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natural beauty

Natural Beauty Bio-Technology Limited

自然美生物科技有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 00157)

RESIGNATION AND APPOINTMENT OF NON-EXECUTIVE DIRECTORS AND CHANGE IN COMPOSITION OF THE AUDIT COMMITTEE

The Board announces that, with effect from 11 August 2015:

- (1) Ms. NG Shieu Yeing Christina resigned as a non-executive Director and a member of the Audit Committee of the Company;
- (2) Mr. POON Yee Man Alwin resigned as a non-executive Director of the Company;
- (3) Ms. GONG Zhizhi was appointed as a non-executive Director and a member of the Audit Committee of the Company; and
- (4) Mr. CHANG Hsiuguo was appointed as a non-executive Director of the Company.

RESIGNATION OF NON-EXECUTIVE DIRECTORS

The board (the “**Board**”) of directors (the “**Directors**”) of Natural Beauty Bio-Technology Limited (the “**Company**”) hereby announces that, with effect from 11 August 2015, Ms. NG Shieu Yeing Christina (“**Ms. NG**”) has resigned as a non-executive Director and a member of the Audit Committee of the Company, and Mr. POON Yee Man Alwin (“**Mr. POON**”) has resigned as a non-executive Director of the Company, due to other business commitments.

Both Ms. NG and Mr. POON have confirmed that they have no disagreement with the Board and that there are no matters in relation to their resignation that need to be brought to the attention of the shareholders of the Company.

The Board would like to express its gratitude to Ms. NG and Mr. POON for their valuable contributions to the Company during their tenure of office.

APPOINTMENT OF NON-EXECUTIVE DIRECTORS

The Board is pleased to announce that, with effect from 11 August 2015, Ms. GONG Zhizhi (“**Ms. GONG**”) has been appointed as a non-executive Director and a member of the Audit Committee of the Company, and Mr. CHANG Hsiuguo (“**Mr. CHANG**”) has been appointed as a non-executive Director of the Company.

The biographical details of Ms. GONG and Mr. CHANG are as follows:

Ms. GONG Zhizhi, aged 35, is currently a director of the Carlyle Group (“**Carlyle**”) advising on Asian buyout opportunities. She is based in Beijing. Prior to joining Carlyle, Ms. GONG was a Principal at Apax Partners Limited Liability Partnership, where she was a core member of the Greater China team. Prior to that, Ms. GONG worked at the Investment Banking Department at China International Capital Corporate Limited (CICC) in Beijing, a leading China investment bank, where she had been deeply involved in the restructuring and listing of a number of leading Chinese companies. Ms. GONG received her M.B.A. from Harvard Business School and B.A. in economics from Peking University.

As at the date of this announcement, Ms. GONG has not held any directorship in the last three years in any public companies the securities of which are listed on any securities market in Hong Kong or overseas.

Save as disclosed above, Ms. GONG does not have any relationship with any other Directors, senior management or substantial or controlling shareholders of the Company.

As at the date of this announcement, Ms. GONG was not interested in and did not have any interest or short positions in any shares or underlying shares in or any debentures of the Company or any of its associated corporations within the meaning of Part XV of the Securities and Futures Ordinance (the “**SFO**”) as recorded in the register required to be kept pursuant to Section 352 of the SFO, or as otherwise notified to the Company and The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) pursuant to the Model Code for Securities Transactions by Directors of Listed Issuers (the “**Model Code**”), Appendix 10 to the Rules Governing the Listing of Securities on the Stock Exchange (the “**Listing Rules**”).

Ms. GONG is appointed as a non-executive Director of the Company for an initial term of three years commencing from 11 August 2015. She is subject to retirement by rotation and re-election in accordance with the Listing Rules and the articles of association of the Company.

As at the date of this announcement, Ms. GONG has not entered into any service contract with the Company and will not receive any director’s remuneration.

Save as disclosed above, there are no other matters that need to be brought to the attention of the shareholders of the Company in connection with the appointment of Ms. GONG as non-executive Director and there is no other information that should be disclosed pursuant to Rules 13.51(2)(h) to (v) of the Listing Rules.

Mr. CHANG Hsiuguo (alias CHANG, Herman Hsiuguo), aged 56, is currently a managing director of Carlyle Asia Partners, a group that makes large control and strategic minority investments in Asia; Mr. CHANG is focused on the industrial sector. He is based in Shanghai. Since joining Carlyle in 2006, Mr. CHANG has been involved in the value creation initiatives for Carlyle's portfolio companies and deal sourcing in the industrial and related sectors. He also works with Carlyle's global groups on business development where Asia carries a significant role. Prior to joining Carlyle, Mr. CHANG ran a global business unit and Asia Pacific region for Delphi Automotive Public Limited Company ("**Delphi**"). He held positions in products, operations and general management in the 20 years with General Motors Company and Delphi, of which 11 years in China. Mr. CHANG received an engineering Ph.D. degree from Northwestern University, Evanston, Illinois, U.S.A. He was the recipient of 2010 One Carlyle award. Mr. CHANG was a non-executive director of Yashili International Holdings Ltd, a company listed on the Stock Exchange (Stock Code: 1230), until August 2013. He is now a non-executive director of Coates Hire Limited, a director of Jiangsu HaoXiangGou Joint Stock Company Limited and Haier Bio-Medical (Qingdao Haier Special Electronic Apparatus Co., Ltd.), and a consultant to Ta Chong Bank, Ltd., a company listed on the Taiwan Stock Exchange (Stock Code: 2847).

As at the date of this announcement, save as disclosed above, Mr. CHANG has not held any directorship in the last three years in any public companies the securities of which are listed on any securities market in Hong Kong or overseas.

Save as disclosed above, Mr. CHANG does not have any relationship with any other Directors, senior management or substantial or controlling shareholders of the Company.

As at the date of this announcement, Mr. CHANG was not interested in and did not have any interest or short positions in any shares or underlying shares in or any debentures of the Company or any of its associated corporations within the meaning of Part XV of the SFO as recorded in the register required to be kept pursuant to Section 352 of the SFO, or as otherwise notified to the Company and the Stock Exchange pursuant to the Model Code.

Mr. CHANG is appointed as a non-executive Director of the Company for an initial term of three years commencing from 11 August 2015. He is subject to retirement by rotation and re-election in accordance with the Listing Rules and the articles of association of the Company.

As at the date of this announcement, Mr. CHANG has not entered into any service contract with the Company and will not receive any director's remuneration.

Save as disclosed above, there are no other matters that need to be brought to the attention of the shareholders of the Company in connection with the appointment of Mr. CHANG as non-executive Director and there is no other information that should be disclosed pursuant to Rules 13.51(2)(h) to (v) of the Listing Rules.

The Board wishes to express its warm welcome to Ms. GONG and Mr. CHANG on their appointment.

CHANGE IN COMPOSITION OF THE AUDIT COMMITTEE

Following the resignation of Ms. NG, the Board announces that Ms. GONG has been appointed to replace Ms. NG as a member of the Audit Committee of the Company with effect from 11 August 2015.

By order of the Board
Natural Beauty Bio-Technology Limited
Tsai Yen-Yu
Chairperson

Hong Kong, 11 August 2015

As at the date of this announcement, the Board comprises Dr. Tsai Yen-Yu, Mr. Lee Ming-Ta and Dr. Su Chien-Cheng as executive directors; Mr. Patrick Thomas Siewert, Dr. Su Sh-Hsyu, Mr. Gregory Michael Zeluck, Ms. Gong Zhizhi and Mr. Chang Hsiuguo as non-executive directors; and Mr. Francis Goutenmacher, Ms. Su-Mei Thompson, Mr. Chen Ruey-Long and Mr. Yang Tze-Kaing as independent non-executive directors.