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CNQC INTERNATIONAL HOLDINGS LIMITED

青建國際控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 1240)

**APPOINTMENT OF NON-EXECUTIVE DIRECTOR, MEMBER OF AUDIT
COMMITTEE AND STRATEGY AND INVESTMENT COMMITTEE;**

AND

LIST OF DIRECTORS AND THEIR ROLES AND FUNCTIONS

APPOINTMENT OF NON-EXECUTIVE DIRECTOR

The board (the “**Board**”) of directors (the “**Directors**”) of CNQC International Holdings Limited (the “**Company**”) is pleased to announce that Mr. Wang Xianmao (“**Mr. Wang**”) has been appointed as a non-executive Director with effect from 16 January 2017. Biography of Mr. Wang is set out below:

Mr. Wang, aged 45, has more than 20 years of experience in engineering and construction industry. Mr. Wang was the deputy general manager and chief engineer of 青島建設集團股份有限公司阿爾及利亞項目組 (Algeria project team of Qingdao Construction Group Co. Ltd*) in 2002. During the period from 2002 to 2012, Mr. Wang consecutively acted as the vice general manager (from December 2002 to March 2004), deputy general manager (from March 2004 to February 2007) and general manager (from February 2007 to December 2012) of 青島建設集團零零一工程有限公司 (Qingdao Construction Group 001 Engineering Limited*) (Formerly known as “青島零零一工程有限公司 (Qingdao 001 Engineering Limited*)”). Mr. Wang was appointed as the chief executive officer of Guotsing Holding Group Co. Ltd. in December 2016, prior to which he also acted as the vice president (from December 2012 to December 2013), executive president (from December 2013 to November 2015) and deputy vice president (from December 2015 to December 2016) of the Guotsing Holding Group Co. Ltd.

Mr. Wang holds various positions in certain subsidiaries of the Company, he currently serves as a director of CNQC (South Pacific) Holding Pte. Ltd., Qingjian Realty (South Pacific) Group Pte Ltd, Qingjian International (South Pacific) Group Development Co., Pte. Ltd. and Qingdao Construction (Singapore) Pte Ltd., Qingjian Realty (Punggol) Pte. Ltd.

Mr. Wang holds a bachelor's degree in civil engineering from Qingdao University of Technology, the People's Republic of China (the "PRC") and a master's degree in business administration from Nankai University, the PRC. Mr. Wang was qualified as a research associate in engineering application in March 2014. Mr. Wang was also awarded the qualification of 中國一級註冊建造師 (National First-class Registered Architect*) in April 2014.

Mr. Wang was accredited as 青島市優秀企業家 (The Outstanding Entrepreneur in Qingdao*) in December 2014, and was awarded as 青島市勞動模範 (Model worker in Qingdao*) in April 2015. Mr. Wang was also a director of 中非民間商會第二屆理事會 (the 2nd board of directors of the China-Africa Business Council), the vice president of 中國對外承包工程商會第七屆理事會 (the 7th council of the China International Contractors Association) and the secretary officer of 青島國際工程發展聯盟 (Qingdao International Engineering Development Alliance).

Save as disclosed above, Mr. Wang has not held and did not hold any directorship in other public companies the securities of which are listed on any securities market in Hong Kong or overseas in the last three years or any other position with the Company and other members of the Group or other major appointments and professional qualifications.

Save as disclosed above, Mr. Wang does not have any relationship with any other Directors, senior management or substantial or controlling shareholders of the Company.

Mr. Wang has entered into a director's service agreement with the Company as a non-executive Director for a term of three years commencing from 16 January 2017, which may be terminated by either the Company or Mr. Wang by giving three months' written notice or otherwise in accordance with the terms of the director's service agreement. Mr. Wang's appointment as a non-executive Director is subject to re-election at the forthcoming annual general meeting of the Company and the rotation requirements as set out in the articles of association of the Company.

Under the service agreement entered into between the Company and Mr. Wang, Mr. Wang is entitled to an annual remuneration of HK\$240,000, which was determined having considered the experience, duties and responsibilities of Mr. Wang and the prevailing market rate of companies of comparable size and similar operation. Apart from the remuneration under the aforesaid service agreement, Mr. Wang is also entitled to an annual remuneration of SG\$240,000 as a director of CNQC (South Pacific) Holding Pte. Ltd., a subsidiary of the Company.

As at the date of this announcement, Mr. Wang holds 152,500 shares of the Company. Mr. Wang is also interested in 3,045,993 convertible preference shares of the Company pursuant to the management share scheme of the Company which became effective on 15 October 2015. Mr. Wang also holds 11.67% of interests in Sun East Development Limited, which holds 80% of interests in Sino Concord Ventures Limited, and Sino Concord Ventures Limited in turn holds 100,000,000 shares of the Company.

Save as disclosed above, Mr. Wang has no other interests in any shares, underlying shares or debentures of the Company or its associated corporations (as defined under Part XV of the Securities and Futures Ordinance (Cap. 571, Laws of Hong Kong (“SFO”)) required to be disclosed pursuant to the SFO.

Save as disclosed above, the Company considers that in relation to the appointment of Mr. Wang as a non-executive Director, there is no information which is required to be disclosed pursuant to Rule 13.51(2)(h) to (v) of the Listing Rules, and there is no other matter which needs to be brought to the attention of the Shareholders.

The Board would like to take this opportunity to welcome Mr. Wang for joining the Board.

APPOINTMENT OF MEMBER OF AUDIT COMMITTEE AND STRATEGY AND INVESTMENT COMMITTEE

The Board further announces that Mr. Wang has been appointed as the member of the audit committee of the Company and the strategy and investment committee of the Company, with effect from 16 January 2017.

LIST OF DIRECTORS AND THEIR ROLES AND FUNCTIONS

With effect from 16 January 2017, the members of the Board and the membership of the four Board committees of the Company are as follows:

Chairman and Executive Director

Mr. Cheng Wing On, Michael

Executive Director and Chief Executive Officer

Mr. Wang Congyuan

Executive Directors

Mr. Zhang Yuqiang

Mr. Ho Chi Ling

Mr. Wang Linxuan

Non-executive Directors

Mr. Zhang Zhihua

Dr. Sun Huiye

Mr. Wang Xianmao

Independent non-executive Directors

Mr. Chuck Winston Calptor

Mr. Ching Kwok Hoo, Pedro

Mr. Tam Tak Kei, Raymond

Mr. Chan Kok Chung, Johnny

There are 4 Board committees. The table below provides membership information of these committees on which each Board member serves.

Board Committee Directors	Audit Committee	Nomination Committee	Remuneration Committee	Strategy and Investment Committee
Mr. Cheng Wing On, Michael		Chairman		Chairman
Mr. Wang Congyuan			Member	Member
Mr. Zhang Yuqiang			Member	Member
Mr. Ho Chi Ling				Member
Mr. Wang Linxuan				Member
Mr. Zhang Zhihua	Member			Member
Dr. Sun Huiye		Member		Member
Mr. Wang Xianmao	Member			Member
Mr. Chuck Winston Calptor	Member		Chairman	
Mr. Ching Kwok Hoo, Pedro	Member	Member	Member	
Mr. Tam Tak Kei, Raymond	Chairman	Member		
Mr. Chan Kok Chung, Johnny	Member	Member	Member	Member

By Order of the Board
CNQC International Holdings Limited
Mr. Cheng Wing On, Michael
Chairman

Hong Kong, 16 January 2017

As at the date of this announcement, the Board comprises (i) five executive Directors, namely Mr. Cheng Wing On, Michael (Chairman), Mr. Wang Congyuan, Mr. Ho Chi Ling, Mr. Zhang Yuqiang and Mr. Wang Linxuan; (ii) three non-executive Directors, namely Mr. Zhang Zhihua, Dr. Sun Huiye and Mr. Wang Xianmao; and (iii) four independent non-executive Directors, namely Mr. Chuck Winston Calptor, Mr. Ching Kwok Hoo, Pedro, Mr. Tam Tak Kei, Raymond and Mr. Chan Kok Chung, Johnny

** For identification purpose only*