

PTERIS GLOBAL LIMITED
Incorporated in the Republic of Singapore
(UEN. No.: 197900230M)

ACQUISITION OF 100% OF THE EQUITY INTERESTS IN SHENZHEN CIMC-TIANDA AIRPORT SUPPORT LTD FROM CHINA INTERNATIONAL MARINE CONTAINERS (HONG KONG) LTD AND SHENZHEN TGM LTD

- **CHANGE AND RE-DESIGNATION OF DIRECTORS AND RECONSTITUTION OF BOARD COMMITTEES; AND**
 - **APPOINTMENT AND RE-DESIGNATION OF THE EXECUTIVE OFFICERS**
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Unless otherwise defined, all capitalised terms herein shall bear the same meanings ascribed to them in the Circular (as defined herein).

The Board of Directors (the “**Board**”) of Pteris Group Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) refers to the Company’s announcements dated 29 July 2013, 12 November 2013, 28 November 2013, 6 January 2014, 26 March 2014, 29 April 2014, 24 June 2014, 25 June 2014, 23 July 2014, 31 July 2014, 7 August 2014, 8 August 2014, 18 August 2014 and 19 August 2014 and the circular dated 24 June 2014 (the “**Circular**”) in relation to, *inter alia*, the Proposed Transactions which were approved by the Shareholders at the extraordinary general meeting of the Company held on 23 July 2014.

1. The Board wishes to announce the following changes to the Board members and Board committees with effect from 19 August 2014 (the “**Completion Date**”):

- 1.1 **Appointment and cessation of the Non-Executive Chairman**

Mr. Lim Joo Boon has resigned as the Non-Executive Chairman of the Company. The Proposed Director, Mr. Li Yinhui has been appointed to replace Mr. Lim Joo Boon as the Non-Executive Chairman of the Company.

The Board would like to extend its gratitude and appreciation to Mr. Lim Joo Boon for his valuable contributions to the Company during his tenure of service.

The details and declaration of Mr. Li Yinhui as required under Rule 704(7) of the Mainboard Rules is contained in a separate announcement made today. The details and declaration of Mr. Lim Joo Boon as required under Rule 704(7) of the Mainboard Rules have been previously announced on 27 February 2014. Mr Lim Joo Boon’s resignation has taken effect upon completion of the Proposed Acquisition.

- 1.2 **Re-designation of Directors**

Mr. Fong Heng Boo has been designated as the Lead Independent Director of the Enlarged Board from his original position as Independent Director. Mr Fong Heng Boo has also been appointed as a member of the Nomination and Remuneration Committee.

Dr. Soon Kong Ann has been re-designated as an Independent Director of the Enlarged Board from his original position as Non-Executive Director.

Mr. Zheng Zuhua has been re-designated as an Executive Director and Group Chief Executive Officer of the Enlarged Group from his original position as an Executive Director and Chief Executive Officer.

1.3 Changes in the composition of the Board and Board committees of the Company

Following the aforesaid changes, the composition of the Board and Board committees of the Company shall be as follows with effect from the Completion Date:

Board of Directors

Mr. Li Yinhui (Non-Executive Chairman)
Mr. Low Kok Hua (Non-Executive Director)
Mr. Yu Yuqun (Non-Executive Director)
Dr. Soon Kong Ann (Independent Director)
Ms. Gan Siok Loon (Independent Director)
Mr. Fong Heng Boo (Lead Independent Director)
Mr. Robert Chew (Independent Director)
Mr. Zheng Zuhua (Executive Director and Group Chief Executive Officer)

Audit and Risk Committee

Mr. Fong Heng Boo (Chairman)
Dr. Soon Kong Ann
Ms. Gan Siok Loon
Mr. Robert Chew

Nomination and Remuneration Committee

Ms. Gan Siok Loon (Chairman)
Mr. Fong Heng Boo
Mr. Robert Chew
Mr. Low Kok Hua

Information and Technology Committee

Mr. Robert Chew (Chairman)
Mr. Low Kok Hua

2. In connection with the Proposed Transactions, the Board wishes to announce the appointment/re-designation of the following Executive Officers of the Group with effect from the Completion Date:

Name	Previous Position	New/Re-designated Position
Mr. Vince Toh Yang Kang	Chief Financial Officer	Group Chief Financial Officer
Mr. Chang Shaomin	N.A.	Acting General Manager of Tianda and Chief Operations Officer of Tianda
Mr. Luan Youjun	N.A.	Deputy General Manager of Tianda and General Manager of Xinfu, and General Manager of Sales and Marketing of Tianda
Mr. Yan Fucheng	N.A.	Deputy General Manager of Tianda and General Manager of Shenzhen Tianda Logistics
Mr. Zhu Wenyuan	N.A.	Deputy General Manager of Tianda and Chief Financial Officer of the Tianda Group

The designation of the Executive Officers has been revised from that as set out in the Circular pursuant to the post-completion management integration plan discussed between the parties to the CIMC SPA in accordance with the terms and conditions in the CIMC SPA.

3. The details and declarations of the above Executive Officers as required under Rule 704(7) of the Mainboard Rules are contained in separate announcements made today.

By Order of the Board

Tan Swee Gek
Company Secretary

19 August 2014

Forward-Looking Statements

All statements other than statements of historical facts included in this Announcement are or may be forward-looking statements. Forward-looking statements include but are not limited to those using words such as "aim", "seek", "expect", "anticipate", "estimate", "believe", "intend", "project", "plan", "strategy", "forecast" and similar expressions or future or conditional verbs such as "will", "would", "should", "could", "may" and "might". These statements reflect current expectations, beliefs, hopes, intentions or strategies regarding the future and assumptions in light of currently available information. Such forward-looking statements are not guarantees of future performance or events and involve known and unknown risks and uncertainties. Accordingly, actual results may differ materially from those described in such forward-looking statements. Shareholders and investors should not place undue reliance on such forward-looking statements, and none of the Directors, CIMC, the Management Co or Canaccord guarantees any future performance or event.