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**中软国际**

**CHINASOFT INTERNATIONAL LIMITED**

**中軟國際有限公司\***

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

**(Stock Code: 354)**

## **RETIREMENT AND APPOINTMENT OF DIRECTORS**

The board of directors (the “Board”) of Chinasoft International Limited (the “Company”) announces that (i) Mr. Wang Hui (“Mr. Wang”) retired from office as a director of the Company after the conclusion of the annual general meeting of the Company held on 18th May, 2016 (the “AGM”) as he did not offer himself for re-election due to his intention to devote more time to his other personal engagements; and (ii) Mr. Samuel Thomas Goodner (“Mr. Goodner”) was appointed as a non-executive director of the Company by shareholders of the Company (the “Shareholders”) at the AGM with effect from the conclusion of the AGM.

Mr. Wang confirmed that he had no disagreement with the Board and there was no matter relating to his retirement that would need to be brought to the attention of the Shareholders.

The Board would like to thank Mr. Wang for his valuable contributions to the Company during his past service.

The biographical details of Mr. Goodner are as follows:

Mr. Goodner, age 49, is the founder and former CEO of Catapult Systems, a Microsoft-focused information technology consulting firm with over 400 employees and 9 regional offices across the United States. Mr. Goodner founded Catapult Systems in 1993 at the age of 26. Prior to starting Catapult, he worked in business development at Service Systems International and developed software applications for Dell Computer Corporation. Over the past 20 years, Mr. Goodner also founded two software product companies, PowerDOC and Inquisite, and launched several service brands under the Catapult Systems umbrella including Mobile Alchemy, a mobile application development firm, and Slingrock, an interactive, branding, design and marketing agency. Mr. Goodner served as a mountain infantry officer in the Swiss Army, is a graduate of the MIT/Inc Birthing of Giants program, and a member of the Austin chapter of the Young Presidents’ Organization (YPO). He has been repeatedly recognized for his innovation and leadership and was a recipient of the Ernst & Young Entrepreneur of the Year award in 2008.

\* *For identification purposes only*

Mr. Goodner holds a Bachelor of Science in Computer Science from Texas A&M University.

As at the date of this announcement, Mr. Goodner does not hold any other directorships in public companies listed on any securities market in Hong Kong or overseas in the last three years nor hold any other position with the Company and other members of the group of the Company.

Mr. Goodner is not connected with any other directors, senior management of the Company, substantial or controlling Shareholders and, as at the date of this announcement, does not have any interest in the securities of the Company which are required to be disclosed under Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

Mr. Goodner was appointed as a non-executive director of the Company for a term of two years from the date of AGM. He has not entered into any service contract with the Company and is entitled to receive a director's salary of US\$50,000 per annum for holding the office of a non-executive director of the Company. Mr. Goodner's annual director's salary will be determined by the Board with recommendation from the remuneration committee of the Company with reference to his performance by the end of each financial year. Mr. Goodner is subject to retirement by rotation and re-election in accordance with the articles of association of the Company.

Save as disclosed herein, Mr. Goodner confirmed that there are no matter that needs to be brought to the attention of the Shareholders and there are no information that should be disclosed pursuant to Rule 13.51(2)(h) to (v) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited.

By order of the Board  
**Chinasoft International Limited**  
**Dr. Chen Yuhong**  
*Chairman and Chief Executive Officer*

Hong Kong, 18 May 2016

As at the date of this announcement and following the change of directors of the Company, the Board comprises:

***Executive Directors:***

Dr. Chen Yuhong (*Chairman and Chief Executive Officer*), Dr. Tang Zhenming

***Non-Executive Directors:***

Dr. Zhang Yaqin, Mr. Samuel Thomas Goodner

***Independent Non-Executive Directors:***

Mr. Zeng Zhijie, Dr. Leung Wing Yin Patrick, Dr. Lai Guanrong