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**中软国际**

**CHINASOFT INTERNATIONAL LIMITED**

**中軟國際有限公司\***

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock code: 8216)**

## **CHANGES OF DIRECTORS**

The Board announces that Mr. He Ning retired as an independent non-executive director of the Company by rotation at the annual general meeting of the Company held on 8 May 2008 and, due to his other work commitments, did not offer himself for re-election. Mr. He has also ceased to be a member of the audit committee and the remuneration committee of the Company with effect from the same date.

At the annual general meeting of the Company held on 8 May, 2008, Mr. Xu Zeshan was elected as an independent non-executive director of the Company. Mr. Xu has also been appointed as a member of the audit committee and the remuneration committee of the Company with effect from 8 May 2008 in place of Mr. He.

### **RESIGNATION OF MR. HE NING**

The board of directors (the “Board”) of Chinasoft International Limited (the “Company”, together with its subsidiaries, the “Group”) announces that Mr. He Ning retired as an independent non-executive director of the Company by rotation at the annual general meeting of the Company held on 8 May 2008 and, due to his other work commitments, did not offer himself for re-election. Mr. He also ceased to be a member of the audit committee and the remuneration committee of the Company with effect from the same date.

Mr. He has confirmed that there were no disagreements between the Board and himself and there are no matters in relation to his retirement as an independent non-executive director of the Company that need to be brought to the attention of the shareholders of the Company. The Board would like to take this opportunity to express gratitude to Mr. He for the services he has rendered and the contributions he has made to the Group during his directorship.

## **APPOINTMENT OF MR. XU ZESHAN**

The Board also announces that Mr. Xu Zeshan was elected as an independent non-executive director of the Company at the annual general meeting of the Company held on 8 May, 2008. Mr. Xu has also been appointed as a member of the audit committee and the remuneration committee of the Company with effect from 8 May 2008 in place of Mr. He.

Mr. Xu Zeshan, aged 60, is a senior engineer and has many years of experience in administration and corporate management. From May 1995 to March 1998, he was the deputy mayor of Zibo in Shandong Province. From March 1998 to December 2002, he was the head of the 49th Research Institute of the Ministry of Information Industry (which was renamed as China Electronics Technology Group Corporation the 49th Research Institute in March 2002). Since January 2003 to present, Mr. Xu acted as the deputy manager and then the manager of China Electronics Technology Group Corporation Industrial Park, the Chairman of the Board of Yangtse River Data Company Limited (長江數據股份有限公司), the chairman of the Board of China Information & Electronics Development Inc. Ltd. (Wuhan) and the managing director of China Electricity Investment Development Company Limited. He is specialized in the research and technological management of sensors and the related systems and was awarded the ministry level Technology Improvement second-ranked prize.

Mr. Xu has no relationship with the directors, senior management, management shareholders, substantial shareholders and controlling shareholders of the Company. Mr. Xu's emoluments for his directorship will be determined by the remuneration committee of the Company in accordance with his experience, duties and responsibilities.

As at the date of this announcement, Mr. Xu is not interested in any shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

Mr. Xu has confirmed that there is no other information required to be disclosed pursuant to Rule 17.50(2) of the Rules Governing the Listing of Securities on the Growth Enterprise Market of The Stock Exchange of Hong Kong Limited and there are no matters that should be brought to the attention of the shareholders of the Company in relation to his appointment.

The Board would also like to extend its warmest welcome to Mr. Xu for joining the Company.

By order of the Board  
**Chinasoft International Limited**  
**Dr. CHEN Yuhong**  
*Managing director*

Hong Kong, 8 May, 2008

As at the date of this announcement, the directors of the Company are as follows:

**Executive directors:**

Dr. CHEN Yuhong (*Managing director*)

Dr. TANG Zhenming

Mr. WANG Hui

**Non-executive directors:**

Mr. Su Zhenming (*Chairman*)

Dr. CUI Hui

Mr. Timothy CHEN Yung Cheng

Mr. Duncan CHIU

Mr. LIU Zheng

**Independent non-executive directors:**

Mr. XU Zeshan

Mr. ZENG Zhijie

Dr. LEUNG Wing Yin

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\* *For identification purposes only*