



MINTH GROUP LIMITED

敏實集團有限公司

(incorporated in the Cayman Islands with limited liability)

(Stock Code: 425)

APPOINTMENT AND RESIGNATION OF DIRECTOR AND CHAIRMAN OF THE AUDIT COMMITTEE

The board of directors (the “Board”) of Minth Group Limited (the “Company”) announces that effective from 1 January 2009, Mr. Wu Fred Fong will be appointed as an independent non-executive director and chairman of the audit committee of the Company. Mr. Heng Kwoo Seng has resigned with effect from 1 January 2009 as an independent non-executive director and chairman of the audit committee of the Company in order to focus on his other business commitments.

RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTOR AND CHAIRMAN OF THE AUDIT COMMITTEE

Mr. Heng Kwoo Seng (“Mr. Heng”) has resigned as an independent non-executive director and chairman of the audit committee of the Company with effect from 1 January 2009 in order to focus on his other business commitments. Mr. Heng has confirmed that there is no disagreement with the Board and that there is no matter regarding his resignation that needs to be brought to the attention of the shareholders of the Company.

The Board would like to extend its gratitude to Mr. Heng for his valuable contributions to the Company in the past years.

APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR AND CHAIRMAN OF THE AUDIT COMMITTEE

The board of directors (the “Board”) of Minth Group Limited (the “Company”) announces that Mr. Wu Fred Fong (“Mr. Wu”) has been appointed as an independent non-executive director and chairman of the audit committee of the Company with effect from 1 January 2009.

Mr. Wu, aged 61, has considerable experience in auditing, corporate planning, corporate finance, investment, consulting and administration with public companies in Canada and Hong Kong. Mr. Wu holds a master degree in business administration in the Schulich School of Business, York University, Canada. Mr. Wu is a Chartered Accountant qualified in Canada and a fellow member of the Hong Kong Institute of Certified Public Accountants. Mr. Wu held the position of executive director in

VODone Limited (formerly, Yanion International Holdings Limited), a public company listed on The Stock Exchange of Hong Kong Limited (the “Stock Exchange”), from the year 2000 until his retirement on 31 January 2008.

Other than the relationship arising from his directorship with the Company and save as disclosed herein, Mr. Wu has not held any directorship in any other public companies listed on any securities market in Hong Kong or overseas in the past three years and he does not have any relationship with any other Directors, senior management, substantial shareholders, controlling shareholders (which have the meanings ascribed to them respectively under the Rules Governing the Listing of Securities on the Stock Exchange (the “Listing Rules”)) of the Company. Mr. Wu has no 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). The Company has entered into a service contract with Mr. Wu for a term expiring on 31 December 2009 under which Mr. Wu will receive approximately HK\$150,000 per year as director’s fee for his services to be provided to the Company. The director’s fee is determined by reference to the prevailing market price and the Company’s remuneration policy. There is no other matter that should be brought to the attention of the Shareholders with respect to Mr. Wu’s appointment pursuant to Rule 13.51(2) of the Listing Rules.

By order of the Board
Loke Yu
Company Secretary

Hong Kong, 29 December 2008

As at the date of this announcement, the Board comprises Mr. Chin Jong Hwa, Mr. Shi Jian Hui, Mr. Mu Wei Zhong and Mr. Zhao Feng being executive Directors, Mr. Mikio Natsume, Mr. Tokio Kurita, and Ms. Yu Zheng, being non-executive Directors, Mr. Heng Kwoo Seng, Dr. Wang Ching and Mr. Zhang Liren being independent non-executive Directors.