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**中國建築國際集團有限公司**  
**CHINA STATE CONSTRUCTION INTERNATIONAL HOLDINGS LIMITED**

*(Incorporated in the Cayman Islands with limited liability)*  
(Stock Code: 3311)

## **RESIGNATION OF NON-EXECUTIVE DIRECTOR**

**AND**

## **CHANGE OF CHAIRMAN**

The board of directors (the “Board”) of China State Construction International Holdings Limited (the “Company”) hereby announces that, with effect from 15 August 2013 :-

- (1) Mr. Kong Qingping (“Mr. Kong”) will resign as Non-executive Director of the Company and consequently will cease to be the Chairman of the Company; and
- (2) Mr. Zhou Yong (“Mr. Zhou”; the existing Executive Director, Vice-chairman and Chief Executive Officer of the Company) will be appointed as the Chairman of the Company. Following the new appointment, Mr. Zhou will act as Executive Director, Chairman and Chief Executive Officer of the Company.

### ***RESIGNATION OF NON-EXECUTIVE DIRECTOR***

Mr. Kong has held certain positions in China State Construction Engineering Corporation Limited, the Company’s controlling shareholder. In light of the realignment of duties therein and the benefits of promoting outstanding younger generation to the long term development of the Company, as well as the need to ease the transition in the change of roles/members of the Board, Mr. Kong decided to resign as Non-executive Director of the Company and cease to be the Chairman of the Company.

Mr. Kong has confirmed to the Company that he has no disagreement with the Board and there is no other matter relating to his resignation that needs to be brought to the attention of shareholders of the Company.

Mr. Kong joined China State Construction Engineering Corporation in 1982 and was seconded to Hong Kong in 1987. He became the Executive Director and General Manager of China Overseas (Hong Kong) Limited in 1997. Mr. Kong has been appointed as Director of the Company since its incorporation and has served as Chairman and Non-executive Director of the Company since its listing in 2005. Mr. Kong leads the Board and ensures the Board and its committees work efficiently, and as such the Company has continuously improved its level of corporate governance and made the right decisions. Under the brilliant leadership of Mr. Kong, all members of the Board exert their utmost strengths; the Company's scale expands unceasingly and gradually develops into an international enterprise group with dual-core businesses of construction and infrastructure investment. The Board would like to express its heartfelt gratitude to Mr. Kong for his outstanding contributions to the Company during his office.

### ***PARTICULARS OF THE NEW CHAIRMAN***

#### **Mr. Zhou Yong**

Aged 43. Mr. Zhou was appointed as a Director of the Company on 21 April 2004 and subsequently was designated as an Executive Director and Vice-chairman of the Company on 1 June 2005 and 9 June 2005 respectively. Mr. Zhou graduated from Changsha Academy of Military Engineering and University of South Australia. He is Fellow of The Chartered Institute of Building (UK) and The Institution of Civil Engineers (UK). Mr. Zhou joined China State Construction Engineering Corporation in 1994 and was seconded to the Group in 1996. He has been a director of certain subsidiaries of the Group since 2001. Currently, Mr. Zhou is a director of China Overseas Holdings Limited and the chairman and non-executive director of Far East Global Group Limited (a subsidiary of the Company and listed on the main board of The Stock Exchange of Hong Kong Limited (the "Stock Exchange")). He was awarded the "Director of the Year Award – Executive Director of Listed Companies (SEHK – Non Hang Seng Index Constituents)" by The Hong Kong Institute of Directors in 2009. Mr. Zhou has more than 20 years' construction, project and corporate management experience in Mainland China and Hong Kong, in particular, specializes in investment and development new business startup, formulating and executing business strategies for companies. He oversees the overall operation of the Group.

Mr. Zhou has interested in 2,273,780 shares of the Company and had share options to subscribe 959,247 shares of the Company. Mr. Zhou has entered into a service agreement with the Company. He is entitled to receive a basic salary of HK\$230,000 per month and entitled to have discretionary bonus determined by the Board or the remuneration committee. Mr. Zhou's emolument is determined by reference to his individual performance and contribution, the overall performance of the Company and the prevailing economic situation and market practice. Mr. Zhou's service agreement does not provide for a specified length of service period and he will be subject to retirement by rotation and re-election at the annual general meeting of the Company in accordance with the Articles of Association of the Company.

Save as disclosed above, Mr. Zhou does not (1) have any relationships with any directors, senior management or substantial or controlling shareholders of the Company, (2) have any interests in shares of the Company and associated corporation of the Company (within the meaning of Part XV of the Securities and Futures Ordinance), (3) hold any directorships in listed public companies in the last three years, and (4) have any other information that needs to be disclosed pursuant to any of the requirements as set out in rules 13.51(2)(h) to 13.51(2)(v) of the Rules Governing the Listing of Securities on the Stock Exchange and there is no other matters that need to be brought to the attention of the shareholders of the Company.

It is believed that under the leadership of Mr. Zhou, the Company will continue to, as in the past, maximize the profits and returns for the society, shareholders, enterprise and employees.

The Board would like to express its warm welcome to Mr. Zhou on his new position of the Company.

By order of the Board  
**China State Construction  
International Holdings Limited**  
**Kong Qingping**  
*Chairman and Non-executive Director*

Hong Kong, 14 August 2013

*As at the date of this announcement, the Board comprises Mr. Kong Qingping as Chairman and Non-executive Director; Mr. Zhou Yong (Vice-chairman and Chief Executive Officer), Mr. Tian Shuchen, Mr. Zhou Hancheng, Mr. Pan Shujie and Mr. Hung Cheung Shew as Executive Directors; Mr. Li Jian as Non-executive Director; and Dr. Raymond Ho Chung Tai, Mr. Adrian David Li Man Kiu, Dr. Raymond Leung Hai Ming and Mr. Lee Shing See as Independent Non-executive Directors.*