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**CAPINFO COMPANY LIMITED\***

**首都信息發展股份有限公司**

*(a joint stock limited company incorporated in the People's Republic of China with limited liability)*

**(Stock Code: 1075)**

## **CHANGE OF INDEPENDENT NON-EXECUTIVE DIRECTORS AND BOARD COMMITTEES MEMBERS**

The Board of the Company announces that:

1. Dr. Jiao Jie resigned as independent non-executive director and members of the Audit Committee and the Strategy Committee of the Company with effect from 18 March 2016; and
2. The Board proposes to present resolutions at the AGM to elect Mr. Li He as independent non-executive director of the Company with effect from the conclusion of the AGM to the expiration date of the term of the sixth session of the Board. Besides, the Board has resolved to appoint Mr. Li He as members of the Audit Committee and the Strategy Committee of the Company with effect from his appointment as independent non-executive director to the expiration date of the term of the sixth session of the Board.

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

The Board of Directors (the “**Board**”) of Capinfo Company Limited (the “**Company**”) announces that due to work arrangement, Dr. Jiao Jie resigned as independent non-executive director and members of the Audit Committee and the Strategy Committee of the Company with effect from 18 March 2016. Dr. Jiao Jie confirmed that he has no disagreement with the Board and there is no other matter in relation to his resignation that needs to be brought to the attention of the shareholders of the Company.

The Board hereby wishes to express its gratitude to Dr. Jiao Jie for his valuation contributions to the Company during his term of office.

\* For identification purpose only

## **ELECTION OF INDEPENDENT NON-EXECUTIVE DIRECTOR**

As recommended by the Nomination Committee of the Company, the Board nominates Mr. Li He as candidate for election as independent non-executive director of the Company in replacement of Dr. Jiao Jie. Mr. Li He has given written notice to the Company indicating that he is willing to accept the nomination and election.

Therefore, the Board proposes to present resolutions at the annual general meeting to be held on 27 May 2016 (the “AGM”) to elect Mr. Li He as independent non-executive director of the Company. The term of office of Mr. Li He shall commence from the conclusion of the AGM to the expiration date of the term of the sixth session of the Board. Besides, the Board has resolved to appoint Mr. Li He as members of the Audit Committee and the Strategy Committee of the Company with effect from the date of his appointment as independent non-executive director to the expiration date of the term of the sixth session of the Board.

The biographical details of Mr. Li He are set out below:

Mr. Li He, aged 43, is currently the deputy general manager of Synopsys, Inc. (China region). He was the general manager (Northern China region), client manager of Synopsys, Inc., an officer of CAD centre in Beijing Institute of Control Engineering, etc. Mr. Li graduated from Tsinghua University and obtained a bachelor’s degree in Precision Instrument and Mechanism in 1996, and graduated from China Academy of Space Technology and obtained a master’s degree in Computer Application in 1999. Save as disclosed above, Mr. Li did not hold any position with the Company or other members of the Company’s group nor did he hold any directorship in any other listed public companies in the past three years.

Under an authorisation to be given by the shareholders at the AGM, the Company will enter into a service contract with Mr. Li. Mr. Li’s office as director shall remain effective up to the expiration date of the term of the sixth session of the Board, and is subject to retirement or re-election in accordance with the Articles of Association of the Company. Mr. Li will receive a fixed emolument in respect of his offices as independent non-executive director and members of the Audit Committee and the Strategy Committee of the Company, if being appointed. The emolument will be determined by the Board with reference to his experience, qualification, duties and responsibilities in the Company, expected time commitment to the Company’s affairs and the prevailing market standards.

As at the date hereof, Mr. Li does not have any interest in the shares or underlying shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance. Mr. Li is not connected with any other directors, supervisors, senior management, substantial shareholders or controlling shareholders of the Company.

Save as disclosed above, there are no other matters relating to his election that need to be brought to the attention of the shareholders and there is no information required to be disclosed pursuant to any of the requirements of Rule 13.51(2) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited.

The Board of the Company would like to take this opportunity to welcome Mr. Li He for joining the Board.

A circular containing the details of the proposed election of independent non-executive director of the Company and the notice of the AGM will be dispatched to the shareholders in due course.

By Order of the Board of  
**CAPINFO COMPANY LIMITED\***  
**Mr. Xu Zhe**  
*Chairman*

Beijing, the People's Republic of China, 18 March 2016

*As of the date hereof, the executive director of the Company is Mr. Lu Lei; the non-executive directors of the Company are Mr. Xu Zhe, Dr. Feng Hao Cheng, Mr. Zhou Weihua, Mr. Shan Yuhu, Ms. An Lili and Mr. Cao Jun, and the independent non-executive directors of the Company are Ms. Zhou Liye, Mr. Gong Zhiqiang and Mr. Cheung, Wai Hung Boswell.*