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China Optoelectronics Holding Group Co., Limited

中國光電控股集團有限公司

(formerly known as Qualipak International Holdings Limited 確利達國際控股有限公司)

(Incorporated in Bermuda with limited liability)

Website: www.chnoe.com

(Stock Code: 1332)

**APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTORS,
AUDIT COMMITTEE MEMBERS, NOMINATION COMMITTEE MEMBERS
AND REMUNERATION COMMITTEE MEMBERS**

The board of directors (the “Board”) of China Optoelectronics Holding Group Co., Limited (the “Company”) is pleased to announce that Mr. Cheung Wing Ping (“Mr. Cheung”) and Mr. Man Wai Chuen (“Mr. Man”) were appointed as Independent Non-executive Directors and members of the Audit Committee, the Nomination Committee and the Remuneration Committee of the Company with effect from 11 August 2015.

The following are the biographies of Mr. Cheung and Mr. Man:

Mr. Cheung Wing Ping, aged 48, holds a bachelor’s degree in accountancy with honours from City University of Hong Kong. He is a fellow member of the Association of Chartered Certified Accountants and an associate member of the Hong Kong Institute of Certified Public Accountants. Mr. Cheung has over 20 years of experience in auditing and accounting fields. He was formerly an executive director of Radford Capital Investment Limited (currently known as Eagle Ride Investment Holdings Limited) from June 2011 to November 2013 and an independent non-executive director of Willie International Holdings Limited (currently known as Mason Financial Holdings Limited) from October 2009 to June 2013. He is currently an executive director of Mason Financial Holdings Limited and an independent non-executive director of Freeman Financial Corporation Limited, Enerchina Holdings Limited and Heritage International Holdings Limited. The shares of these companies are listed on The Stock Exchange of Hong Kong Limited (the “Stock Exchange”).

Mr. Man Wai Chuen, aged 52, holds a master’s degree in business administration from the University of Sheffield in the United Kingdom. He is a fellow member of the Association of Chartered Certified Accountants and the Hong Kong Institute of Chartered Secretaries and an associate member of the Hong Kong Institute of Certified Public Accountants. Mr. Man has over 20 years of experience in company secretarial and accounting fields. He is currently an executive director and company secretary of

Mason Financial Holdings Limited and an independent non-executive director of Mission Capital Holdings Limited, the shares of which are listed on the Stock Exchange.

Save as disclosed above, Mr. Cheung and Mr. Man do not hold any other positions with the Company and its subsidiaries, and have not held any directorship in other listed public companies in the last three years. Each of them has entered into a letter of appointment with the Company for an initial term of 2 years which is terminable on not less than one month's notice in writing served by either party. They are subject to retirement by rotation and re-election pursuant to the Company's Bye-laws. Each of them is entitled to receive an initial director's fee of HK\$240,000 per annum or a pro rata amount for any incomplete year, which was determined with reference to his respective duties and the level of responsibilities with the Company. Their directors' fee will be reviewed annually.

As at the date of this announcement, Mr. Cheung and Mr. Man do not have any interest in the shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance and do not have any relationships with any directors, senior management, substantial or controlling shareholders of the Company.

Save as disclosed above, the Board is not aware of any other matters in relation to the appointment of Mr. Cheung and Mr. Man that need to be brought to the attention of the shareholders of the Company and there is no other information which is required to be disclosed pursuant to Rule 13.51(2) of the Rules Governing the Listing of Securities on the Stock Exchange.

The Board would like to express its warmest welcome to Mr. Cheung and Mr. Man for joining the Company.

By order of the Board
China Optoelectronics Holding Group Co., Limited
Lam How Mun Peter
Chairman

Hong Kong, 11 August 2015

As at the date of this announcement, the Board comprised the following directors:-

Executive Directors

Ms. Poon Ho Yee Agnes (*Managing Director*)
Mr. Lo Yuen Wa Peter
Ms. Sun Dixie Hui

Non-executive Director

Dr. Lam How Mun Peter (*Chairman*)

Independent Non-executive Directors

Mr. Chan Sze Hung
Mr. Cheung Wing Ping
Mr. Ha Kee Choy Eugene
Mr. Man Wai Chuen
Mr. To Shing Chuen