

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.



World Wide Touch Technology (Holdings) Limited

世達科技(控股)有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1282)

COMPLETION OF SHARE SUBSCRIPTION CHANGE OF DIRECTORS AND AUTHORISED REPRESENTATIVES

References are made to the announcement of the Company dated 4 June 2015 and the Circular in relation to, among other things, the Share Subscription. Unless otherwise stated herein, capitalized terms used herein shall have the same meanings as those defined in the Circular.

COMPLETION OF THE SHARE SUBSCRIPTION

The Board is pleased to announce that all the conditions to the Subscription Agreement have been fulfilled and Completion took place on 3 August 2015.

CHANGE OF DIRECTORS AND AUTHORISED REPRESENTATIVES

The Board announces that:

- (1) Mr. Wong Kwok Fong has resigned as an executive Director, the chief executive officer of the Company, the chairman of the Board, the chairman of each of the nomination committee and strategic intellectual property and technology committee, a member of the remuneration committee of the Board and an authorised representative of the Company for the purpose of Rule 3.05 of the Listing Rules and for accepting service of process and notice on behalf of the Company under Part 16 of the Companies Ordinance with effect from 3 August 2015, and he has been designated as the chief technology officer of the Company;
- (2) Ms. Ching Pui Yi has resigned as an executive Director and chief operating officer of the Company with effect from 3 August 2015, and she has been designated as the operation director of the Company;

- (3) Mr. Tan Hui Kiat has resigned as an executive Director, the corporate affairs officer and a member of strategic intellectual property and technology committee with effect from 3 August 2015, and he has been designated as the project management director of the Company;
- (4) Mr. Yao Jianhui has been appointed as an executive Director, the chief executive officer of the Company, the chairman of the Board and the chairman of the nomination committee and strategic intellectual property and technology committee, a member of the remuneration committee of the Board and an authorised representative of the Company for the purpose of Rule 3.05 of the Listing Rules with effect from 3 August 2015;
- (5) Mr. Huang Wei has been appointed as an executive Director with effect from 3 August 2015;
- (6) Mr. Zhang Bowen has been appointed as an executive Director and a member of the strategic intellectual property and technology committee with effect from 3 August 2015;
- (7) Mr. Li Minbin has been appointed as a non-executive Director with effect from 3 August 2015; and
- (8) Ms. Kwok Ling Yee, Pearl Elizabeth, Chief Financial Officer and Company Secretary, has been appointed as an authorised representative of the Company for accepting service of process and notice on behalf of the Company under Part 16 of the Companies Ordinance with effect from 3 August 2015.

References are made to the announcement of the Company dated 4 June 2015 and the circular of the Company dated 29 June 2015 (the “**Circular**”) in relation to, among other things, the Share Subscription. Unless otherwise stated herein, capitalized terms used herein shall have the same meanings as those defined in the Circular.

COMPLETION OF THE SHARE SUBSCRIPTION

The Board is pleased to announce that all the conditions to the Subscription Agreement have been fulfilled and Completion took place on 3 August 2015.

Effects on shareholding structure of the Company

Immediately after Completion, the Concert Group was interested in 15,612,606,600 Shares, representing approximately 72.48% of the enlarged issued share capital of the Company (assuming the share options granted by the Company have not yet been exercised) and approximately 72.45% of the enlarged issued share capital of the Company (assuming the share options granted by the Company have been exercised in full). The following table illustrates the shareholding structure of the Company (a) immediately before Completion; and (b) immediately after Completion:

Shareholders of the Company	Immediate before Completion		As at the date of this announcement (assuming the share options granted by the Company have not yet been exercised)		Immediately after Completion (assuming the share options granted by the Company have been exercised in full)	
	Number of Shares	%	Number of Shares	%	Number of Shares	%
The First Investor	—	—	10,771,835,600	50.01	10,771,835,600	49.99
The Second Investor	—	—	4,219,560,000	19.59	4,219,560,000	19.58
The Fourth Investor ^(Note 2)	—	—	621,211,000	2.88	621,211,000	2.88
Subtotal of Concert Group	—	—	15,612,606,600	72.48	15,612,606,000	72.45
The Third Investor ^(Note 2)	—	—	833,333,300	3.87	833,333,300	3.87
The Fifth Investor ^(Note 2)	—	—	579,796,000	2.69	579,796,000	2.69
The Sixth Investor ^(Note 2)	—	—	538,484,000	2.50	538,484,000	2.50
The Seventh Investor ^(Note 2)	—	—	528,028,500	2.45	528,028,500	2.45
The Eighth Investor ^(Note 2)	—	—	519,745,700	2.41	519,745,700	2.41
Mr. Wong and Ms. Ching ^(Note 1 and 2)	2,036,826,888	69.59	2,036,826,888	9.46	2,041,746,888	9.47
Mr. Tan Hui Kiat ^(Note 2)	8,036,017	0.27	8,036,017	0.04	8,836,017	0.04
Other public Shareholders ^(Note 3)	882,221,095	30.14	882,221,095	4.10	888,021,095	4.12
	<u>2,927,084,000</u>	<u>100.00</u>	<u>21,539,078,100</u>	<u>100.00</u>	<u>21,550,598,100</u>	<u>100.00</u>

Notes:

1. Immediately prior to Completion, Mr. Wong and Ms. Ching held as to 50% each in the issued share capital of Anglo Solution Limited, which in turn held the entire issued share capital of Soar Plan Holdings Limited. Soar Plan Holdings Limited was the beneficial owner of 1,927,778,827 Shares as at the date of this announcement. Mr. Wong and Ms. Ching also had direct personal interest in 80,348,000 and 28,700,061 Shares in issue, respectively. As Mr. Wong and Ms. Ching are spouse, both Mr. Wong and Ms. Ching were deemed to be interested in an aggregate of 2,036,826,888 Shares, representing approximately 69.59% of the total issued share capital of the Company as at the date of this announcement.
2. Given each of Mr. Wong and, Ms. Ching has resigned as a Director upon Completion, and each of them and each of the Third Investor, the Fourth Investor, the Fifth Investor, the Sixth Investor, the Seventh Investor and the Eighth Investor holds less than 10% shareholding in the Company after the Completion, each of them is considered as a public shareholder for the purpose of the Listing Rules. It was stated in the announcement of the Company dated 4 June 2015 and the Circular that given Mr. Tan Hui Kiat will resign as a Director upon Completion, and he will hold less than 10% shareholding in the Company after Completion, he is considered as a public shareholder. Mr. Tan Hui Kiat has resigned as a Director upon Completion but will remain as director of the subsidiaries of the Company upon Completion. Accordingly, he will still be regarded as a core connected person (as defined in the Listing Rules) of the Company and will not be considered as a public shareholder for the purpose of the Listing Rules.

3. Even though the Fourth Investor is a member of the Concert Group, it is also considered a public shareholder for the purpose of the Listing Rules. For illustration purposes above, the shareholding of the Fourth Investor has not been included in the calculation of the shareholdings of other public Shareholders.

CHANGE OF DIRECTORS AND AUTHORISED REPRESENTATIVES

Resignations of Executive Directors and Other Positions

The Board announces that:

- (1) Mr. Wong Kwok Fong (“**Mr. Wong**”) has resigned as an executive Director, the chief executive officer, the chairman of the Board, the chairman of each of the nomination committee and strategic intellectual property and technology committee, a member of the remuneration committee of the Board and an authorised representative of the Company for the purpose of Rule 3.05 of the Listing Rules and for accepting service of process and notice on behalf of the Company under Part 16 of the Companies Ordinance with effect from 3 August 2015 and he has been designated as the chief technology officer of the Company. The resignations of Mr. Wong for the aforesaid positions will enable him to dedicate more of his time in the technological development of the Group, with a primary focus on the biometric payment business and infrastructure (the “**Biometric Payment Business**”).
- (2) Ms. Ching Pui Yi (“**Ms. Ching**”) has resigned as an executive Director and chief operating officer of the Company with effect from 3 August 2015 and she has been designated as the operation director of the Company. The resignations of Ms. Ching for the aforesaid positions will enable her to devote more of her time to focus on the Group’s operations and management for the Biometric Payment Business.
- (3) Mr. Tan Hui Kiat (“**Mr. Tan**”) has resigned as an executive Director, the corporate affairs officer and a member of strategic intellectual property and technology committee with effect from 3 August 2015, and he has been designated as the project management director of the Company. Mr. Tan will no longer be responsible for the Group’s corporate communications and interface with customers as disclosed in the Circular. The resignations of Mr. Tan for the aforesaid positions will enable him to devote more of his time to assist Ms. Ching in the Group’s operations and management for the Biometric Payment Business.

Each of Mr. Wong, Ms. Ching and Mr. Tan has confirmed that he/she has no disagreement with the Board and there is no matter relating to his/her aforesaid resignations that needs to be brought to the attention of the shareholders of the Company and the Stock Exchange.

The Board would like to express its gratitude to Mr. Wong, Ms. Ching and Mr. Tan for their valuable contribution to the Company during their terms of office in the Company.

Appointment of Directors and Authorised Representatives

The Board is pleased to announce the following appointments of Mr. Yao Jianhui (姚建輝) (“**Mr. Yao**”), Mr. Huang Wei (黃煒) (“**Mr. Huang**”), Mr. Zhang Bowen (張博文) (“**Mr. Zhang**”), Mr. Li Minbin (李敏斌) (“**Mr. Li**”) and Ms. Kwok Ling Yee, Pearl Elizabeth with effect from 3 August 2015.

Mr. Yao

Mr. Yao has been appointed as an executive Director, the chief executive officer of the Company, the chairman of the Board and the chairman of the nomination committee and strategic intellectual property and technology committee, a member of the remuneration committee of the Board and an authorised representative of the Company for the purpose of Rule 3.05 of the Listing Rules with effect from 3 August 2015.

Mr. Yao, aged 43, graduated from South China University of Technology, the People’s Republic of China (the “**PRC**”) with a postgraduate (part-time) diploma in business administration.

Mr. Yao has held senior management positions with a number of enterprises and a listed company across a wide range of industries, including food, construction materials, real estate, commerce, agriculture and forestry, logistics, technology and finance. From April 1995 to February 2002, he served as the general manager of 深圳市鉅華投資發展有限公司 (now known as 萊華商置有限公司) (Shenzhen Juhua Investment and Development Co., Ltd*, now known as Laihua Commercial Property Co., Ltd*), a company principally engaged in the production of agricultural products, construction materials and real estate business. From March 2002 to March 2003, Mr. Yao acted as the executive vice president of 深圳市寶能投資集團有限公司 (Shenzhen Baoneng Investment Group Co., Ltd*), a conglomerate principally engaged in real estate, logistics, cultural tourism and financial business. From March 2003 to July 2010, he was the executive deputy general manager, general manager and chairman of the board of directors of Shenzhen Shum Yip Logistics Group Holdings Co., Ltd. (深圳深業物流集團股份有限公司), a company principally engaged in the provision of logistics services, product exhibition and trading and micro-lending. From July 2010 to October 2014, Mr. Yao acted as the general manager and chairman of the board of directors of Baocheng Investment Co., Ltd. (寶誠投資股份有限公司) (stock code: 600892), a company listed on Shanghai Stock Exchange and is principally engaged in the manufacturing of cables, hotel and trading business. From June 2006, he has been the chairman of the board of directors of Baoneng Holding (China) Co., Ltd. (寶能控股(中國)有限公司), a company principally engaged in property development. Mr. Yao has experience in technological and manufacturing industry, including managing a cable manufacturer which provides products to high-speed trains.

Mr. Yao is a member of the Fifth Chinese People’s Political Consultative Conference of Shenzhen, representative of the Sixth Shenzhen Municipal People’s Congress, vice president of Shenzhen Entrepreneur Association, vice president of Shenzhen Logistics and Supply Chain Management Association and vice president of Shenzhen Luohu Charity Federation.

Mr. Yao has entered into a service contract with the Company for a term of three years, and is subject to retirement by rotation and re-election at the general meetings of the Company in accordance with the articles of association of the Company. The appointment of Mr. Yao as an executive Director can be terminated by one month's notice in writing served by either party on another. Mr. Yao will receive emolument of HK\$432,000 per annum, plus discretionary bonus, which is determined by the Board with reference to his experience, duties and responsibilities in the Company as well as the current market rate.

Mr. Yao has no relationship with any Directors, senior management or substantial shareholders of the Company. As at the date of this announcement, Mr. Yao is the beneficial owner of the entire issued share capital of the First Investor and is deemed to be interested in 10,771,835,600 Shares for the purposes of the SFO. Save as disclosed above, Mr. Yao does not have any interest (within the meaning of Part XV of the SFO) in the securities of the Company. Save for disclosed above, Mr. Yao has not been a director of any listed companies in the past three years, nor held any other position with the Company and/or any of its subsidiaries.

Mr. Yao has not been involved in any of the events under Rule 13.51(2)(h) to (v) of the Listing Rules and there are no other matters in relation to the aforesaid appointments of Mr. Yao that need to be brought to the attention of the Shareholders.

Mr. Huang

Mr. Huang has been appointed as an executive Director with effect from 3 August 2015.

Mr. Huang aged 40, obtained a master's degree in economics and graduated from Hunan University, the PRC. Mr. Huang has over 13 years of experience in investment and finance. From August 2002 to November 2004, he served as the vice manager of the department of personal housing loan; from November 2004 to September 2008, as the vice general manager of the corporate financing management centre, from September 2008 to February 2012, as the general manager of the department of corporate banking and from January 2013 to December 2013, as the general manager of the department of institutional banking of Shenzhen branch, Industrial and Commercial Bank of China. Since December 2013, he has served as the senior vice president of 深圳寶能投資集團有限公司 (Shenzhen Baoneng Investment Group Co., Ltd*), a conglomerate principally engaged in real estate, logistics, cultural tourism and financial business.

Mr. Huang has entered into a service contract with the Company for a term of three years, and is subject to retirement by rotation and re-election at the general meetings of the Company in accordance with the articles of association of the Company. The appointment of Mr. Huang as an executive Director can be terminated by one month's notice in writing served by either party on another. Mr. Huang will receive emolument of HK\$384,000 per annum, plus discretionary bonus, which is determined by the Board with reference to his experience, duties and responsibilities in the Company as well as the current market rate.

Mr. Huang has no relationship with any Directors, senior management, substantial or controlling shareholders of the Company. As at the date of this announcement, Mr. Huang does not have any interest (within the meaning of Part XV of the SFO) in the securities of the

Company. Mr. Huang has not been a director of any listed companies in the past three years nor held any other position with the Company and/or any of its subsidiaries. As at the date of this announcement, Mr. Huang has no relationship with the Investors.

Mr. Huang has not been involved in any of the events under Rule 13.51(2)(h) to (v) of the Listing Rules and there are no other matters in relation to the aforesaid appointment of Mr. Huang that need to be brought to the attention of the Shareholders.

Mr. Zhang

Mr. Zhang has been appointed as an executive Director and a member of the strategic intellectual property and technology committee with effect from 3 August 2015.

Mr. Zhang Bowen (張伯文), aged 36, is currently studying an Executive Master Of Business Administration (part-time) in Huazhong University of Science and Technology, the PRC. Mr. Zhang has over 13 years of experience in optoelectronic and electronics industries, including innovation, manufacturing, sales and management. In July 2010, he established and became the executive director and general manager of Wuhan Hecon-Lighting Technology Co., Ltd* (武漢和光照明科技有限公司), a company principally engaged in innovation, manufacture, sales, service and design of optoelectronic products, such as CLED light source and CPH light source, which has obtained numerous national patents. In January 2013, he established and served as the executive director and general manager of 北京東方和光能源科技有限公司 (Beijing East Hecon Resource Technology Co., Ltd*), a company principally engaged in selling machines and providing technology promotion services.

Mr. Zhang has entered into a service contract with the Company for a term of three years, and is subject to retirement by rotation and re-election at the general meetings of the Company in accordance with the articles of association of the Company. The appointment of Mr. Zhang as an executive Director can be terminated by one month's notice in writing served by either party on another. Mr. Zhang will receive emolument of HK\$384,000 per annum, plus discretionary bonus, which is determined by the Board with reference to his experience, duties and responsibilities in the Company as well as the current market rate.

Mr. Zhang has no relationship with any Directors, senior management, substantial or controlling shareholders of the Company. As at the date of this announcement, Mr. Zhang does not have any interest (within the meaning of Part XV of the SFO) in the securities of the Company. Save as disclosed above, Mr. Zhang has not been a director of any listed companies in the past three years nor held any other position with the Company and/or any of its subsidiaries. As at the date of this announcement, Mr. Zhang has no relationship with the Investors.

Mr. Zhang has not been involved in any of the events under Rule 13.51(2)(h) to (v) of the Listing Rules and there are no other matters in relation to the aforesaid appointments of Mr. Zhang that need to be brought to the attention of the Shareholders.

Mr. Li

Mr. Li has been appointed as a non-executive Director with effect from 3 August 2015.

Mr. Li, aged 34, obtained a bachelor's degree in business administration and graduated from Guangdong Polytechnic Normal University, the PRC. Mr. Li has over 10 years of experience in operation and management of logistics, real estate, commercial and financial industries. From July 2004 to July 2010, he served as the assistant to manager of the department of investment of Shenzhen Shum Yip Logistics Group Holdings Co., Ltd. (深圳深業物流集團股份有限公司). From December 2007 to October 2008, he served as the manager of the department of securities of 深圳市寶能投資集團有限公司 (Shenzhen Baoneng Investment Group Co., Ltd*), a conglomerate principally engaged in real estate, logistics, cultural tourism and financial business, responsible for investment research and securities management businesses. From July 2010 to March 2014, he served as the supervisor, assistant to general manager and representative of securities affair, and from March 2014 to now, as director, secretary to the board of directors and assistant to general manager of Baocheng Investment Co., Ltd. (寶誠投資股份有限公司) (stock code: 600892), a company listed on Shanghai Stock Exchange and is principally engaged in the manufacturing of cables, hotel and trading business. Since March 2014, he has acted as a chairman and general manager of 四川寶龍投資有限公司 (Sichuan Baolong Investment Co., Ltd*), a company principally engaged in investment and trading business. Since November 2013, he has acted as the chairman of the board and general manager of 深圳寶弘投資有限公司 (Shenzhen Baohong Investment Co., Ltd*), a company principally engaged in investment and financial business.

Mr. Li has entered into a service contract with the Company for a term of three years, and is subject to retirement by rotation and re-election at the general meetings of the Company in accordance with the articles of association of the Company. The appointment of Mr. Li as a non-executive Director can be terminated by one month's notice in writing served by either party on another. Mr. Li will receive emolument of HK\$252,000 per annum, plus discretionary bonus, which is determined by the Board with reference to his experience, duties and responsibilities in the Company as well as the current market rate.

Mr. Li has no relationship with any Directors, senior management, substantial or controlling shareholders of the Company. As at the date of this announcement, Mr. Li does not have any interest (within the meaning of Part XV of the SFO) in the securities of the Company. Save as disclosed above, Mr. Li has not been a director of any listed companies in the past three years nor held any other position with the Company and/or any of its subsidiaries. As at the date of this announcement, Mr. Li has no relationship with the Investors.

Mr. Li has not been involved in any of the events under Rule 13.51(2)(h) to (v) of the Listing Rules and there are no other matters in relation to the aforesaid appointment of Mr. Li that need to be brought to the attention of the Shareholders.

Ms. Kwok Ling Yee, Pearl Elizabeth

Ms. Kwok Ling Yee, Pearl Elizabeth, Chief Financial Officer and Company Secretary, has been appointed as an authorised representative of the Company for accepting service of process and notice on behalf of the Company under Part 16 of the Companies Ordinance with effect from 3 August 2015.

By order of the Board
World Wide Touch Technology (Holdings) Limited
Yao Jianhui
Chairman and Chief Executive Officer

Hong Kong, 3 August 2015

As at the date of this announcement, the executive Directors are Mr. Yao Jianhui, Mr. HUANG Wei and Mr. ZHANG Bowen; the non-executive Director is Mr. LI Minbin and the independent non-executive Directors of the Company are Mr. WONG Chun Bong, Professor LEE Kwok On, Matthew and Mr. CHAN Wai.

The Directors jointly and severally accept full responsibility for accuracy of the information contained in this announcement and confirm, having made all reasonable enquiries, that to the best of their knowledge, opinions expressed in this announcement have been arrived at after due and careful consideration and there are no other facts not contained in this announcement, the omission of which would make any statement in this announcement misleading.

** for identification purpose only*