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HC INTERNATIONAL, INC.

慧聪集團有限公司*

(incorporated in the Cayman Islands with limited liability)

(Stock Code: 02280)

**RESIGNATION OF EXECUTIVE DIRECTOR
AND
CHANGE OF CHAIRMAN OF THE BOARD, MEMBERS OF THE
BOARD COMMITTEES, AUTHORISED REPRESENTATIVE AND
COMPLIANCE OFFICER**

The Board announces that with effect from 27 March 2018,

1. Mr. Guo Jiang has resigned as an executive Director, the chairman of the Board, the chairman of the Nomination Committee, a member of the Remuneration Committee, an Authorised Representative and the Compliance Officer;
2. Mr. Liu Jun, an existing executive Director, the chief executive officer and an Authorised Representative, has been appointed as the chairman of the Board, the chairman of the Nomination Committee, the member of the Remuneration Committee and the Compliance Officer; and
3. Mr. Lee Wee Ong, an existing executive Director, has been appointed as an Authorised Representative.

* For identification purposes only

RESIGNATION OF EXECUTIVE DIRECTOR

The board of directors (the “**Board**”) of HC International, Inc. (the “**Company**”, together with its subsidiaries, the “**Group**”) announces that Mr. Guo Jiang (郭江) (“**Mr. Guo**”) has tendered his resignation as an executive director (the “**Director**”) of the Company, the chairman of the Board, the chairman of the nomination committee of the Company (the “**Nomination Committee**”), the member of the remuneration committee of the Company (the “**Remuneration Committee**”), an authorised representative of the Company (the “**Authorised Representative**”) and the compliance officer of the Company (the “**Compliance Officer**”) with effect from 27 March 2017 due to his personal health and other reasons.

Mr. Guo has confirmed that he has no disagreement with the Board in any aspect during his term of office and there is no matter relating to his resignation that will need to be brought to the attention of the shareholders of the Company (the “**Shareholders**”).

The Board would like to take this opportunity to express its sincere appreciation to Mr. Guo for his contributions during his term of office.

CHANGE OF CHAIRMAN OF THE BOARD, MEMBERS OF THE BOARD COMMITTEES, AUTHORISED REPRESENTATIVE AND COMPLIANCE OFFICER

Following Mr. Guo’s resignation, (i) Mr. Liu Jun (劉軍) (“**Mr. Liu**”), an existing executive Director, the chief executive officer of the Company and an Authorised Representative, has been appointed as the chairman of the Board, the chairman of the Nomination Committee, the member of the Remuneration Committee and the Compliance Officer; and (ii) Mr. Lee Wee Ong (“**Mr. Lee**”), an existing executive Director, has been appointed as an Authorised Representative, all with effect from 27 March 2018.

Code Provision A.2.1 of the Corporate Governance Code as set out in Appendix 14 to the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”) stipulates that the roles of chairman and chief executive officer should be separate and should not be performed by the same individual. Upon the appointment of Mr. Liu as the chairman of the Board, Mr. Liu will perform the roles as the chairman of the Board and the chief executive officer of the Company, which deviates from this Code Provision. After evaluation of the current situation of the Company and taking into account the experience and past performance of Mr. Liu, the Board is of the opinion that it is appropriate and in the best interests of the Company at the present stage of Mr. Liu to hold both positions as the chairman and chief executive officer of the Company as it helps to maintain the continuity of the policies and the stability of the operation of the Company. Furthermore, the Board considers that this arrangement will not impair the balance of power and authority between the Board and the management of the Company as a majority of the Board members are non-executive Directors and independent non-executive Directors and the Board meets regularly to consider major matters affecting the operations of the Group and all Directors are properly and promptly briefed on such matters with adequate, complete and reliable information.

The biographical details of Mr. Liu are as follows:

Mr. Liu, aged 40, was appointed as an executive Director with effect from 12 September 2016. Mr. Liu has also been the senior vice president of the Group since July 2016. From 2004 to 2011, Mr. Liu was the chief executive officer of 頤高集團有限公司 (Yigao Group Company Limited) leading the company to enter into the information technology businesses. Mr. Liu has also been a director of several subsidiaries of the Company. Mr. Liu has obtained the Master's degree in Chemical Engineering from Zhejiang University in March 2004 and Bachelor's degree in Chemical Engineering, Bio-engineering and Chemical Processing from Zhejiang University as well in June 2000.

Save as disclosed above, Mr. Liu did not hold any directorship in any other public companies the securities of which are listed on any securities market in Hong Kong or overseas in the last three year from the date of this announcement.

Mr. Liu has previously entered into a director's service contract with the Company, whereby he has accepted the appointment as an executive Director for a term of three years from 12 September 2016, which may be terminated by either party giving three months' prior written notice or otherwise in accordance with the terms of his service contract. Mr. Liu receives an annual salary fee of RMB600,000 from the Company. In addition, as an executive Director, Mr. Liu is also entitled to discretionary year-end bonus provided that the total amount of discretionary bonus to be paid to all executive Directors of the Company does not exceed 5% of the annual net income (after tax) of the Company. The amount of discretionary bonus payable to Mr. Liu is subject to the absolute discretion of the Board. Mr. Liu is also entitled to share options of the Company, cash rewards, share awards and benefits in kind under other award schemes as adopted by the Company from time to time. The emoluments of the Directors and the senior staff are determined based on the operating results of the Group, individual performance and/or prevailing market conditions. Mr. Liu's terms of service contract remain unchanged. Mr. Liu will not receive additional remuneration for his appointment as the abovementioned positions.

Mr. Liu does not have any relationship with any Director, senior management or substantial or controlling shareholders of the Company. As at the date of this announcement, Mr. Liu has personal interest in 74,800,000 shares of the Company ("**Shares**"), comprising 44,870,000 Shares held by him and 29,930,000 share options of the Company ("**Share Options**") granted to him under the share option scheme of the Company.

Save as disclosed above, Mr. Liu does not have any interest in any securities of the Company within the meaning of Part XV of the Securities and Futures Ordinance.

The biographical details of Mr. Lee are as follows

Mr. Lee, also known as Alex Lee, aged 48, is an executive Director and the chief financial officer of the Company. Mr. Lee was first appointed as an independent non-executive Director on 9 September 2011 and was redesignated as an executive Director on 1 July 2012. Mr. Lee graduated from the Northern University of Malaysia with a bachelor degree in accounting in 1993. Mr. Lee spent 6 years with Colonial First State Investments Group and Hambros Australia as a fund manager and was seconded to CMG CH China Funds Management. Mr. Lee had been the chief financial officer of the Company, and subsequently the chief strategy officer of the Company from 2000 to 2006. Mr. Lee is the founder of AlexCybot (Beijing) Technology Company Limited (亞力賽博(北京) 科技有限公司), while holding directorship in MultiVision (Beijing) Technology Company Limited (卯泰維視(北京) 科技有限公司) and Beijing WaterCompass Digital GIS Technology Company Limited (北京水羅盤數字地理信息 科技有限公司).

Save as disclosed above, Mr. Lee did not hold any directorship in any other public companies the securities of which are listed on any securities market in Hong Kong or overseas in the last three year from the date of this announcement.

Mr. Lee has previously entered into a director's service contract with the Company, whereby he has accepted the appointment as an executive Director for a term of three years from 1 July 2015, which may be terminated by either party giving three months' prior written notice or otherwise in accordance with the terms of his service contract. Mr. Lee receives an annual salary fee of RMB720,000 from the Company. In addition, as an executive Director, Mr. Lee is also entitled to discretionary year-end bonus provided that the total amount of discretionary bonus to be paid to all executive Directors of the Company does not exceed 5% of the annual net income (after tax) of the Company. The amount of discretionary bonus payable to Mr. Lee is subject to the absolute discretion of the Board. The emoluments of the Directors and the senior staff are determined based on the operating results of the Group, individual performance and/or prevailing market conditions. Mr. Lee's terms of service contract remain unchanged. Mr. Lee will not receive additional remuneration for his appointment as an Authorised Representative of the Company.

Mr. Lee does not have any relationship with any Director, senior management or substantial or controlling shareholders of the Company. As at the date of this announcement, Mr. Lee has personal interest in 26,850,672 Shares, comprising 25,350,672 Shares held by him and 1,500,000 Share Options.

Save as disclosed above, Mr. Lee did not hold any directorship in any other public companies the securities of which are listed on any securities market in Hong Kong or overseas in the last three year from the date of this announcement.

Save as disclosed above, there is no other information which is required to be disclosed pursuant to the requirements of Rule 13.51(2) of the Listing Rules and there are no other matters relating to Mr. Liu and Mr. Lee which the Board considers necessary to be brought to the attention of the Shareholders.

By order of the Board
HC International, Inc.
Liu Jun
Chairman and Chief Executive Officer

Beijing, the People's Republic of China, 27 March 2018

As at the date of this announcement, the Board comprises:

Mr. Liu Jun (*Executive Director, Chairman and Chief Executive Officer*)
Mr. Lee Wee Ong (*Executive Director and Chief Financial Officer*)
Mr. Guo Fansheng (*Non-executive Director*)
Mr. Li Jianguang (*Non-executive Director*)
Mr. Wong Chi Keung (*Non-executive Director*)
Mr. Zhang Ke (*Independent non-executive Director*)
Mr. Zhang Tim Tianwei (*Independent non-executive Director*)
Ms. Qi Yan (*Independent non-executive Director*)