

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.



C Y FOUNDATION GROUP LIMITED

(incorporated in Bermuda with limited liability)

(Stock Code: 1182)

APPOINTMENT OF EXECUTIVE AND INDEPENDENT NON-EXECUTIVE DIRECTORS AND APPOINTMENT IN THE AUDIT AND REMUNERATION COMMITTEES

The board of directors (“Board”) of C Y Foundation Group Limited (“Company”) is pleased to announce that Mr. Ng Pui Lung (“Mr. Ng”) has been appointed as an independent non-executive director (“INED”) of the Company with effect from 16 November 2009. He has also been appointed as a member of the Audit Committee of the Board with effect from 16 November 2009.

Mr. Wang Shan Chuan, an existing INED and an existing member of the Audit Committee of the Board, has been appointed as the chairman of the Audit Committee and a member of Remuneration Committee of the Board with effect from 16 November 2009.

Mr. Ng, aged 30, has been a financial consultant of equity securities, commodity and property since March 2008. Mr. Ng has more than 7 years of experience in the management and the human resources management fields with a good understanding of Asia and United States (“US”) markets and cultures. He is currently a director of Hung Property Limited, a local private property agency which is mainly engaged in real estates sales and wealth consultancy. Mr. Ng obtained his bachelor’s degree in computer science from the State University of California at Hayward in 2004. He qualified the Certificate of Hong Kong Securities Institute on Shares, FX and Futures respectively in 2008 and obtained the Hong Kong Securities Institute Practising Certificate – Securities and Hong Kong Securities Institute Practising Certificate – Derivatives. He also holds the Estate Agent’s Licence.

Mr. Ng has entered into an appointment letter in respect of his appointment as an independent non-executive director of the Company for a term of one year commencing from 16 November 2009. Pursuant to the Company’s bye-laws, Mr. Ng is subject to

retirement by rotation and re-election at annual general meetings of the Company. Mr. Ng will receive an annual director's fee of HK\$200,000, which is fixed with reference to the market conditions and his duties and responsibilities with the Company. As at the date of this announcement, Mr. Ng holds 1,140,000 shares in the Company ("Shares").

The Board is also pleased to announce that Mr. Ho Chi Chung Joseph, ("Mr. Ho"), Mr. Yu Ping, ("Mr. Yu"), Mr. Zhang Yiwei, ("Mr. Zhang") Mr. Tang Ming, ("Mr. Tang") and Mr. Hu Xichang, ("Mr. Hu") have been appointed as executive directors of the Company with effect from 16 November 2009.

Mr. Ho, aged 58, joined the Company as an Executive Vice President in September 2008 and was later appointed as the Acting Chief Executive Officer of the Company in December 2008. Mr. Ho holds a bachelor of science degree in chemistry and he obtained a master of business administration in finance and marketing from the University of California, Berkeley in 1976. He is also a Canadian Chartered Accountant since 1979. Prior to joining the Company, Mr. Ho held senior management positions in major international consumer brands and multi-national companies with business development and general management experience in Asia (including the People's Republic of China ("PRC") and Hong Kong) and North America for over 30 years.

Mr. Ho has entered into an appointment letter in respect of his appointment as an executive director with the Company for a term of one year commencing from 16 November 2009. Pursuant to the Company's bye-laws, Mr. Ho is subject to retirement by rotation and re-election at annual general meetings of the Company. Mr. Ho will receive an annual director's fee of HK\$200,000, which is fixed with reference to the market conditions and his duties and responsibilities with the Company. As at the date of this announcement, Mr. Ho holds 600,000 Shares.

Mr. Yu, aged 57, has more than 19 years' of experience in managerial positions in various corporations and political and other organizations. He is currently the secretary general in the Esports Working Committee of the China Youth Internet Association and International Esports Festival Chinese Executive Committee. Mr. Yu joined C Y Foundation Culture Co. Limited, a subsidiary of the Company, in 2007 as the Assistant General Manager and director. Mr. Yu obtained a bachelor's degree from the China Central Radio and TV University with a major in statistics.

Mr. Yu has entered into an appointment letter in respect of his appointment as an executive director with the Company for a term of one year commencing from 16 November 2009. Pursuant to the Company's bye-laws, Mr. Yu is subject to retirement by rotation and re-election at annual general meetings of the Company. Mr. Yu will receive an annual director's fee of HK\$200,000, which is fixed with reference to the market conditions and his duties and responsibilities with the Company. As at the date of this announcement, Mr. Yu does not have any interests in the Shares within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

Mr. Zhang, aged 54, has extensive experience in the operation and management of investment projects. He is exceptionally experienced in the investment and operation in the industry of internet and mobile communications and their ancillary services. Mr. Zhang has over 19 years' of experience in senior positions in companies listed in Hong Kong and elsewhere, during which he managed and engaged in numerous investment and merger and acquisition activities. He joined the Company in 2006 and currently serves as an Executive Vice President of Shanghai Jifeng Investment Management Co. Limited (上海基豐投資管理有限公司), a subsidiary of the Company, and is stationed in Shanghai, PRC. Whilst with the Company, he is mainly responsible for projects within in the PRC. Prior to joining the Company, he was the chief executive officer of Ruili Holdings Limited (issued shares of which are listed on The Stock Exchange of Hong Kong Limited), which mainly engaged in the investment in media, internet and software. He received a master of business administration degree from Shanghai Jiao Tong University.

Mr. Zhang has entered into an appointment letter in respect of his appointment as an executive director with the Company for a term of one year commencing from 16 November 2009. Pursuant to the Company's bye-laws, Mr. Zhang is subject to retirement by rotation and re-election at annual general meetings of the Company. Mr. Zhang will receive an annual director's fee of HK\$200,000, which is fixed with reference to the market conditions and his duties and responsibilities with the Company. As at the date of this announcement, Mr. Zhang does not have any interests in the Shares within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong)

Mr. Tang, aged 36, has more than 10 years' of working experience in the financial industry. He has held many senior positions in a PRC investment bank, US banks and US venture capital firm, responsible mostly for project analysis, evaluation and investment decisions. Mr. Tang also served as a vice president of Horizontal Financial Group USA Inc and owned an import and export business in the US. Mr. Tang received his bachelor's degree from the Central University of Finance and Economics in the PRC, a master of business administration degree from ESERP Escuela Universitaria in Spain & ESICAD business school in France, and a master's degree in financial engineering from Claremont Graduate University in the US.

Mr. Tang was convicted in the Superior Court of the State of California for the County of Los Angeles of three offences, each involves on or about 27 April 2004, in the County of Los Angeles, the crime of counterfeit of registered mark, in violation of Penal Code Section 350(a)(1), a misdemeanor, was committed by Mr. Tang and another, who did willfully and unlawfully manufacture, intentionally sell and knowingly possess for sale a counterfeit of three different marks registered with the Secretary of State and registered on the Principal Register of the United States Patent and Trademark Office. In respect of the convictions, he was subsequently fined about US\$1,000 and sentenced to three years probation commencing on 28 September 2004.

Mr. Tang has entered into an appointment letter in respect of his appointment as an executive director with the Company for a term of one year commencing from 16

November 2009. Pursuant to the Company's bye-laws, Mr. Tang is subject to retirement by rotation and re-election at annual general meetings of the Company. Mr. Tang will receive an annual director's fee of HK\$200,000, which is fixed with reference to the market conditions and his duties and responsibilities with the Company. As at the date of this announcement, Mr. Tang does not have any interests in the Shares within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

Mr. Hu, aged 30, has over 9 years' of experience in a number of fields including publishing, event organizing and trade. He joined the group in 2006 as the supervisor of C Y Investment Consultancy (Wuxi) Limited (中青投資諮詢(無錫)有限公司), an indirect wholly owned subsidiary of the Company in Wuxi ("Wuxi Office"), and was subsequently appointed the General Manager for the Wuxi Office. Prior to joining the Company, Mr. Hu held senior positions in newspaper publishing companies and he founded a trading company in Wuxi. Mr. Hu obtained an executive master of business administration degree from AnTai Economics and Management College of Shanghai Jiaotong University.

Mr. Hu has entered into an appointment letter in respect of his appointment as an executive director with the Company for a term of one year commencing from 16 November 2009. Pursuant to the Company's bye-laws, Mr. Hu is subject to retirement by rotation and re-election at annual general meetings of the Company. Mr. Hu will receive an annual director's fee of HK\$200,000, which is fixed with reference to the market conditions and his duties and responsibilities with the Company. As at the date of this announcement, Mr. Hu does not have any interests in the Shares within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong)

Save as disclosed above, Mr. Ng, Mr. Tang, Mr. Ho, Mr. Yu, Mr. Zhang and Mr. Hu (i) have not previously held any positions with the Company or its subsidiaries; (ii) do not have any relationship with any director, senior management, management shareholders, substantial or controlling shareholders of the Company; (iii) have no interests in the Shares within the meaning of Part XV of the Securities and Futures Ordinances; and (iv) have not held any directorships in the last three years in public companies the securities of which are listed on any securities market in Hong Kong or overseas.

Save as disclosed above, there are no other information in relation to the appointment of Mr. Ng, Mr. Tang, Mr. Ho, Mr. Yu, Mr. Zhang and Mr. Hu which are required to be disclosed pursuant to Rule 13.51(2) of the Listing Rules and no other matters that need to be brought to the attention of the shareholders of the Company.

As at the date hereof, the Board comprises Mr. CHENG Chee Tock Theodore (Chairman), Mr. WOELM Samuel, Mr. WU Chuang John, Mr. CAO Dongxin, Mr. HO Chi Chung Joseph, Mr. YU Ping, Mr. ZHANG Yiwei, Mr. TANG Ming, and Mr. HU Xichang as executive directors; Dr. CHOW Steven, Mr. WANG Shan Chuan and Mr. NG Pui Lung as independent non-executive directors.

By order of the Board
Cheng Chee Tock Theodore
Chairman

Hong Kong, 20 November 2009