SIM Technology

SIM TECHNOLOGY GROUP LIMITED
晨訊科技集團有限公司 *

(Incorporated in Bermuda with limited liability)

(Stock code: 2000)

CHANGE OF INDEPENDENT NON-EXECUTIVE DIRECTORS AND CHANGE OF COMPOSITION OF BOARD COMMITTEES

The Board announces that with effect from 18 April 2017:

(i) Mr Xie Linzhen has resigned as an independent non-executive Director and a member of each of the Audit Committee and Remuneration Committee;

(ii) Mr Dong Yunting has resigned as an independent non-executive Director and a member of each of the Audit Committee and Remuneration Committee;

(iii) Mr Wang Tianmiao has been appointed as an independent non-executive Director and a member of each of the Audit Committee and Remuneration Committee; and

(iv) Mr Wu Zhe has been appointed as an independent non-executive Director and a member of each of the Audit Committee and Remuneration Committee.

RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTORS

The board ("**Board**") of directors ("**Directors**", each a "**Director**") of SIM Technology Group Limited ("**Company**", together with its subsidiaries, the "**Group**") announces that with effect from 18 April 2017:

(i) Mr Xie Linzhen ("**Mr Xie**") has resigned as an independent non-executive Director and a member of each of the audit committee ("**Audit Committee**") and the remuneration committee ("**Remuneration Committee**") of the Board due to his other commitments which require more of his time; and

(ii) Mr Dong Yunting ("**Mr Dong**") has resigned as an independent non-executive Director and a member of each of the Audit Committee and Remuneration Committee due to his other commitments which require more of his time.

Each of Mr Xie and Mr Dong has confirmed that they have no disagreement with the Board and there are no other matters relating to their resignation that need to be brought to the attention of The Stock Exchange of Hong Kong Limited ("**Stock Exchange**") or the shareholders of the Company ("**Shareholders**").

APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTORS

The Board wishes to announce that with effect from 18 April 2017:

(i) Mr Wang Tianmiao ("**Mr Wang**") has been appointed as an independent non-executive Director and a member of each of the Audit Committee and Remuneration Committee; and

(ii) Mr Wu Zhe ("**Mr Wu**") has been appointed as an independent non-executive Director and a member of each of the Audit Committee and Remuneration Committee.

The biographical details of Mr Wang and Mr Wu are set out below:

Mr Wang, aged 57, has been a professor at Beihang University in the PRC since 1995. He was (i) a member of the Academic Subject Assessment Expert Panel of the Academic Committee of the State Council of the People's Republic of China ("**PRC**"); (ii) the expert panel leader of the national "863 Programme" on robotics technology; (iii) the deputy leader of the Expert Panel Meeting of the Manufacturing Industry Informatization Project of the Ministry of Science and Technology of the PRC; (iv) a member of the Robotics Professional Committee of the Ministry of Science and Technology of the PRC; (v) the honourary department head at the Graduate School of Robotics of Beihang University; (vi) a supervisor of each of the major laboratory of the mechanic industrial service robot and the artificial intelligence and robotics engineering technology centre of Beihang University; and (vii) the deputy councillor of the Academic Committee of Beihang University. Mr Wang's research areas mainly focus on advanced robotics technology, and he has achieved outstanding results in the research development of medical robots, bionic mechanical fish and embedded intelligent control. Mr Wang obtained a bachelor's degree from Xi'an Jiaotong University in 1982, a master's degree from the Northwestern Polytechnical University in 1987, and a doctoral degree from the Northwestern Polytechnical University in 1989 in the PRC. Mr Wang has been an independent director of Goertek Inc. (歌爾股份有限公司), the shares of which are listed on the Main Board of the Shenzhen Stock Exchange (stock code: 002241), since April 2016.

Pursuant to the letter of appointment made between Mr Wang and the Company, Mr Wang has been appointed for a term of one year commencing from 18 April 2017 to 17 April 2018 (both days inclusive) unless terminated by not less than one month's notice in writing served by either party on the other and is subject to retirement by rotation and re-election and other related provisions as stipulated in the bye-laws ("**Bye-laws**") of the Company and the Rules Governing the Listing of Securities on the Stock Exchange ("**Listing Rules**"). Mr Wang is entitled to an annual director's fee of US$20,000, which was determined with reference to his background, experience, qualifications, duties and responsibilities with the Group and the prevailing market conditions.

Mr Wu, aged 60, has been the professor at Beihang University in the PRC since October 1993 and the deputy principal at Dongguan University of Technology in the PRC since 2015. During the period from May 1991 to October 1993, Mr Wu was the lecturer and the associate professor in aircraft design of Beihang University. From 1997 to 2004, he was the deputy principal of Beihang University. He obtained a bachelor's degree in Wuhan Institute of Construction* (武漢建材學院) (currently known as Wuhan

University of Technology) in 1982, a doctoral degree from Harbin Institute of Architecture* (哈爾濱建工學院) (currently known as Harbin Institute of Technology) in 1988 and a postdoctoral certificate from Northwestern Polytechnical University in 1991 in the PRC.

Pursuant to the letter of appointment made between Mr Wu and the Company, Mr Wu has been appointed for a term of one year commencing from 18 April 2017 to 17 April 2018 (both days inclusive) unless terminated by not less than one month's notice in writing served by either party on the other and is subject to retirement by rotation and re-election and other related provisions as stipulated in the Bye-laws and the Listing Rules. Mr Wu is entitled to an annual director's fee of US$20,000, which was determined with reference to his background, experience, qualifications, duties and responsibilities with the Group and the prevailing market conditions.

Save as disclosed above, as at the date of this announcement, each of Mr Wang and Mr Wu:

(i) has not held any other major appointments and qualifications or directorships in other listed company in the last three years;

(ii) does not have any relationship with any Director, senior management, substantial or controlling shareholders (having the meaning ascribed to it in the Listing Rules) of the Company;

(iii) does not hold other positions with the Company or other members of the Group; and

(iv) is not interested in any 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 required to be disclosed pursuant to the requirements of paragraphs (h) to (v) of Rule 13.51(2) of the Listing Rules and there are no other matters relating to the appointments of each of Mr Wang and Mr Wu that need to be brought to the attention of the Stock Exchange or the Shareholders.

The Board would like to take this opportunity to express its sincere gratitude to Mr Xie and Mr Dong for their contribution to the Company during their tenure of office and extend its welcome to Mr Wang and Mr Wu to the Company.

By order of the Board
SIM Technology Group Limited
Wong Cho Tung
Director

Hong Kong, 18 April 2017

As at the date of this announcement, the executive Directors are Ms Yeung Man Ying, Mr Wong Cho Tung, Ms Tang Rongrong, Mr Chan Tat Wing, Richard, Mr Liu Hong and Mr Liu Jun and the independent non-executive Directors are Mr Liu Hing Hung, Mr Wang Tianmiao and Mr Wu Zhe.

* *for identification purpose only*