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Mengke Holdings Limited

盟科控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1629)

APPOINTMENT OF DIRECTORS

The Board is pleased to announce that, in connection with the Share Offer and as nominated by the Offeror, with effect from 20 November 2018: (i) each of Mr. Chen Shuming, Mr. He Guangrui, Mr. Chen Xiaolong, Mr. Zhang Shihua and Mr. Zhan Qingtao has been appointed as an executive Director; and (ii) each of Mr. Chen Hua, Mr. Zhao Zhendong and Mr. Chan Yee Ping Michael has been appointed as an independent non-executive Director.

INTRODUCTION

Reference is made to (i) the announcement jointly issued by Mengke Holdings Limited (the “**Company**”) and Champion Alliance International Corporation (the “**Offeror**”) dated 29 October 2018; and (ii) the composite offer and response document jointly issued by the Company and the Offeror dated 19 November 2018 (the “**Composite Document**”), in relation to, among other matters, the Share Offer. Unless otherwise defined, capitalised terms used in this announcement shall have the same meanings as those defined in the Composite Document.

APPOINTMENT OF DIRECTORS

The Board is pleased to announce that, in connection with the Share Offer and as nominated by the Offeror, with effect from 20 November 2018: (i) each of Mr. Chen Shuming, Mr. He Guangrui, Mr. Chen Xiaolong, Mr. Zhang Shihua and Mr. Zhan Qingtao has been appointed as an executive Director; and (ii) each of Mr. Chen Hua, Mr. Zhao Zhendong and Mr. Chan Yee Ping Michael has been appointed as an independent non-executive Director.

BIOGRAPHICAL DETAILS OF NEWLY APPOINTED DIRECTORS

The following sets forth the biographical details of the newly appointed Directors which have also been summarised in the Composite Document.

Executive Directors

Mr. Chen Shuming

Mr. Chen Shuming (陳樹明先生), aged 54, has over 25 years of experience in the paper manufacturing industry. Mr. Chen completed an amateur college course in agriculture economic management (業餘大專班農業經濟管理專業) from the China Communist Party Shandong Provincial Committee Party School* (中共山東省委黨校) in December 1997 and obtained the Credentials of Senior Operating Manager (高級經營師) certified by the National Credentials Committee of Senior Operating Manager (全國高級經營師評審委員會) in August 2006. From July 1984 to May 1992, he worked at the Dongping County Foreign Trade Corporation* (東平縣外貿總公司). From May 1992 to October 2000, he was the general manager of Shandong Province Dongping County Mingxing Paper Manufacturing Limited* (山東省東平縣明興紙業有限責任公司). Since October 2000, he has been acting as the chairman of the board of directors of Shandong Jiexin Paper Manufacturing Limited* (山東潔昕紙業股份有限公司) (formerly known as Dongshun Group Limited* (東順集團股份有限公司)), a company engages in the manufacturing of household papers and personal hygiene products in the PRC.

Mr. Chen has been a vice commissioner (副主任委員) of the China Paper Manufacturing Association, Household Paper Professional Committee* (中國造紙協會生活用紙專業委員會) since 2015 and the vice president of the Shandong Province Paper Manufacturing Industry Association* (山東省造紙行業協會) since 2016. Mr. Chen was also a committee member of the 9th, 10th and 11th Shandong Province Committee of the PRC Political Consultative Conference* (中國人民政治協商會議山東省政協委員) and was appointed as the economic consultant of the Dongping County government (東平縣人民政府) for a term of one year in February 2018.

As at the date of this announcement, Mr. Chen is the sole beneficial owner and the sole director of the Offeror which is interested in 350,000,000 Shares, representing 70% of the issued share capital of the Company. Therefore, Mr. Chen is deemed to be interested in the Shares held by the Offeror by virtue of the SFO.

Mr. Chen will enter into a service contract with the Company for an initial term of three years commencing from 20 November 2018 subject to termination by either party giving to the other not less than one month's prior written notice. He will hold office until the next general meeting of the Company and is eligible for re-election at the meeting, and shall be subject to retirement by rotation and re-election in accordance with the articles of association of the Company. He will be entitled to a fixed director's remuneration and a discretionary bonus which will be determined with reference to his duties and responsibilities and the remuneration policy of the Company.

Save as disclosed above, as at the date of this announcement, he (i) does not have any other interest in the Shares (within the meaning of Part XV of the SFO); (ii) does not hold any other positions in the Company or its subsidiaries; (iii) does not have any other relationship with any Directors, senior management, substantial Shareholders or controlling Shareholders; and (iv) has not held any directorship in any listed public companies in Hong Kong or overseas in the last three years. Save as disclosed above, there is no other information to be disclosed pursuant to any of the requirements of the provisions under

Rules 13.51(2)(h) to 13.51(2)(v) of the Listing Rules nor are there other matters that need to be brought to the attention of the shareholders of the Company in relation to the appointment of Mr. Chen.

Mr. He Guangrui

Mr. He Guangrui (賀光銳先生), aged 38, has approximately 10 years of experience in corporate finance matters. He was appointed as the president of Shenzhen Qiaoxing Investment Co., Ltd.* (深圳市喬興投資有限公司) (formerly known as Shenzhen Fuan Investment Co., Limited* (深圳市富一投資有限公司)) in April 2017. He also acted as the president of Hao Hua Tai Cheng (Beijing) Capital Management Limited* (浩華泰成(北京)資本管理公司) from March 2014 to May 2016. Mr. He also served as the president of Zhongsen Weiye Asset Management Company* (中森偉業資產管理公司) between March 2013 and March 2014 and general manager of Beijing Golden Court Investment Consulting Co., Ltd.* (北京黃金閣投資諮詢有限公司) between December 2007 and January 2012. Mr. He also served as the executive director of Prosper One International Holdings Company Limited (formerly known as Tic Tac International Holdings Company Limited) (stock code: 1470), a company whose shares are listed on the Main Board of the Stock Exchange, from September 2017 to March 2018.

As at the date of this announcement, Mr. He is the sole beneficial owner and the sole director of Million Success which is interested in 25,000,000 Shares, representing 5% of the issued share capital of the Company. Therefore, Mr. He is deemed to be interested in the Shares held by the Million Success by virtue of the SFO.

Mr. He will enter into a service contract with the Company for an initial term of three years commencing from 20 November 2018 subject to termination by either party giving to the other not less than one month's prior written notice. He will hold office until the next general meeting of the Company and is eligible for re-election at the meeting, and shall be subject to retirement by rotation and re-election in accordance with the articles of association of the Company. He will be entitled to a fixed director's remuneration and a discretionary bonus which will be determined with reference to his duties and responsibilities and the remuneration policy of the Company.

Save as disclosed above, as at the date of this announcement, he (i) does not have any other interest in the Shares (within the meaning of Part XV of the SFO); (ii) does not hold any other positions in the Company or its subsidiaries; (iii) does not have any other relationship with any Directors, senior management, substantial Shareholders or controlling Shareholders; and (iv) has not held any directorship in any listed public companies in Hong Kong or overseas in the last three years. Save as disclosed above, there is no other information to be disclosed pursuant to any of the requirements of the provisions under Rules 13.51(2)(h) to 13.51(2)(v) of the Listing Rules nor are there other matters that need to be brought to the attention of the shareholders of the Company in relation to the appointment of Mr. He.

Mr. Chen Xiaolong

Mr. Chen Xiaolong (陳小龍先生), aged 31, is the son of Mr. Chen Shuming. Mr. Chen Xiaolong has over 6 years of experience in the paper manufacturing industry. He graduated from the University of Northumbria at Newcastle, the United Kingdom, and was awarded a bachelor's degree of science in sport management in June 2012.

Since July 2012, Mr. Chen Xiaolong has been working as the chief operating officer (經營總裁) at Shandong Jiexin Paper Manufacturing Limited* (山東潔昕紙業股份有限公司) (formerly known as Dongshun Group Limited* (東順集團股份有限公司)), a company engages in the manufacturing of household papers and personal hygiene products in the PRC.

Mr. Chen Xiaolong has been serving as the vice president of Shandong Private Entrepreneurs Association* (山東省民營企業家協會) since 2017 and has also been a member of the Society of Entrepreneurs & Ecology (阿拉善SEE生態協會) for a term of one year since December 2017. He is currently a committee member of the 13th Taian City Committee of the PRC Political Consultative Conference* (中國人民政治協商會議泰安市政協委員).

Mr. Chen Xiaolong will enter into a service contract with the Company for an initial term of three years commencing from 20 November 2018 subject to termination by either party giving to the other not less than one month's prior written notice. He will hold office until the next general meeting of the Company and is eligible for re-election at the meeting, and shall be subject to retirement by rotation and re-election in accordance with the articles of association of the Company. He will be entitled to a fixed director's remuneration and a discretionary bonus which will be determined with reference to his duties and responsibilities and the remuneration policy of the Company.

As at the date of this announcement, he does not have any interest in the Shares (within the meaning of Part XV of the SFO). Save as disclosed above, as at the date of this announcement, he (i) does not hold any other positions in the Company or its subsidiaries; (ii) does not have any other relationship with any Directors, senior management, substantial Shareholders or controlling Shareholders; and (iii) has not held any directorship in any listed public companies in Hong Kong or overseas in the last three years. Save as disclosed above, there is no other information to be disclosed pursuant to any of the requirements of the provisions under Rules 13.51(2)(h) to 13.51(2)(v) of the Listing Rules nor are there other matters that need to be brought to the attention of the shareholders of the Company in relation to the appointment of Mr. Chen Xiaolong.

Mr. Zhang Shihua

Mr. Zhang Shihua (張士華先生), aged 34, has approximately 13 years of experience in the paper manufacturing industry. He obtained his qualification as a secretary to the board of directors (董事會秘書資格證書) conferred by the Shenzhen Stock Exchange in March 2014. He obtained his bachelor's degree in law at Liaocheng University (聊城大學) in December 2016.

From September 2003 to September 2005, Mr. Zhang worked in the legal industry at Shangdong Gongyun Law Offices (山東公允律師事務所). Since October 2005, he has been working as the vice president (副總裁) in Shandong Jiexin Paper Manufacturing Limited* (山東潔昕紙業股份有限公司) (formerly known as Dongshun Group Limited* (東順集團股份有限公司)), a company engages in the manufacturing of household papers and personal hygiene products in the PRC.

Mr. Zhang was admitted as a member of the China Law Society (中國法學會) in 2015 and was also a committee member of the 9th Dongping County Committee of the PRC Political Consultative Conference* (中國人民政治協商會議東平縣委員會). He was also awarded as a Working Role Model* (勞動模範) by the Dongping County government (東平縣人民政府) in April 2017.

Mr. Zhang will enter into a service contract with the Company for an initial term of three years commencing from 20 November 2018 subject to termination by either party giving to the other not less than one month's prior written notice. He will hold office until the next general meeting of the Company and is eligible for re-election at the meeting, and shall be subject to retirement by rotation and re-election in accordance with the articles of association of the Company. He will be entitled to a fixed director's remuneration and a discretionary bonus which will be determined with reference to his duties and responsibilities and the remuneration policy of the Company.

As at the date of this announcement, he does not have any interest in the Shares (within the meaning of Part XV of the SFO). Save as disclosed above, as at the date of this announcement, he (i) does not hold any other positions in the Company or its subsidiaries; (ii) does not have any other relationship with any Directors, senior management, substantial Shareholders or controlling Shareholders; and (iii) has not held any directorship in any listed public companies in Hong Kong or overseas in the last three years. Save as disclosed above, there is no other information to be disclosed pursuant to any of the requirements of the provisions under Rules 13.51(2)(h) to 13.51(2)(v) of the Listing Rules nor are there other matters that need to be brought to the attention of the shareholders of the Company in relation to the appointment of Mr. Zhang.

Mr. Zhan Qingtao

Mr. Zhan Qingtao (展慶濤先生), aged 45, has approximately 14 years of financial management experience in the paper manufacturing industry. Mr. Zhan completed a two-year program in accounting at Shangdong Province Transport Labour Mid-Level Professional School* (山東省交通職工中等專業學校) in July 1993. He also obtained a mid-level qualification certificate of specialty and technology (專業技術資格證書) in accounting conferred by the Ministry of Finance of the PRC (中華人民共和國財政部) in May 2005.

Since November 2004, Mr. Zhan has been working as the vice chief financial officer (財務副總) in Shandong Jiexin Paper Manufacturing Limited* (山東潔昕紙業股份有限公司) (formerly known as Dongshun Group Limited* (東順集團股份有限公司)), a company engages in the manufacturing of household papers and personal hygiene products in the PRC.

Mr. Zhan will enter into a service contract with the Company for an initial term of three years commencing from 20 November 2018 subject to termination by either party giving to the other not less than one month's prior written notice. He will hold office until the next general meeting of the Company and is eligible for re-election at the meeting, and shall be subject to retirement by rotation and re-election in accordance with the articles of association of the Company. He will be entitled to a fixed director's remuneration and a discretionary bonus which will be determined with reference to his duties and responsibilities and the remuneration policy of the Company.

As at the date of this announcement, he does not have any interest in the Shares (within the meaning of Part XV of the SFO). Save as disclosed above, as at the date of this announcement, he (i) does not hold any other positions in the Company or its subsidiaries; (ii) does not have any other relationship with any Directors, senior management, substantial Shareholders or controlling Shareholders; and (iii) has not held any directorship in any listed public companies in Hong Kong or overseas in the last three years. Save as disclosed above, there is no other information to be disclosed pursuant to any of the requirements of the provisions under Rules 13.51(2)(h) to 13.51(2)(v) of the Listing Rules nor are there other matters that need to be brought to the attention of the shareholders of the Company in relation to the appointment of Mr. Zhan.

Independent non-executive Directors

Mr. Chen Hua

Mr. Chen Hua (陳華先生), aged 51, has more than 29 years of experience in the field of economics and finance. He graduated from Southwestern University of Finance and Economics (西南財經大學), the PRC, and was awarded a bachelor's degree in economics (major in statistics) in July 1989. Between July 1989 and September 2002, Mr. Chen Hua served various roles, including deputy chief of the sub-branch and department manager of the branch, of the Industrial and Commercial Bank of China. He obtained a master's degree in science from Shandong University (山東大學), the PRC, in December 2001 and a doctorate degree in economics from Soochow University (蘇州大學), the PRC, in June 2005. He was the professor and the head of the regional competitiveness assessment center (區域競爭力評價中心) of the Shandong Economics University* (山東經濟學院) from March 2005 to July 2007 and the vice president of the taxation and finance institute of Shandong Economics University* (山東經濟學院財稅金融研究所) from July 2007 to July 2009. From September 2010 to April 2013, he was an applied economics postdoctoral researcher at the Fiscal Science Research Institute of the Ministry of Finance of the PRC* (中華人民共和國財政部財政科學研究所). Since November 2014, he has been the head of the finance research institute of Shandong University of Finance and Economics* (山東財經大學當代金融研究所).

Mr. Chen Hua served as a committee member of the 11th Shandong Province Committee of the PRC Political Consultative Conference* (中國人民政治協商會議山東省政協委員) and was appointed as a budgetary review consultant* (預算審查顧問) by the Shandong Province Standing Committee of National People's Congress (山東省人大常委會) in September 2018.

Mr. Chen Hua has been an independent non-executive director of Bank of Qingdao Co., Ltd. (H Shares Stock Code: 3866 and Preference Shares Stock Code: 4611), whose shares are listed on the Main Board of the Stock Exchange, since April 2015.

Mr. Chen Hua will enter into an appointment letter with the Company for an initial term of three years commencing from 20 November 2018 subject to termination by either party giving to the other not less than one month's prior written notice. He will hold office until the next general meeting of the Company and is eligible for re-election at the meeting, and shall be subject to retirement by rotation and re-election in accordance with the articles of association of the Company. He will be entitled to a fixed director's remuneration which will be determined with reference to his duties and responsibilities and the remuneration policy of the Company.

As at the date of this announcement, he does not have any interest in the Shares (within the meaning of Part XV of the SFO). Save as disclosed above, as at the date of this announcement, he (i) does not hold any other positions in the Company or its subsidiaries; (ii) does not have any other relationship with any Directors, senior management, substantial Shareholders or controlling Shareholders; and (iii) has not held any directorship in any listed public companies in Hong Kong or overseas in the last three years. Save as disclosed above, there is no other information to be disclosed pursuant to any of the requirements of the provisions under Rules 13.51(2)(h) to 13.51(2)(v) of the Listing Rules nor are there other matters that need to be brought to the attention of the shareholders of the Company in relation to the appointment of Mr. Chen Hua.

Mr. Zhao Zhendong

Mr. Zhao Zhendong (趙振東先生), aged 55, has over 34 years of experience in the paper manufacturing industry. Mr. Zhao completed a two-year paper manufacturing program at Shandong Province Light Industry School* (山東省輕工業學校) in July 1984. He obtained a diploma in chemistry from Shandong Normal University (山東師範大學) in July 1990 and an undergraduate diploma in economics from China Communist Party Central Party School Correspondence College* (中共中央黨校函授學院) in December 1993. Mr. Zhao also obtained the qualification as a senior engineer conferred by Shandong Province Light Industry Technical Position Senior Review Committee* (山東省輕工工程技術職務高級評審委員會) in May 2003.

Between July 1984 and December 1997, Mr. Zhao worked as a technician and an assistant engineer at Shandong Paper Group Head Office* (山東紙業集團總公司). From January 1998 to April 2005, he served as the engineer, senior engineer and deputy secretary general of Shandong Province Paper Manufacturing Industry Association* (山東省造紙行業協會). Since April 2005, he has been serving as the secretary general and vice president of Shandong Province Paper Manufacturing Industry Association* (山東省造紙行業協會) and also a senior engineer and an executive council member (常務理事) of Shandong Papermaking Society* (山東造紙學會).

Mr. Zhao will enter into an appointment letter with the Company for an initial term of three years commencing from 20 November 2018 subject to termination by either party giving to the other not less than one month's prior written notice. He will hold office until the next general meeting of the Company and is eligible for re-election at the meeting, and shall be subject to retirement by rotation and re-election in accordance with the articles of

association of the Company. He will be entitled to a fixed director's remuneration which will be determined with reference to his duties and responsibilities and the remuneration policy of the Company.

As at the date of this announcement, he does not have any interest in the Shares (within the meaning of Part XV of the SFO). Save as disclosed above, as at the date of this announcement, he (i) does not hold any other positions in the Company or its subsidiaries; (ii) does not have any other relationship with any Directors, senior management, substantial Shareholders or controlling Shareholders; and (iii) has not held any directorship in any listed public companies in Hong Kong or overseas in the last three years. Save as disclosed above, there is no other information to be disclosed pursuant to any of the requirements of the provisions under Rules 13.51(2)(h) to 13.51(2)(v) of the Listing Rules nor are there other matters that need to be brought to the attention of the shareholders of the Company in relation to the appointment of Mr. Zhao.

Mr. Chan Yee Ping Michael

Mr. Chan Yee Ping Michael (陳貽平先生), aged 41, has more than 19 years of experience in the areas of audit, financial management, corporate secretarial management and corporate governance. He obtained his bachelor's degree in accountancy from The Hong Kong Polytechnic University in December 1999. He was admitted as a certified public accountant and a fellow of the Hong Kong Institute of Certified Public Accountants in October 2003 and July 2017 respectively, and a fellow of the Association of Chartered Certified Accountants in June 2009.

Mr. Chan Yee Ping Michael has been the company secretary of China Sunshine Paper Holdings Company Limited (stock code: 2002) which is listed on the Main Board of the Stock Exchange since September 2013 and Northeast Electric Development Co., Limited (stock code: 42), a joint stock limited company listed on the Shenzhen Stock Exchange and the Main Board of the Stock Exchange, since August 2012. He acted as the company secretary of Birmingham Sports Holdings Limited (stock code: 2309) whose shares are listed on the Main Board of the Stock Exchange from June 2015 to October 2016.

Mr. Chan Yee Ping Michael was also an independent non-executive director of China Gem Holdings Limited (stock code: 1191) which is listed on the Main Board of the Stock Exchange from October 2013 to July 2014. He has been appointed as an independent non-executive director of the following companies which are listed on the Main Board or GEM (as the case may be) of the Stock Exchange, namely China Wah Yan Healthcare Limited (stock code: 648) since July 2014, China Sandi Holdings Limited (stock code: 910) since July 2014, New Wisdom Holding Company Limited (stock code: 8213) since November 2016, and Prosper One International Holdings Company Limited (stock code: 1470) since September 2017.

Mr. Chan Yee Ping Michael will enter into an appointment letter with the Company for an initial term of three years commencing from 20 November 2018 subject to termination by either party giving to the other not less than one month's prior written notice. He will hold office until the next general meeting of the Company and is eligible for re-election at the meeting, and shall be subject to retirement by rotation and re-election in accordance with

the articles of association of the Company. He will be entitled to a fixed director's remuneration which will be determined with reference to his duties and responsibilities and the remuneration policy of the Company.

As at the date of this announcement, he does not have any interest in the Shares (within the meaning of Part XV of the SFO). Save as disclosed above, as at the date of this announcement, he (i) does not hold any other positions in the Company or its subsidiaries; (ii) does not have any other relationship with any Directors, senior management, substantial Shareholders or controlling Shareholders; and (iii) has not held any directorship in any listed public companies in Hong Kong or overseas in the last three years. Save as disclosed above, there is no other information to be disclosed pursuant to any of the requirements of the provisions under Rules 13.51(2)(h) to 13.51(2)(v) of the Listing Rules nor are there other matters that need to be brought to the attention of the shareholders of the Company in relation to the appointment of Mr. Chan Yee Ping Michael.

By Order of the Board
Mengke Holdings Limited
Zhang Weixiang
Chairman and non-executive Director

Hong Kong, 20 November 2018

As at the date of this announcement, the Board comprises Mr. Fu Mingping, Mr. Chen Shuming, Mr. He Guangrui, Mr. Chen Xiaolong, Mr. Zhang Shihua and Mr. Zhan Qingtao as executive Directors, Mr. Zhang Weixiang as non-executive Director and Mr. Cheng Tai Kwan Sunny, Mr. Tan Yik Chung Wilson, Mr. Yick Ting Fai Jeffrey, Mr. Chen Hua, Mr. Zhao Zhendong and Mr. Chan Yee Ping Michael as independent non-executive Directors.

The Directors jointly and severally accept full responsibility for the 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.