



中升集團控股有限公司  
**Zhongsheng Group Holdings Limited**  
*(Incorporated in the Cayman Islands with limited liability)*  
**(Stock Code: 881)**

**LIST OF DIRECTORS AND THEIR ROLE AND FUNCTION**

The members of the board of directors (the “**Board**”) of Zhongsheng Group Holdings Limited are set out below.

**Executive Directors**

Huang Yi  
Li Guoqiang  
Du Qingshan  
Yu Guangming  
Si Wei  
Zhang Zhicheng

**Non-executive Directors**

Leng Xuesong  
Adam Keswick

**Independent Non-executive Directors**

Shigeno Tomihei  
Ng Yuk Keung  
Shen Jinjun  
Lin Yong

The Board has set up four committees. The table below provides membership information of these committees on which each Board member serves.

<b>Director/ Board Committee</b>	<b>Audit Committee</b>	<b>Remuneration Committee</b>	<b>Nomination Committee</b>	<b>Compliance Committee</b>
Huang Yi			M	M
Li Guoqiang		M		M
Du Qingshan				C
Yu Guangming				
Si Wei				
Zhang Zhicheng				
Leng Xuesong	M			
Adam Keswick				
Shigeno Tomihei		C	M	
Ng Yuk Keung	C			
Shen Jinjun	M	M	C	
Lin Yong				

*Notes:*

C: Chairman of the relevant Board committee

M: Member of the relevant Board committee

Hong Kong, 31 March 2014