25, 2014) has been lapsed and will not be exercisable upon the effective date of his resignation.

Mr. Yang has confirmed that there is no disagreement with the Board and there are no matters which need to be brought to the attention of the shareholders of the Company (the “**Shareholders**”) or The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”).

The Board would like to take this opportunity to thank Mr. Yang for his valuable contribution to the Company during his tenure.

APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR, CHAIRMAN OF NOMINATION COMMITTEE, MEMBER OF AUDIT COMMITTEE AND MEMBER OF STRATEGIC REVIEW COMMITTEE

The Board is pleased to announce that Mr. Zhao Lihua (“**Mr. Zhao**”) has been appointed as an Independent Non-executive Director, chairman of the Nomination Committee, a member of the Audit Committee and a member of Strategic Review Committee with effect from November 23, 2014.

Mr. Zhao, aged 72, is currently a professor and a tutor of doctorate candidates of Hunan University (湖南大學). He graduated from Hunan University in 1965 with a bachelor's degree majoring in physics. He was a visiting scholar of the University of Wisconsin-Madison in the United States from August 1979 to August 1981. He was a visiting professor of the University of Hanover in Germany in 1989 and the vice president of Hunan University from March 1992 to March 2000. He served as the chairman of the board of Hebei Huda Technology & Education Development Co., Ltd. (河北湖大科技教育發展股份有限公司) from March 2000 to October 2002 and the chief supervisor of Sinosafe General Insurance Co. Ltd. (華安財產保險股份有限公司) from July 2003 to June 2011.

Mr. Zhao has been an independent non-executive director of China Glass Holdings Limited (中國玻璃控股有限公司) since June 2011, whose shares are listed on the Growth Enterprise Market of the Stock Exchange (stock code: 3300), and an independent non-executive director of China National Building Material Company Limited (中國建材股份有限公司) since October 2014, whose shares are listed on the Growth Enterprise Market of the Stock Exchange (stock code: 3323). He was formerly an independent non-executive director of China Fiberglass Co., Ltd. (中國玻纖股份有限公司) from July 2003 to April 2011, whose shares are listed on the Shanghai Stock Exchange (stock code: 600176).

Save as disclosed above, Mr. Zhao (i) does not have any relationship with any director, senior management or substantial Shareholder or controlling Shareholder of the Company; (ii) is not interested or deemed to be interested in the securities of the Company or its associated companies within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong); (iii) does not hold any other position with the Company or any of its subsidiaries; and (iv) does not hold, and has not held in the past three years, any directorship in other listed public companies.

Mr. Zhao has entered into a letter of appointment with the Company for a term of three year with effect from the date of appointment unless terminated by either party by not less than 14 days' prior written notice. Mr. Zhao's directorship with the Company is subject to retirement by rotation and re-election at annual general meetings of the Company in accordance with the applicable laws and the articles of association of the Company. Mr. Zhao is entitled to receive a director's fee of HK\$300,000 per annum which has been recommended by the remuneration committee of the Company and approved by the Board by reference to his duties and responsibilities with the Company and the prevailing market conditions.

Mr. Zhao has confirmed that he meets the independence criteria set out in Rule 3.13 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "**Listing Rules**").

Save as disclosed above, the Board is not aware of any other matter in relation to the appointment of Mr. Zhao as an Independent Non-executive Director that needs to be brought to the attention of the Shareholders or the Stock Exchange or any information that should be disclosed pursuant to Rules 13.51(2) of the Listing Rules.

The Board would like to take this opportunity to welcome Mr. Zhao to the Company.

By order of the Board
Hydoo International Holding Limited
Wang Jianli
Chairman

Hong Kong, November 23, 2014

As at the date of this announcement, the executive Directors of the Company are Mr. Wang Jianli and Mr. Huang Dehong; the non-executive Director of the Company is Mr. Yuan Bing; and the independent non-executive Directors of the Company are Mr. Zhao Lihua, Mr. Wang Lianzhou and Mr. Lam, Chi Yuen Nelson.