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CIMC | TianDa

CIMC-TianDa Holdings Company Limited

中集天達控股有限公司

(Incorporated in the Cayman Islands with limited liability)
(Stock code: 445)

APPOINTMENT OF DIRECTORS AND RESIGNATION OF DIRECTORS AND A MEMBER OF THE RISK MANAGEMENT COMMITTEE AND CHANGE OF AN AUTHORISED REPRESENTATIVE

APPOINTMENT OF DIRECTORS

The Board is pleased to announce that, with effect from 30 December 2019, Mr. Tao Kuan and Mr. Zeng Han have been appointed as non-executive directors of the Company.

RESIGNATION OF DIRECTORS AND A MEMBER OF THE RISK MANAGEMENT COMMITTEE

The Board also announces that Mr. Luan You Jun has tendered his resignation as an executive director and a member of the risk management committee of the Company and Mr. Robert Johnson has tendered his resignation as a non-executive director of the Company, both with effect from 30 December 2019.

CHANGE OF AN AUTHORISED REPRESENTATIVE

The Board hereby also announces that, with effect from 30 December 2019, Mr. Zheng Zu Hua was appointed to replace Mr. Jiang Qing as an authorized representative of the Company.

APPOINTMENT OF DIRECTORS

The board (the “**Board**”) of directors (the “**Directors**”) of CIMC-TianDa Holdings Company Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) is pleased to announce that, with effect from 30 December 2019, Mr. Tao Kuan (“**Mr. Tao**”) and Mr. Zeng Han (“**Mr. Zeng**”) have been appointed as non-executive directors of the Company.

The biographical details of Mr. Tao and Mr. Zeng are as follows:

Mr. Tao Kuan

Mr. Tao, aged 44, is (i) the General Manager of the Strategic Development Department of China International Marine Containers (Group) Co., Ltd. (“**CIMC**”); (ii) directors of a number of subsidiaries of CIMC including the CIMC Modern Logistics Development Co., Ltd. (中集現代物流發展有限公司), CIMC Modular Building Systems Holding Co., Ltd. (中集模塊化建築投資有限公司) and CIMC Capital Ltd. (中集融資租賃有限公司); and (iii) the General Manager of Shenzhen CIMC Investment Co., Ltd. (深圳市中集投資有限公司). Mr. Tao has over 15 years of working experience in international consulting firms, investment institutions and listed companies with diversified businesses. Mr. Tao obtained a bachelor’s degree in Economics from the Nanjing University in 1997 and a master’s degree in Economics from the Fudan University in 2000.

Save as disclosed, Mr. Tao did not hold any directorship in the last three years in other public companies the securities of which are listed on any securities market in Hong Kong or overseas or any other major appointments or other qualifications as at the date of this announcement.

Mr. Zeng Han

Mr. Zeng, aged 44, is (i) a member of the executive committee of CIMC; (ii) the General Manager of the Financial Management Department and the Financial Informatisation Department; (iii) the Chief Officer of the Financial Informatisation Steering Committee of CIMC; (iv) a non-executive director and a member of the remuneration committee of CIMC Enric Holdings Limited, a company whose shares are listed on the Main Board of the Stock Exchange of Hong Kong Limited (stock code: 3899); and (v) directors of various subsidiaries of CIMC. Mr. Zeng is a certified public accountant in the PRC and has over 20 years of working experience in financial management. Mr. Zeng graduated with a major in Statistics from the Hangzhou Institute of Electrical Engineering in 1996 and obtained a master’s degree in Management from the Jiangsu University in 1999.

Save as disclosed, Mr. Zeng did not hold any directorship in the last three years in other public companies the securities of which are listed on any securities market in Hong Kong or overseas or any other major appointments or other qualifications as at the date of this announcement.

As at the date of this announcement, each of Mr. Tao and Mr. Zeng has not entered into any service agreement with the Company. Each of Mr. Tao and Mr. Zeng is expected to enter into a service agreement or letter of appointment (as the case may be) with the Company as a non-executive Director in due course, further details of which, including the amount of emoluments, basis of determining the emoluments and length of service, will be announced by the Company as and when appropriate. Until the entering into of a service agreement or letter of appointment (as the case may be) with the Company, each of Mr. Tao and Mr. Zeng will not receive any remuneration for being a non-executive Director.

In accordance with the articles of association of the Company (the “**Articles**”), each of Mr. Tao and

Mr. Zeng shall hold office until the next following annual general meeting of the Company and shall then be eligible for re-election at that meeting. Thereafter, each of Mr. Tao and Mr. Zeng will be subject to retirement at an annual general meeting by rotation at least once every three years and will be eligible for re-election in accordance with the Articles.

As at the date of this announcement, each of Mr. Tao and Mr. Zeng confirms that he does not have any interest in the shares or underlying shares in the Company within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong). Save as disclosed and apart from being employees of CIMC, the controlling shareholder of the Company, each of Mr. Tao and Mr. Zeng further confirms that he does not have any relationship with any directors, senior management, substantial or controlling shareholders of the Company as at the date of this announcement.

Save as disclosed herein, each of Mr. Tao and Mr. Zeng confirms that there are no other matters or information that needs to be brought to the attention of the shareholders nor is there any information that is required to be disclosed by the Company pursuant to any of the requirements under Rule 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 (the “**Listing Rules**”).

The Board would like to extend a warm welcome to Mr. Tao and Mr. Zeng in joining the Board.

RESIGNATION OF DIRECTORS AND A MEMBER OF THE RISK MANAGEMENT COMMITTEE

The Board would like to announce that, with effect from 30 December 2019, Mr. Luan You Jun (“**Mr. Luan**”) resigned as an executive director and a member of the risk management committee of the Company in order to be more involved in the management of the daily operations of the Group. He will continue to serve the Group in various critical senior management positions.

The Board would also like to announce that, with effect from 30 December 2019, Mr. Robert Johnson (“**Mr. Johnson**”) resigned as a non-executive director of the Company in order to pursue his other business commitments.

Each of Mr. Luan and Mr. Johnson have confirmed that he has no disagreement with the Board and there is no matter in relation to his resignation that he considered should be brought to the attention of the shareholders of the Company.

The Board would like to take this opportunity to thank Mr. Luan and Mr. Johnson for their contributions to the Company during their tenure of office.

Upon the resignation of Mr. Luan, with effect from 30 December 2019, the members of the risk management committee of the Company will comprises: Mr. Zheng Zu Hua (Chairman), Mr. Jiang

Xiong, Dr. Loke Yu, Mr. Heng Ja Wei and Mr. Ho Man.

CHANGE OF AN AUTHORISED REPRESENTATIVE

The Board hereby also announces that, with effect from 30 December 2019, Mr. Zheng Zu Hua, being the chief executive officer of the Company and an executive Director, has been appointed to replace Mr. Jiang Qing as an authorized representative of the Company under Rule 3.05 of Listing Rules.

By order of the Board
CIMC-TianDa Holdings Company Limited
Li Ching Wah
Company Secretary

Hong Kong, 30 December 2019

As at the date of this announcement, the Company's Directors are as follows:

<i>Dr. Li Yin Hui</i>	<i>Chairman and Non-executive Director</i>
<i>Mr. Jiang Xiong</i>	<i>Honorary Chairman and Executive Director</i>
<i>Mr. Zheng Zu Hua</i>	<i>Executive Director</i>
<i>Mr. Yu Yu Qun</i>	<i>Non-executive Director</i>
<i>Mr. Tao Kuan</i>	<i>Non-executive Director</i>
<i>Mr. Zeng Han</i>	<i>Non-executive Director</i>
<i>Dr. Loke Yu</i>	<i>Independent non-executive Director</i>
<i>Mr. Heng Ja Wei</i>	<i>Independent non-executive Director</i>
<i>Mr. Ho Man</i>	<i>Independent non-executive Director</i>