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Welling

WELLING HOLDING LIMITED

威靈控股有限公司

(incorporated in Hong Kong with limited liability)

(Stock Code: 382)

CHANGE OF INDEPENDENT NON-EXECUTIVE DIRECTOR, CHAIRMAN OF AUDIT COMMITTEE AND MEMBER OF REMUNERATION COMMITTEE

The board of directors (the “Board”) of Welling Holding Limited (the “Company”) announces that Mr. Chan Wai Dune has resigned as an independent non-executive director, the chairman of the audit committee and a member of the remuneration committee of the Company with effect from 31 July 2009 due to his heavy work commitment and overseas duties.

The Board further announces that Mr. Tan Jinsong will be appointed as an independent non-executive director, the chairman of the audit committee and a member of the remuneration committee of the Company with effect from 1 August 2009.

RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTOR, CHAIRMAN OF AUDIT COMMITTEE AND MEMBER OF REMUNERATION COMMITTEE

Mr. Chan Wai Dune has tendered his resignation as an independent non-executive director, the chairman of the audit committee and a member of the remuneration committee of the Company with effect from 31 July 2009 due to his heavy work commitment and overseas duties.

Mr. Chan confirmed that he has no disagreement with the Board and there are no matters that need to be brought to the attention of the shareholders of the Company in relation to his resignation.

The Board would like to express its sincere appreciation to Mr. Chan for his valuable contribution to the Company during his tenure of office.

APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR, CHAIRMAN OF AUDIT COMMITTEE AND MEMBER OF REMUNERATION COMMITTEE

Mr. Tan Jinsong, aged 44, will be appointed as an independent non-executive director, the chairman of the audit committee and a member of the remuneration committee of the Company with effect from 1 August 2009. Mr. Tan is a non-practicing member of the Guangdong Provincial Institute of Certified Public Accountants. He was approved as a PRC registered accountant in June 1995 and has become a non-practicing member of the Guangdong Provincial Institute of Certified Public Accountants since January 2003. He possesses over 24 years of experience in the profession of accounting and financial management. Mr. Tan is currently a professor of the School of Management of the Zhongshan University and was the Head of Department and the Vice Dean of the Faculty of Accountancy of the Zhongshan University.

Mr. Tan is an independent director of Sundiro Holding Co., Ltd. and Yihua Real Estate Co., Ltd. (both companies are listed on the Shenzhen Stock Exchange) and Cosco Shipping Co., Ltd (a company listed on the Shanghai Stock Exchange). He was an independent director of a number of PRC listed companies, including Huafa Industrial Share Co., Ltd. (from February 2002 to June 2009) and Guangdong Guanhao High-Tech Co., Ltd. (from September 2002 to July 2008), both companies are listed on the Shanghai Stock Exchange, and GD Midea Holding Co., Ltd. (from May 2001 to May 2007) and Guangdong Ronsen Super Mirco-Wire Co., Ltd. (from September 2004 to April 2007), both companies are listed on the Shenzhen Stock Exchange.

Mr. Tan and the Company has entered into a letter of appointment as an independent non-executive director of the Company for a term commencing on 1 August 2009 and ending on the date of the next annual general meeting of the Company. Such letter of appointment is terminable by either party upon one month's written notice to the other party or the payment to the other party of a sum equal to Mr. Tan's monthly remuneration. Besides, Mr. Tan is subject to retirement by rotation and re-election at the annual general meeting of the Company in accordance with the articles of association of the Company.

Mr. Tan is entitled to a fixed director's fee of HK\$180,000 per annum. The director's fee was determined by the Board with reference to the prevailing market conditions and based on the anticipated responsibilities to be taken up by Mr. Tan and professional expertise to be exercised by Mr. Tan on the Company's affairs. Such emoluments are subject to review by the Board from time to time pursuant to the power conferred on it in the annual general meeting of the Company.

Save as disclosed above, as at the date of this announcement, (i) Mr. Tan did not hold any directorships in any other listed public companies in Hong Kong or overseas in the last three years; (ii) he did not have any interests in the Company's shares within the meaning of Part XV of the Securities and Futures Ordinance; (iii) he does not have any relationship with any directors, senior management or substantial or controlling shareholders (as defined in the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited ("Listing Rules")) of the Company; and (iv) he did not hold other positions with other members of the Group.

Save as disclosed above, the Board is not aware of any other information relating to Mr. Tan which is required to be disclosed pursuant to the requirements of Rules 13.51(2) of the Listing Rules or other matters that need to be brought to the attention of the shareholders of the Company.

The Board would like to express its warmest welcome to Mr. Tan in joining the Board.

By order of the Board
Welling Holding Limited
Tang Wai Ying, Tracy
Company Secretary

Hong Kong, 31 July 2009

As at the date of this announcement, the directors of the Company are:

Executive directors: Mr. Cai Qiwu (*Chairman*), Mr. Jiang Deqing (*Chief Executive Officer*), Mr. Qu Fei, Mr. Gao Fazhong, Ms. Yuan Liqun, Mr. Li Jianwei and Mr. Zheng Weikang

Non-executive director: Ms. Tan Xuemei

Independent non-executive directors: Mr. Lam Ming Yung and Ms. Chen Chunhua