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## **HISENSE KELON ELECTRICAL HOLDINGS COMPANY LIMITED**

**海信科龍電器股份有限公司**

*(A joint stock limited company incorporated in the People's Republic of China with limited liability)*  
(Stock Code: 00921)

### **PROPOSED CHANGE OF INDEPENDENT NON-EXECUTIVE DIRECTOR**

#### **Director Not Offered for Re-election**

According to article 10.2 of the Articles of Association (the “**Articles of Association**”) of Hisense Kelon Electrical Holdings Company Limited (the “**Company**”), the term of office of each of the directors of the Company (the “**Directors**”, each a “**Director**”) is three years, and upon expiry of such term, it shall be renewable upon re-election; and according to article 10.40, each of the independent non-executive director serve consecutive terms for at most 6 years.

The term of the ninth session of the board of Directors of the Company shall expire in June, 2018. According to the above Articles of Association, the board of Directors (the “**Board**”) is required to carry out the election at expiration of office terms. Due to the consecutive term of office of the independent non-executive director has expired, Mr. Xu Xiang Yi will not offer himself for re-election as independent non-executive Director.

The Board would like to take this opportunity to express its sincere gratitude to Mr. Xu Xiang Yi for his significant contribution towards the Company in the past. Mr. Xu Xiang Yi confirmed that he has no disagreement with the Board and the Company and there is no other matter in relation to their retirement that needs to be brought to the attention of the shareholders of the Company (the “**Shareholders**”).

#### **Proposed Election of Independent Non-executive Director**

The Board is pleased to announce the nomination for election of Mr. Zhong Geng Shen as independent non-executive Director of the tenth session of the Board, and his appointment will be

effective upon approval of the Shareholders at the AGM.

The biographical details of Mr. Zhong Geng Shen are set out as follows:

**Mr. Zhong Geng Shen**

Mr. Zhong Geng Shen (“**Mr. Zhong**”), aged 57, holds a doctorate degree in management of Nankai University, served as an associate professor at the School of Economics and the School of Management of Shandong University. He engaged in postdoctoral work at Inspur Group from March 2003 to July 2005. He currently serves as a professor at the School of Management and the department head of Business Administration of Shandong University, an executive director of Chinese Enterprise Management Research Association, a member of Shandong enterprises credit rating experts committee of the People’s Bank of China (“中國人民銀行山東企業資信評級專家委員會”) and secretary general of Shandong Provincial Comparative Management Research Association (“山東省比較管理研究會”).

[Save as disclosed above, Mr. Zhong has not held any directorship in any other listed companies for the past three years nor holds interests in any shares of the Company or any of its associated corporations within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the laws of Hong Kong).

Mr. Zhong does not have any relationship with any directors, senior management, or substantial or controlling shareholders of the Company or its subsidiaries.

During his term of office as an independent non-executive Director, Mr. Zhong will be entitled to an annual emolument of RMB140,000 (before taxation) from the Company as the independent non-executive Director. Such emolument was determined by the remuneration and appraisal committee of the Board after taking into consideration of the scale of operation of the Company and the remuneration level of independent non-executive directors of other listed companies.

Mr. Zhong will stand for election as an independent non-executive Director. If elected, Mr. Zhong’s term of office will commence from the date of his appointment at the AGM until the expiry of the term of the tenth session of the Board (that is, 25 June 2021).

Save as disclosed above, Mr. Zhong confirms that there is no other matter that needs to be disclosed pursuant to Rules 13.51(2)(h) to 13.51(2)(v) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”) nor any other matter that needs to be brought to the attention of the Shareholders.

By order of the Board of  
**Hisense Kelon Electrical Holdings Company Limited**  
**Tang Ye Guo**  
Chairman

*Foshan City, Guangdong, the PRC, 25 May 2018*

*As at the date of this notice, the Company's directors are Mr. Tang Ye Guo, Mr. Liu Hong Xin, Mr. Lin Lan, Mr. Dai Hui Zhong, Mr. Jia Shao Qian and Mr. Wang Yun Li; and the Company's independent non-executive directors are Mr. Ma Jin Quan, Mr. Xu Xiang Yi and Mr. Liu Xiao Feng.*