



華耐控股有限公司

SINOREF HOLDINGS LIMITED

(incorporated in the Cayman Islands with limited liability)

(Stock Code: 1020)

LIST OF DIRECTORS AND THEIR ROLES AND FUNCTIONS

The members of the board (“**Board**”) of directors (“**Directors**”) of Sinoref Holdings Limited (“**Company**”) together with its subsidiaries, the “**Group**”) are set out below.

Executive Directors

Mr. Xu Yejun (Chairman of the Board and chief executive officer)

Mr. Gu Aoxing

Mr. Zhao Ping

Mr. Ho Yuk Hay

Non-executive Directors

Dr. Zhang Lanyin

Mr. Gao Zhilong

Independent non-executive Directors

Mr. Yao Enshu

Mr. Yang Fuqiang

Mr. Tsui, Siu Hang Steve

There are three Board committees. The table below provides the membership information of these committees on which each Board member serves:

Director	Board Committee	Audit Committee	Remuneration Committee	Nomination Committee
Mr. Xu Yejun			M	C
Mr. Gu Aoxing				
Dr. Zhang Lanyin				
Mr. Gao Zhilong				
Mr. Yao Enshu		M	C	M
Mr. Yang Fuqiang		M	M	M
Mr. Tsui, Siu Hang Steve		C	M	M

Notes:

C Chairman of the relevant Board committees

M Member of the relevant Board committees

Hong Kong, 31 October 2013