

DIRECTORS, SENIOR MANAGEMENT AND EMPLOYEES

BOARD OF DIRECTORS

Our Board currently consists of nine Directors, comprising three Executive Directors, three Non-executive Directors and three Independent Non-executive Directors. The powers and duties of our Board include convening general meetings and reporting our Board's work at our Shareholders' meetings, determining our business and investment plans, preparing our annual financial budgets and final reports, formulating proposals for profit distributions and for the increase or reduction of our registered capital as well as exercising other powers, functions and duties as conferred by our Memorandum of Association and Articles of Association. We have entered into service contracts with each of our Executive Directors. We have also entered into letters of appointment with each of our Non-executive Directors and Independent Non-executive Directors.

The table below shows certain information in respect of members of the Board:

Name	Age	Date of Joining our Group	Appointment Date	Position and Responsibilities
Directors				
TANG Xuebin (唐學斌) .	46	December 6, 2002	October 30, 2012	Executive Director and chief executive officer, responsible for the operation and management of our Group
DONG Dong (董東) . . .	50	January 1, 2004	October 30, 2012	Executive Director and chief operating officer, responsible for the operation and management of information technology of our Group
ZHOU Qinwei (周勤偉) .	35	February 1, 2013	April 25, 2014	Executive Director and chief financial officer, responsible for financial management of our Group
PAN Jun (潘軍)	43	December 6, 2002	March 16, 2011	Chairman and Non-executive Director, responsible for the overall operation of the Retained Group
LAM Kam Tong (林錦堂)	45	October 30, 2012	October 30, 2012	Non-executive Director, responsible for investor relations, financial and regulatory related matters of the Retained Group
ZENG Liqing (曾李青) . .	44	June 11, 2014	June 11, 2014	Non-executive Director
TAM Chun Hung Anthony (譚振雄) . . .	63	June 11, 2014	June 11, 2014	Independent Non-executive Director
LIAO Jianwen (廖建文) .	47	June 11, 2014	June 11, 2014	Independent Non-executive Director
XU Junda (徐俊達)	69	June 11, 2014	June 11, 2014	Independent Non-executive Director

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Name	Age	Date of Joining our Group	Appointment as senior manager	Position and Responsibilities
Senior Management				
YE Hui (葉暉)	42	January 1, 2004	January 10, 2013	Vice president, responsible for the development and management of the planning and marketing department
CHANG Rong (昌榮) .	38	November 26, 2002	January 10, 2013	Vice president, responsible for the operation and management of operation and management center
GUAN Jiandong (關建東)	37	December 1, 2001	January 10, 2013	Vice president, responsible for the operation and management of community platform center
DING Yang (丁楊) . . .	39	April 19, 2004	January 10, 2013	Assistant general manager of the branding department
YU Haihua (于海華) .	34	March 28, 2011	January 10, 2013	General manager of human resources department, responsible for human resources strategic planning and enforcement
CAI Guoqi (蔡國奇) . .	49	September 1, 2008	January 10, 2013	Chief officer of the CEO office, responsible for the general operation and management of the CEO office

DIRECTORS

Executive Directors

Mr. TANG Xuebin (唐學斌), aged 46, was appointed as our Director on October 30, 2012 and was re-designated as our Executive Director on June 11, 2014. He is also the chief executive officer of our Company. He joined our Group in 2002 and is responsible for the operation and management of our Group. He also serves as a general manager of a number of subsidiaries of our Group. Mr. Tang has over 15 years of experience in property management. Prior to joining our Group, he worked at China Overseas Property Management Co., Ltd. (中海物業管理有限公司), a company which is principally engaged in property management from 1997 to 2001, where his last position held was the deputy general manager and was primarily responsible for the management of engineering department. Mr. Tang obtained a Bachelor's degree in industrial electrical automation (工業電氣自動化) from Tongji University (同濟大學) in July 1993, an Executive Master of Business Administration degree ("**EMBA degree**") from China Europe International Business School (中歐國際工商學院) in September 2010 and an executive education program certificate from Cheung Kong Graduate School of Business (長江商學院) in June 2012.

Mr. Tang, through Splendid Fortune, has a 21.60% attributable interest in our Company. Save as disclosed above, Mr. Tang has no interests in the Shares within the meaning of Part XV of the SFO. Save as disclosed above, Mr. Tang is independent from and is not related to any Directors, senior management, substantial shareholders or Controlling Shareholder of the Company. Save as disclosed above, Mr. Tang does not hold any other position with the Company or its subsidiaries and he has not held any directorship in any other public companies the securities of which are listed on any securities market in Hong Kong or overseas in the past three

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years. Save as disclosed above, there is no other information to be disclosed pursuant to any of the requirements under Rules 13.51(2)(h) to 13.51(2)(v) of the Listing Rules, nor are there any matters which need to be brought to the attention of the Shareholders in connection with Mr. Tang's appointment as an Executive Director.

Mr. DONG Dong (董東), aged 50, was appointed as our Director on October 30, 2012 and was re-designated as our Executive Director on June 11, 2014. He is also the chief operating officer of our Company. He joined our Group in 2004 and is responsible for the operation and management of information technology of our Group. He was the general manager of Shenzhen Kaiyuan Tongji from 2004 to 2005. In 2013, he became the vice president of our Group. Mr. Dong has 15 years of experience in property management. Prior to joining our Group, he was the manager, deputy manager and assistant manager of engineering department of China Overseas Property Management Co., Ltd. (中海物業管理有限公司), a company which is principally engaged in property development from September 1998 to January 2002, where he was primarily responsible for the management and operation of property development projects. He was the deputy chief engineer of Shenzhen Kaiyuan International Property Management Co., Ltd. (深圳市開元國際物業管理公司), a company which is principally engaged in property management from February 2002 to December 2004, where he was primarily responsible for the management and operation of property development projects. He was the electrical engineer and chief officer (科長) of quality control department and the senior engineer of Xinjiang Construction Corps No. 1 Construction and Installation Company (新疆生產建設兵團第一建築安裝公司), a company which is principally engaged in the engineering and construction business from November 1993 to May 1996, where he was primarily responsible for the management and operation of engineering and construction projects. Prior to November 1993, he was also a teacher of Xinjiang Shihezi University (新疆石河子農學院). Mr. Dong attended and completed a master research teaching assistance training course in fundamental physics (基礎物理) at Sichuan University (四川大學) in July 1992. Mr. Dong obtained the certificate of National Senior Engineer in July 1996. He also possesses the qualification as a Chinese government certified supervision engineer (國家註冊監理工程師) and registered real estate agent (國家註冊房地產經紀人). Mr. Dong attended business executive development program at Cheung Kong Graduate School of Business (長江商學院) and completed the program in July 2013.

Mr. Dong has no interests in the Shares within the meaning of Part XV of the SFO. Save as disclosed above, Mr. Dong is independent from and is not related to any Directors, senior management, substantial shareholders or Controlling Shareholder of the Company. Save as disclosed above, Mr. Dong does not hold any other position with the Company or its subsidiaries and he has not held any directorship in any other public companies the securities of which are listed on any securities market in Hong Kong or overseas in the past three years. Save as disclosed above, there is no other information to be disclosed pursuant to any of the requirements under Rules 13.51(2)(h) to 13.51(2)(v) of the Listing Rules, nor are there any matters which need to be brought to the attention of the Shareholders in connection with Mr. Dong's appointment as an Executive Director.

Mr. ZHOU Qinwei (周勤偉), aged 35, was appointed as our Director on April 25, 2014 and was re-designated as our Executive Director on June 11, 2014. He is also the chief financial officer of our Group. He joined our Group in 2013 and is responsible for financial management of our Group. Mr. Zhou has approximately 13 years of experience in accounting and financial management and control. Prior to joining our Group, he was the group financial controller in Le Gaga Holdings Ltd. (樂嘎嘎控股有限公司), a company which is principally engaged in greenhouse vegetable production from March 2010 to December 2012, where he was primarily responsible for the financial management of the company. He worked at Syngenta (China)

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Investment Co., Ltd. (先正達(中國)投資有限公司), a company which is principally engaged in crop protection business from October 2006 to February 2010 where his last position held was the China financial controller and was primarily responsible for the financial management of the company. He served as a manager in Cap Gemini, a company which is principally engaged in IT services and business consultancy from January 2006 to October 2006, where he was primarily responsible for outsourcing projects' management and operation. Prior to 2006, he served as senior accountant at PricewaterhouseCoopers from July 2001 to January 2006, where he was primarily responsible for audit work and preparing financial statements. Mr. Zhou graduated from Sun Yet-Sen University (中山大學) with a Bachelor's degree of management in July 2001.

Mr. Zhou has no interests in the Shares within the meaning of Part XV of the SFO. Mr. Zhou is independent from and is not related to any Directors, senior management, substantial shareholders or Controlling Shareholder of the Company. Mr. Zhou does not hold any other position with the Company or its subsidiaries and he has not held any directorship in any other public companies the securities of which are listed on any securities market in Hong Kong or overseas in the past three years. There is no other information to be disclosed pursuant to any of the requirements under Rules 13.51(2)(h) to 13.51(2)(v) of the Listing Rules, nor are there any matters which need to be brought to the attention of the Shareholders in connection with Mr. Zhou's appointment as an Executive Director.

Non-executive Directors

Mr. PAN Jun (潘軍), aged 43, was appointed as our Director on March 16, 2011 and was re-designated as our Non-executive Director on June 11, 2014. He is also the chairman of our Board. He joined the Fantasia Group in 1999 and is responsible for the overall operation of the Retained Group. He is also currently the president of Fantasia Group (China) Company Limited, the general manager of Shenzhen Fantasia Real Estate Group Limited and the director of a number of the Fantasia Group's subsidiaries. Mr. Pan has over 16 years of experience in the real estate development industry in China and prior to joining the Fantasia Group, Mr. Pan was the project manager, the manager of the marketing department, the manager of the valuation department and the assistant to the general manager of World Union Real Estate Consultancy (Shenzhen) Ltd. (世聯地產顧問(深圳)有限公司), a company which is principally engaged in property agency from March 1994 to September 1999, where he was primarily responsible for marketing and valuation matters. Mr. Pan obtained a Bachelor's degree in conservancy and hydropower engineering from Chengdu University of Science and Technology (成都科技大學) in July 1992 and holds an Executive Master of Business Administration degree from Tsinghua University. Mr. Pan is also qualified as a land valuer in China and a member of the Shenzhen Institution of Real Estate Appraisers (深圳市不動產估價學會).

Mr. Pan has no interests in the Shares within the meaning of Part XV of the SFO. Save as disclosed above, Mr. Pan is independent from and is not related to any Directors, senior management, substantial shareholders or Controlling Shareholder of the Company. Save as disclosed above, Mr. Pan has not held any directorship in any other public companies the securities of which are listed on any securities market in Hong Kong or overseas in the past three years. Save as disclosed above, there is no other information to be disclosed pursuant to any of the requirements under Rules 13.51(2)(h) to 13.51(2)(v) of the Listing Rules, nor are there any matters which need to be brought to the attention of the Shareholders in connection with Mr. Pan's appointment as a Non-executive Director.

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Mr. LAM Kam Tong (林錦堂), aged 45, was appointed as our Director on October 30, 2012 and was re-designated as our Non-executive Director on June 11, 2014. Mr. Lam is currently an executive director, chief financial officer and company secretary of Fantasia Holdings. Mr. Lam joined the Fantasia Group in May 2012 and is responsible for investor relations, financial and regulatory related matters of the Retained Group. Prior to joining the Fantasia Group, Mr. Lam was the executive director, chief financial officer and company secretary of China Aoyuan Property Group Limited (中國奧園地產股份有限公司) (stock code: 3883), a company listed on the Main Board of the Stock Exchange, which is principally engaged in property development business in the PRC, from December 2008 to May 2012, where he was primarily responsible for the enforcement of compliance with the relevant laws and regulations, investor relations management, merger and acquisition and overseas financing. Mr. Lam has over 14 years of experience in professional audit and extensive experience in investor relations management, auditing, mergers and acquisitions and overseas financing. He is a member of the Hong Kong Institute of Certified Public Accountant and the Association of Chartered Certified Accountants. Mr. Lam obtained a Bachelor's degree in Business Management from the Chinese University of Hong Kong in July 1991. He was the company secretary and qualified accountant of Greentown China Holdings Limited (綠城中國控股有限公司) (stock code: 3900), a company listed on the Main Board of the Stock Exchange, which is principally engaged in property development business in the PRC from May 2006 to October 2008, where he was primarily responsible for financial management and company secretarial matters. Mr. Lam was an independent non-executive director of Sheng Yuan Holdings Limited (盛源控股有限公司) (stock code: 851), a company listed on the Main Board of the Stock Exchange, which is principally engaged in the provision of financial services in Hong Kong, from November 2010 to March 2014. Mr. Lam is also currently an independent non-executive director of Pegasus Entertainment Holdings Limited (天馬娛樂控股有限公司) (stock code: 8039), a company listed on the Growth Enterprise Market of the Stock Exchange, which is an investment holding company and its subsidiaries are principally engaged in film production, distribution and licensing of film rights.

Mr. Lam has no interests in the Shares within the meaning of Part XV of the SFO. Save as disclosed above, Mr. Lam is independent from and is not related to any Directors, senior management, substantial shareholders or Controlling Shareholder of the Company. Save as disclosed above, Mr. Lam has not held any directorship in any other public companies the securities of which are listed on any securities market in Hong Kong or overseas in the past three years. Save as disclosed above, there is no other information to be disclosed pursuant to any of the requirements under Rules 13.51(2)(h) to 13.51(2)(v) of the Listing Rules, nor are there any matters which need to be brought to the attention of the Shareholders in connection with Mr. Lam's appointment as a Non-executive Director.

Mr. ZENG Liqing (曾李青), aged 44, was appointed as our Non-executive Director on June 11, 2014. He joined our Group on June 11, 2014. Since October 2008, Mr. Zeng has been the chairman of Taomee Holdings Limited (NYSE: TAOM), a company listed on the New York Stock Exchange. Mr. Zeng has also been the independent director of Shenzhen Aisidi Co., Ltd. (深圳市愛施德股份有限公司) (stock code: 2416), a company listed on the Shenzhen Stock Exchange, since May 2014. Prior to joining our Group, Mr. Zeng was the chief operating officer of Tencent Holdings Limited (騰訊控股有限公司) (Stock Code: 700) from November 1999 to December 2006, a company listed on the Stock Exchange, where he was primarily responsible for business expansion and managing the marketing teams. Mr. Zeng was also one of the five core founders of Tencent Holdings Limited. Since May 2007, he has been the president of Shenzhen Decent Investment Co., Ltd. From October 2009 to May 2013, Mr. Zeng was an Independent Non-executive Director of A8 Digital Music Holdings Limited (A8電媒音樂控股公司) (Stock Code: 800), a company listed on the Stock Exchange. From April 2007 to May 2013, Mr. Zeng was an

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Independent Non-executive Director of Shenzhen Jieshun Science And Technology Industry Co., Ltd. (深圳市捷順科技實業股份有限公司) (Stock Code: 2609), a company listed on the Shenzhen Stock Exchange. Mr. Zeng obtained a Bachelor's degree in computer communication (計算機通信) from Xi'an University of Electronic Technology (西安電子科技大學) in July 1993, an EMBA degree from China Europe International Business School (中歐國際工商學院) in September 2007.

Mr. Zeng has no interests in the Shares within the meaning of Part XV of the SFO. Save as disclosed above, Mr. Zeng is independent from and is not related to any Directors, senior management, substantial shareholders or Controlling Shareholder of the Company. Save as disclosed above, Mr. Zeng has not held any directorship in any other public companies the securities of which are listed on any securities market in Hong Kong or overseas in the past three years. Save as disclosed above, there is no other information to be disclosed pursuant to any of the requirements under Rules 13.51(2)(h) to 13.51(2)(v) of the Listing Rules, nor are there any matters which need to be brought to the attention of the Shareholders in connection with Mr. Zeng's appointment as a Non-executive Director.

Independent Non-executive Directors

Mr. TAM Chun Hung Anthony (譚振雄), aged 63, Mr. Tam was appointed as our Independent Non-executive Director on June 11, 2014. He has extensive experience in finance and advisory services in Hong Kong and the PRC. Since 2013, Mr. Tam has been a tax partner of Mazars which is principally engaged in accounting and management consulting. Prior to that, he was a partner of Deloitte Touche Tohmatsu from 1989 to 2013 which is principally engaged in accounting and management consulting. He is currently the Deputy Chairman of the Tax Faculty of the Hong Kong Institute of Certified Public Accountants and one of the two program directors of the Advanced Taxation Program of the Hong Kong Institute of Certified Public Accountants. Mr. Tam was also the Assistant Governor and District Treasurer of District 3450 of Rotary International. Mr. Tam obtained a Bachelor's degree in engineering and management from McMaster University in May 1976 and a Master's degree in business administration from the University of Toronto in November 1983. Mr. Tam is a fellow member of the Hong Kong Institute of Certified Public Accountants, a member of the Institute of Chartered Accountants of Ontario and a certified tax advisor of the Taxation Institute of Hong Kong.

Mr. Tam has no interests in the Shares within the meaning of Part XV of the SFO. Save as disclosed above, Mr. Tam is independent from and is not related to any Directors, senior management, substantial shareholders or Controlling Shareholder of the Company. Save as disclosed above, Mr. Tam has not held any directorship in any other public companies the securities of which are listed on any securities market in Hong Kong or overseas in the past three years. Save as disclosed above, there is no other information to be disclosed pursuant to any of the requirements under Rules 13.51(2)(h) to 13.51(2)(v) of the Listing Rules, nor are there any matters which need to be brought to the attention of the Shareholders in connection with Mr. Tam's appointment as an Independent Non-executive Director.

Dr. LIAO Jianwen (廖建文), aged 47, was appointed as our Independent Non-executive Director on June 11, 2014. Dr. Liao has extensive business teaching experience in the United States, Hong Kong and the PRC. He has been an associate dean and professor of managerial practice in strategy and innovation at the Cheung Kong Graduate School of Business (長江商學院) since January 2012. Prior to that, Dr. Liao was an associate professor at the Stuart School of Business in Illinois Institute of Technology from 2006 to 2010. In 2001, Dr. Liao was also a visiting professor at Hong Kong University of Science and Technology. Dr. Liao received a

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Doctoral's degree in business administration from Southern Illinois University at Carbondale (USA) in August 1996, a Master's degree in economics from Renmin University of China (中國人民大學) in February 1991, and a Bachelor's degree in industry engineering from Northeastern University (東北大學) (formerly known as Northeastern Institute of Technology (東北工學院)) in July 1988.

Dr. Liao has no interests in the Shares within the meaning of Part XV of the SFO. Save as disclosed above, Dr. Liao is independent from and is not related to any Directors, senior management, substantial shareholders or Controlling Shareholder of the Company. Save as disclosed above, Dr. Liao has not held any directorship in any other public companies the securities of which are listed on any securities market in Hong Kong or overseas in the past three years. Save as disclosed above, there is no other information to be disclosed pursuant to any of the requirements under Rules 13.51(2)(h) to 13.51(2)(v) of the Listing Rules, nor are there any matters which need to be brought to the attention of the Shareholders in connection with Dr. Liao's appointment as an Independent Non-executive Director.

Mr. XU Junda (徐俊達), aged 69, was appointed as our Independent Non-executive Director on June 11, 2014. He has extensive experience in real estate management in the PRC. Since 2001, he has been the executive vice-president and secretary general of the China Property Management Institute (中國物業管理協會), responsible for overseeing day-to-day management and administration of the institute. From June 2010 to May 2013, Mr. Xu was an independent director of AVIC Real Estate Holding Company Limited (中航地產股份有限公司) (stock code: 000043), a company listed on the Shenzhen Stock Exchange, which is principally engaged in the development, sale and management of real estate properties. From 1988 to 2001, he served as the deputy head of the Ministry of Construction and Real Estate Property Management (建設部房地產業司房地產市場管理處), a PRC government authority responsible for legislative and policy development in relation to property management of the government authority. Mr. Xu obtained the qualification as a senior engineer from Senior Professional Technicians Evaluation Committee of the Ministry of Construction (建設部高級專業技術職務綜合評審委員會) in December 1992.

Mr. Xu has no interests in the Shares within the meaning of Part XV of the SFO. Save as disclosed above, Mr. Xu is independent from and is not related to any Directors, senior management, substantial shareholders or Controlling Shareholder of the Company. Save as disclosed above, Mr. Xu has not held any directorship in any other public companies the securities of which are listed on any securities market in Hong Kong or overseas in the past three years. Save as disclosed above, there is no other information to be disclosed pursuant to any of the requirements under Rules 13.51(2)(h) to 13.51(2)(v) of the Listing Rules, nor are there any matters which need to be brought to the attention of the Shareholders in connection with Mr. Xu's appointment as an Independent Non-executive Director.

Each of our Directors has not been involved in any of the events described under Rule 13.51(2) of the Listing Rules. Save as disclosed above, none of our Directors has been a director of other listed entities for the three years immediately preceding the date of this prospectus.

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SENIOR MANAGEMENT

The table below sets forth certain information concerning our other senior management members:

Mr. YE Hui (葉暉), aged 42, is a vice president of our Group. He joined our Group in 2004 and is responsible for the development and management of the planning and marketing department. He served on various positions within our Group, including but not limited to the general manager of Shenzhen Colour Life Network Service and Shenzhen Colour Life Property Management, both of which are indirect wholly owned subsidiaries of our Group. Mr. Ye has over 20 years of experience in engineering and property management. Prior to joining our Group, he worked as the manager and software engineer of software development department in Shenzhen Corad Technology Co., Ltd. (深圳嘉兆科技有限公司), a company which is principally engaged in computer circuit technology business from September 1992 to March 1996, where he was primarily responsible for software development. He was the general manager of Dima Electronics (Shenzhen) Co., Ltd. (迪馬電子(深圳)有限公司), a company which is principally engaged in information system from March 1996 to April 2001, where he was primarily responsible for the development of information systems. Mr. Ye was the partner and general manager of Shenzhen Teamtop Technology Co., Ltd. (深圳市天拓科技有限公司), a company which is principally engaged in mobile game development from April 2001 to March 2004, where he was primarily responsible for the overall operations of the company. Mr. Ye graduated from Zhejiang University (浙江大學) with a Bachelor's degree of industrial electrical automation (工業電氣自動化) in July 1992. Mr. Ye attended business executive development program at Cheung Kong Graduate School of Business (長江商學院) and completed the program in July 2013.

Mr. CHANG Rong (昌榮), aged 38, is a vice president of our Group. He joined our Group in 2002 and is responsible for the operation and management of operation and management center of our Group. He served as the vice president of Shenzhen Colour Life since January 2005. He has about 14 years of experience in property management. Prior to joining our Group, he worked as the project director and assistant manager in China Overseas Property Management Co., Ltd. (中海物業管理有限公司), a company which is principally engaged in property development from July 1998 to December 2002, where he was primarily responsible for management of property development projects. Mr. Chang graduated from Tongji University (同濟大學) with a Bachelor's degree of industrial electrical automation (工業電氣自動化) in July 1998. Mr. Chang attended business executive development program at Cheung Kong Graduate School of Business (長江商學院) and completed the program in July 2013.

Mr. GUAN Jiandong (關建東), aged 37, is a vice president of our Group. He joined our Group in 2001 and is responsible for the operation and management of community platform center of our Group. He served on various positions within our Group, including but not limited to, the general manager of Shenzhen Kaiyuan Tongji and Shenzhen Colour Life Network Service, both of which are indirect wholly owned subsidiaries of our Company. He has over 15 years of experience in engineering and property management. Prior to joining our Group, he worked as the head of management office, vice president of electrical and mechanical services department and manager of community network department in China Overseas Property Management Co., Ltd. (中海物業管理有限公司), a company which is principally engaged in property management from July 1998 to December 2001, where he was primarily responsible for the management and operation of software and engineering services. Mr. Guan obtained a Bachelor's degree of heating, ventilating and air conditioning (暖通空調) from Huazhong University of Science and Technology (華中理工大學) in June 1998. Mr. Guan attended business executive development program at Cheung Kong Graduate School of Business (長江商學院) and completed the program in July 2013.

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Ms. DING Yang (丁楊), aged 39, is the assistant general manager of the branding department of our Group. Ms. Ding is responsible for overseeing sales and marketing. She joined our Group in 2004. Ms. Ding has almost 10 years of experience in marketing development and branding. From 2004 to 2006, she was the head of marketing department of our Group, responsible for market planning management, market development management and the nationwide expansion of our Group's management service project. Since 2007, she has been the head of the brand center of our Group, responsible for our Group's brand creation and planning, brand maintenance, brand planning and promotion, implementing corporate culture and promoting corporate image. Ms. Ding obtained a diploma from Liaoyuan Normal School (遼源師範學校) in July 1996.

Ms. YU Haihua (于海華), aged 34, is the general manager of human resources department of our Group and is responsible for human resources strategic planning and enforcement. She joined our Group in 2011 and served as the administration manager of chairman office and the assistant to general manager. She has been the general manager of our human resources department since 2012. Ms. Yu has approximately 7 years of experience in human resource management. Prior to joining our Group, Ms. Yu worked as the human resource manager of the greater China region for Shenzhen Quick Printing (Shenzhen) Co., Limited (快速印刷(深圳)有限公司), a company which is principally engaged in financial printing from September 2006 to February 2008. She was the personnel administration manager and the assistant to the chairman of Shenzhen Daxing Automobile Group Co., Ltd. (深圳市大興汽車集團有限公司), a company which is principally engaged in the sale of automobiles from February 2008 to March 2011. Ms. Yu obtained a Diploma in public management from China Central Radio and TV Virtual University (中央廣播電視大學) in March, 2006. Ms. Yu is currently enrolled in the Master of Psychology (applied psychology) program at Sun Yat-Sen University (中山大學).

Mr. CAI Guoqi (蔡國奇), aged 49, is the chief officer of the CEO office of our Group. He joined our Group in 2008 and is responsible for the general operation and management of the CEO office. Mr. Cai has over 10 years of experience in corporate management. Prior to joining our Group, he was the deputy manager and the secretary of Zhuzhou Pharmaceutical Processing Factory (株洲選礦藥劑廠), a company which is principally engaged in manpower services from 1999 to 2001 and the chief officer of Zhuzhou Torch Industrial Furnace Co, Ltd (株洲火炬工業爐責任有限公司), a company which is principally engaged in research and development, design, manufacture and installation of energy-saving services for nonferrous metallurgy equipment from July 2005 to August 2008. Mr. Cai graduated from Central South University (中南大學) with a Bachelor's degree in management accounting in July 1987. He obtained a mid-level qualification certificate in the specialty of industrial economist in November 1998.

COMPANY SECRETARY

Ms. CHENG Pik Yuk (鄭碧玉), aged 56, was appointed as company secretary of our Company on June 11, 2014. She is a corporate services director of Tricor Services Limited ("Tricor"), providing corporate secretarial services to client companies. She worked in the company secretarial department of Deloitte Touche Tohmatsu Hong Kong from July 1988 to September 2000 and was the senior manager as well as the departmental manager prior to joining Tricor. Ms. Cheng has worked in the company secretarial departments of a number of international accounting firms and has over 30 years of experience in the company secretarial field. She has been providing corporate secretarial support services to listed companies and multi-national groups. Ms. Cheng graduated from The Hong Kong Polytechnic in 1980 and is a fellow of The Institute of Chartered Secretaries and Administrators in the United Kingdom and The Hong Kong Institute of Chartered Secretaries ("HKICS"), and is a holder of the Practitioner's Endorsement of the HKICS.

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BOARD COMMITTEE

Audit Committee

We have established an audit committee on June 11, 2014 with written terms of reference in compliance with Rule 3.21 of the Listing Rules and paragraph C3 of the Code on Corporate Governance Practices as set out in Appendix 14 of the Listing Rules. The audit committee consists of three Independent Non-executive Directors, Mr. Tam Chun Hung, Anthony (譚振雄) (being the chairman of the audit committee who possess the professional qualification in accountancy), Dr. Liao Jianwen (廖建文) and Mr. Xu Junda (徐俊達). The primary duties of the audit committee are to assist the Board by providing an independent view of the effectiveness of the financial reporting process, internal control and risk management system of the Group, to oversee the audit process, to develop and review our policies and to perform other duties and responsibilities as assigned by our Board.

Remuneration Committee

We have established a remuneration committee on June 11, 2014 with written terms of reference in compliance with Rule 3.25 of the Listing Rules and paragraph B1 of the Code on Corporate Governance Practices as set out in Appendix 14 of the Listing Rules. The remuneration committee consists of four members, one of whom is an Executive Director being Mr. Tang Xuebin (唐學斌), and three of whom are Independent Non-executive Directors, being Dr. Liao Jianwen (廖建文), Mr. Tam Chun Hung, Anthony (譚振雄) and Mr. Xu Junda (徐俊達). The remuneration committee is chaired by Dr. Liao Jianwen (廖建文), an Independent Non-executive Director. The primary duties of the remuneration committee include (but without limitation): (i) making recommendations to the Directors regarding our policy and structure for the remuneration of all our Directors and senior management and on the establishment of a formal and transparent procedure for developing remuneration policies; (ii) making recommendations to the Board on the remuneration packages of our Directors and senior management; (iii) reviewing and approving the management's remuneration proposals with reference to the Board's corporate goals and objectives; and (iv) considering and approving the grant of share options to eligible participants pursuant to the Share Option Scheme.

During the Track Record Period, our remuneration policy for our Directors and senior management members was based on their experience, level of responsibility and general market conditions. Any discretionary bonus and other merit payments are linked to the profit performance of the Group and the individual performance of our Directors and senior management members. We intend to adopt the same remuneration policy after the Listing, subject to review by and the recommendations of our remuneration committee.

Nomination Committee

We have established a nomination committee on June 11, 2014 with written terms of reference. The nomination committee consists of five members, namely Mr. Pan Jun (潘軍), Mr. Tang Xuebin (唐學斌), Mr. Tam Chun Hung Anthony (譚振雄), Dr. Liao Jianwei (廖建文) and Mr. Xu Junda (徐俊達). Three of the members are our Independent Non-executive Directors. The chairman of the nomination committee is Mr. Pan Jun (潘軍). The primary function of the nomination committee is to make recommendations to our Board on the appointment of members of our Board.

COMPENSATION OF DIRECTORS AND SENIOR MANAGEMENT

Our Executive Directors receive, in their capacity as our employees, compensation in the form of salary and cash bonus.

DIRECTORS, SENIOR MANAGEMENT AND EMPLOYEES

The aggregate amount of remuneration including fees, salaries, contributions to pension schemes, housing allowances and other allowances and benefits in kind and discretionary bonuses which were paid to our Directors in 2011, 2012 and 2013, was RMB684,000, RMB745,000 and RMB1,304,000, respectively.

The aggregate amount of remuneration including fees, salaries, contributions to pension schemes, housing allowances and other allowances and benefits in kind and discretionary bonuses which were paid by our Group to our five highest paid individuals included two Directors in 2011, 2012 and three Directors in 2013. The remuneration of the remaining three individuals in 2011, 2012 and remaining two individuals in 2013, was RMB864,000, RMB920,000 and RMB1,305,000, respectively.

No remuneration was paid by our Group to our Directors or the five highest paid individuals as an inducement to join or upon joining our Group or as a compensation for loss of office during the Track Record Period. Further, none of our Directors waived any remuneration during the same period.

Under our arrangements currently in force, the aggregate remuneration (including fees, salaries, contributions to pension schemes, housing allowances and other allowances and benefits in kind) of our Directors for the year ending December 31, 2014 is estimated to be no more than RMB2,002,000.

EMPLOYEES REMUNERATION

In 2011, 2012 and 2013, we incurred staff costs (including our Directors) of approximately RMB44,377,000, RMB62,542,000 and RMB71,489,000, respectively, representing 30.3%, 31.8% and 30.7% of our revenue during those periods.

As required by PRC regulations as well as compulsory rules of the PRC local governments, we participate in various social welfare schemes including pension, medical, maternity, work-related injury insurances, unemployment insurance and housing provident fund contributions. We are required under PRC law to make contributions to these schemes based on certain percentages of the salaries, bonuses and certain allowances of our employees in accordance with the respective regulatory requirement, up to a minimum amount specified by the relevant local governments from time to time, except as disclosed in the section entitled “Business — Legal Proceedings and Compliance — Non-compliance Record.”

The total amount of contributions we made for such employee pension schemes in 2011, 2012 and 2013, was RMB2,777,000, RMB5,879,000 and RMB5,943,000, respectively.

SHARE OPTION SCHEME

We have adopted the Share Option Scheme. For details of the Share Option Scheme, please refer to the section entitled “Statutory and General Information — D. Share Option Scheme” in Appendix IV to this prospectus.

DIRECTORS, SENIOR MANAGEMENT AND EMPLOYEES

COMPLIANCE ADVISOR

We have appointed Altus Capital Limited as our compliance advisor pursuant to Rule 3A.19 of the Listing Rules. Pursuant to Rule 3A.23 of the Listing Rules, the compliance advisor will advise us in the following circumstances:

- (a) before the publication of any regulatory announcement, circular or financial report;
- (b) where a transaction, which might be a notifiable or connected transaction, is contemplated, including share issues and share repurchases;
- (c) where we propose to use the net proceeds of the Global Offering in a manner different from that detailed in this prospectus or where our business activities, developments or results deviate from any forecast, estimate or other information in this prospectus; and
- (d) where the Stock Exchange makes an inquiry of us regarding unusual movements in the price or trading volume of our Shares.

The terms of the appointment shall commence on the Listing Date and end on the date which we distribute our annual report of our financial results for the first full financial year commencing after the Listing Date and such appointment may be subject to extension by mutual agreement.