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**中國城市基礎設施集團有限公司**  
China City Infrastructure Group Limited

*(Incorporated in the Cayman Islands with limited liability)*  
**(Stock Code: 2349)**

**CHANGE OF INDEPENDENT NON-EXECUTIVE DIRECTOR,  
CHAIRMAN OF AUDIT COMMITTEE, MEMBER OF REMUNERATION  
COMMITTEE AND  
NOMINATION COMMITTEE**

The Board announces that Mr. Wong has resigned from his office as an independent non-executive Director, the Chairman of Audit Committee, the member of Remuneration Committee and the member of Nomination Committee with effect from 16 March 2017 due to his decision to devote more time to his personal endeavours.

The Board further announces that Mr. Ng has been appointed as an independent non-executive Director, the Chairman of Audit Committee, the member of Remuneration Committee and the member of Nomination Committee with effect from 16 March 2017.

The board (the “**Board**”) of directors (the “**Directors**”) of China City Infrastructure Group Limited (the “**Company**”) announces that Mr. Wong Chi Ming (“**Mr. Wong**”) has resigned from his office as an independent non-executive Director, the Chairman of audit committee (the “**Audit Committee**”) of the Company, the member of the remuneration committee (the “**Remuneration Committee**”) of the Company and the member of the nomination committee (the “**Nomination Committee**”) of the Company, with effect from 16 March 2017 due to his decision to devote more time to his personal endeavours.

Mr. Wong has confirmed that he has no disagreements with the Board and there is no matter that needs to be brought to the attention of the holders of securities of the Company or The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”).

The Board wishes to express its appreciation for contribution of Mr. Wong during his tenure of office.

**APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR, CHAIRMAN OF  
AUDIT COMMITTEE, THE MEMBER OF REMUNERATION COMMITTEE AND THE  
MEMBER OF NOMINATION COMMITTEE**

The Board further announces that Mr. Ng Chi Ho, Dennis (“**Mr. Ng**”) has been appointed as an independent non-executive Director, the Chairman of Audit Committee, the member of Remuneration Committee and the member of Nomination Committee with effect from 16 March 2017.

Mr. Ng Chi Ho, Dennis, aged 58, holds a Bachelor of Commerce degree from The University of New South Wales, Australia and is a chartered accountant of The Chartered Accountants Australia and New Zealand and a fellow member of the Hong Kong Institute of Certified Public Accountants. He is also a practising certified public accountant and has extensive experience in auditing, accounting, financial management and corporate affairs. Mr. Ng is currently the chief financial officer and company secretary of Celebrate International Holdings Limited, the company secretary of MEIGU Technology Holding Group Limited, and an independent non-executive director of Kirin Group Holdings Limited and Media Asia Group Holdings Limited. Mr. Ng was an independent non-executive director of Sunrise (China) Technology Group Limited (from June 2014 to May 2015). The issued shares of all the aforesaid companies are listed and traded on the Growth Enterprise Market of the Stock Exchange.

As at the date of this announcement, Mr. Ng does not have relationship with any Directors, senior management or substantial or controlling shareholders of the Company nor does he have any interest 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).

Save as disclosed above, Mr. Ng does not hold any directorship in any public companies the securities of which are listed on any securities market in Hong Kong or overseas in the three years preceding the date of this announcement, nor has he held any other position with the Company and other members of the group or possess any other major professional qualifications.

There is no service contract entered into between Mr. Ng and the Company and he is entitled to an annual emolument of HK\$120,000 which is recommended by the Remuneration Committee and determined by the Board with reference to his duties and responsibilities with the Company and prevailing market conditions. Mr. Ng will hold office as an independent non-executive Director until the next following annual general meeting. Pursuant to the articles of association of the Company, Mr. Ng is eligible for re-election and subject to retirement by rotation and re-election at the general meetings of the Company.

Save as disclosed above, Mr. Ng (1) does not have any other relationship with any Directors, senior management or substantial or controlling shareholders or its subsidiaries or any of their respective associates (as defined in the Rules (the “**Listing Rules**”) Governing the Listing of Securities on the Stock Exchange; (2) does not have, and is not deemed to have any interests or short positions in any shares, underlying shares or debentures of the Company or any of its associated corporations which is required to be disclosed under Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong); (3) 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 past three years; and (4) there is no information relating to the appointment of Mr. Ng as independent non-executive Director that is required to be disclosed pursuant to Rules 13.51 (2)(h) to (v) of the Listing Rules or need to be brought to the attention of the Shareholders and the Stock Exchange.

The Board would like to express its warmest welcome to Mr. Ng for joining the Board.

By order of the Board  
**China City Infrastructure Group Limited**  
**Li Chao Bo**  
*Chairman and Executive Director*

Hong Kong, 16 March 2017

*As at the date of this announcement, the Directors are Mr. Li Chao Bo (Chairman) and Ms. Wang Wenxia (Vice Chairman and Chief Executive Officer) and Mr. Chan Pok Hiu, Mr. Wang Jian and Mr. Ng Chi Ho, Dennis as independent non-executive Directors.*