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## **SOLUTECK HOLDINGS LIMITED**

**— 創科技集團有限公司\***

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

(Stock Code: 8111)

**(1) RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTORS;  
(2) APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTORS;  
AND  
(3) CHANGES TO THE COMPOSITION OF THE AUDIT COMMITTEE AND  
THE REMUNERATION COMMITTEE OF THE COMPANY**

The Board announces that each of Ms. Zhang Dandan and Mr. Tang Renhao had tendered her/his resignation as an independent non-executive Director with effect from 29 July 2011.

The Board announces that each of Mr. Zhou Jing and Mr. Yang Guocai had been appointed as an independent non-executive Director with effect from 29 July 2011.

### **RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTORS**

The board (“**Board**”) of directors (“**Directors**”) of Soluteck Holdings Limited (“**Company**”) announces that Ms. Zhang Dandan (“**Ms. Zhang**”) had tendered her resignation as an independent non-executive Director with effect from 29 July 2011 due to her health reasons.

The Board also announces that Mr. Tang Renhao (“**Mr. Tang**”) had tendered his resignation as an independent non-executive Director with effect from 29 July 2011 due to his other commitments which require more of his time.

Each of Ms. Zhang and Mr. Tang has confirmed that she/he does not have any disagreement with the Board and that there are no matters relating to her/his resignation which need to be brought to the attention of the shareholders of the Company.

\* *for identification purposes only*

## APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTORS

The Board is pleased to announce that with effect from 29 July 2011, each of Mr. Zhou Jing (“**Mr. Zhou**”) and Mr. Yang Guocai (“**Mr. Yang**”) had been appointed as an independent non-executive Director.

Mr. Zhou, aged 61, completed the study in boiler professional (鍋爐專業) in power machinery faculty (動力機械系) in Xi’an Jiaotong University, the People’s Republic of China (“**PRC**”). Mr. Zhou is a senior economist (高級經濟師) and a professional supervision engineer (專業監理工程師). Mr. Zhou worked in Northwest Power Construction Group Corporation from 1996 to 2009. Mr. Zhou is experienced in providing management and electronic system management training.

There is no service contract between the Company and Mr. Zhou. Mr. Zhou is appointed for a term of one year and is subject to retirement by rotation and other related provisions as stipulated in the articles of association of the Company.

The remuneration of Mr. Zhou will be HK\$8,333 per month which was determined by the Board with reference to the prevailing market conditions, his roles and responsibilities.

Save as disclosed above, Mr. Zhou has not held any positions with the Company and other members of the Group. Mr. Zhou also has not held any other directorships in the last three years in public companies the securities of which are listed on any securities market in Hong Kong or overseas nor other major appointments and professional qualifications. Mr. Zhou also does not 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, there is no further information to be disclosed pursuant to the requirements of Rule 17.50(2)(h) to (v) of the Rules (“**GEM Listing Rules**”) Governing the Listing of Securities on the Growth Enterprise Market (“**GEM**”) of The Stock Exchange of Hong Kong Limited and there is no other matters relating to the appointment of Mr. Zhou that need to be brought to the attention of the shareholders of the Company.

Mr. Yang, aged 58, holds a Bachelor degree in Glassland from Gansu Agricultural University, the PRC. Mr. Yang is a certified senior project manager (IPMA Level B) accredited by the International Project Management Association. Mr. Yang was secretariat (秘書長) of the Gansu Provincial Branch of the China Council for the Promotion of International during the period from March 2002 to January 2010. Mr. Yang is experienced in project management.

There is no service contract between the Company and Mr. Yang. Mr. Yang is appointed for a term of one year and is subject to retirement by rotation and other related provisions as stipulated in the articles of association of the Company.

The remuneration of Mr. Yang will be HK\$8,333 per month which was determined by the Board with reference to the prevailing market conditions, his roles and responsibilities.

Save as disclosed above, Mr. Yang has not held any positions with the Company and other members of the Group. Mr. Yang also has not held any other directorships in the last three years in public companies the securities of which are listed on any securities market in Hong Kong or overseas nor other major appointments and professional qualifications. Mr. Yang also does not 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, there is no further information to be disclosed pursuant to the requirements of Rule 17.50(2)(h) to (v) of the GEM Listing Rules and there is no other matters relating to the appointment of Mr. Yang that need to be brought to the attention of the shareholders of the Company.

## **CHANGES TO THE COMPOSITION OF THE AUDIT COMMITTEE AND THE REMUNERATION COMMITTEE OF THE COMPANY**

The Board announces that with effect from 29 July 2011, each of Ms. Zhang and Mr. Tang has ceased to be a member of the audit committee (“**Audit Committee**”) and a member of the remuneration committee (“**Remuneration Committee**”) of the Company.

The Board announces that each of Mr. Zhou and Mr. Yang had been appointed as members of each of the Audit Committee and the Remuneration Committee with effect from 29 July 2011.

With effect from 29 July 2011, the Audit Committee will comprise three independent non-executive Directors, namely (i) Mr. Tam Kam Biu, William (“**Mr. Tam**”) as the chairman of the Audit Committee; (ii) Mr. Zhou; and (iii) Mr. Yang. The Remuneration Committee will comprise one executive Director, namely Mr. Hou Hsiao Bing, as the chairman of the Remuneration Committee, and three independent non-executive Directors, namely, (i) Mr. Tam; (ii) Mr. Zhou; and (iii) Mr. Yang.

By order of the Board  
**Soluteck Holdings Limited**  
**Hou Hsiao Bing**  
*Executive Director*

Hong Kong, 29 July 2011

*As at the date of this announcement, the Board comprises the following Directors:*

*Executive Directors:*

*Chiu Tung Ping (Chairman)*

*Yuen Hing Lan*

*Hou Hsiao Bing*

*Hou Hsiao Wen*

*Xu Wei*

*Wang Daling*

*Zeng Xiangyi*

*Leung King Pak*

*Independent non-executive Directors:*

*Tam Kam Biu, William*

*Zhou Jing*

*Yang Guocai*

*This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the GEM Listing Rules for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that to the best of their knowledge and belief the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this document misleading.*

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