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CAPINFO
CAPINFO COMPANY LIMITED*
首都信息發展股份有限公司

(a joint stock limited company incorporated in the People's Republic of China with limited liability)
(Stock code: 1075)

**CHANGE OF DIRECTORS, CHAIRMAN, SUPERVISOR,
JOINT SECRETARY AS WELL AS CHAIRMAN AND MEMBERS
OF THE COMMITTEES UNDER THE BOARD**

The Board announces that:

- (1) Mr. Wang Xu has been appointed by the Board as the Chairman of the Company as well as the chairman of the Nomination Committee and the Strategy Committee of the Company, with effect from 5 June 2014 in place of Mr. Xu Zhe;
- (2) Ms. Zhang Kaihua has tendered her resignation as a non-executive director of the Company and a member of the Remuneration Committee and the Strategy Committee, with effect from 5 June 2014;
- (3) Mr. Xiao Jun has tendered his resignation as a supervisor of the Company, with effect from 20 June 2014;
- (4) Dr. Gao Jiaqing has tendered his resignation as the joint secretary of the Company, the secretary of the Board and the authorised representative as required under Rule 3.05 of the Listing Rules of the Stock Exchange, with effect from 5 June 2014;
- (5) the Board proposes to present resolutions to elect Mr. Wu Shengjiao as a non-executive director of the Company and Mr. Liang Xianjun as a supervisor representing the shareholders of the Company, which is subject to and will take effect upon approval by shareholders at the AGM;
- (6) the Board has resolved to appoint Mr. Lu Lei as the secretary of the Board, a member of the Remuneration Committee and the Strategy Committee of the Company and the authorised representative as required under Rule 3.05 of the Listing Rules of the Stock Exchange, with effect from 5 June 2014.

Reference is made to the announcement of Capinfo Company Limited (the “**Company**”) dated 30 May 2014 in relation to the resignation of Mr. Xu Zhe as the Chairman, non-executive director and chairman of the Nomination Committee and the Strategy Committee of the Company.

CHANGE OF CHAIRMAN AND THE CHAIRMAN OF THE NOMINATION COMMITTEE AND THE STRATEGY COMMITTEE

The Board of Directors (the “**Board**”) of the Company announces that Mr. Wang Xu has been appointed by the Board as the Chairman of the Company as well as the chairman of the Nomination Committee and the Strategy Committee of the Company, with effect from 5 June 2014 in place of Mr. Xu Zhe until the conclusion of the annual general meeting of the Company to be held in 2015 (the “**Expiration Date of the Term of the Fifth Session of the Board**” or the “**Expiration Date of the Term of the Fifth Session of the Board of Supervisors**”). The resignation of Mr. Xu Zhe as Chairman, non-executive director, chairman of the Nomination Committee and the Strategy Committee of the Company became effective from 5 June 2014.

CHANGE OF NON-EXECUTIVE DIRECTOR, MEMBER OF THE NOMINATION COMMITTEE AND THE STRATEGY COMMITTEE AND SUPERVISOR REPRESENTING THE SHAREHOLDERS

The Board also announces that due to change of work allocation, Ms. Zhang Kaihua has tendered her resignation as a non-executive director of the Company and a member of the Remuneration Committee and the Strategy Committee, with effect from 5 June 2014. Moreover, Mr. Xiao Jun has also tendered his resignation as a supervisor of the Company due to change of work allocation. Such resignation will take effect when a new supervisor is elected at the annual general meeting of the Company on 20 June 2014 (the “**AGM**”). Ms. Zhang Kaihua has confirmed that she had no disagreement with the Board, and Mr. Xiao Jun has confirmed that he had no disagreement with the Board and the Board of Supervisors. There is no other matter with respect to their resignations which needs to be brought to the attention of the shareholders.

Beijing State-owned Assets Management Co., Ltd., the Company’s controlling shareholder (which holds approximately 63.3% of the entire issued share capital of the Company), has given written notice to the Company, nominating Mr. Wu Shengjiao and Mr. Liang Xianjun as candidates for director and for supervisor respectively to stand for election of non-executive directors and supervisors of the fifth session of the Board and the Board of Supervisors of the Company, while Mr. Wu Shengjiao and Mr. Liang Xianjun have given written notice to the Company, indicating that they are willing to accept the nomination and election of non-executive directors and supervisors.

The Board proposes to present separate resolutions at the AGM to elect Mr. Wu Shengjiao and Mr. Liang Xianjun as a non-executive director and a supervisor representing the shareholders of the Company respectively. Subject to approval by shareholders at the AGM, their term of office shall commence from the conclusion of the AGM to the Expiration Date of the Term of the Fifth Session of the Board and the Expiration Date of the Term of the Fifth Session of the Board of Supervisors.

Moreover, the Board has resolved to appoint Mr. Lu Lei as a member of the Remuneration Committee and the Strategy Committee, with effect from 5 June 2014 until the Expiration Date of the Term of the Fifth Session of the Board.

The biographical details of Mr. Wu Shengjiao and Mr. Liang Xianjun are set out below:

1. Mr. Wu Shengjiao, aged 36, is currently the deputy general manager of the technology and modern manufacturing industry investment division of Beijing State-owned Assets Management Co., Ltd. Mr. Wu previously worked at PricewaterhouseCoopers. Mr. Wu graduated from Renmin University of China with a bachelor's degree in social sciences in 2000 and obtained a master's degree in finance from the School of Finance of Renmin University of China in 2003.

Save as disclosed above, Mr. Wu does not hold any position with the Company or other members of the group of the Company nor did he hold any directorship in any other listed public companies in the past three years.

Under an authorisation to be given by the shareholders at the AGM, the Company will enter into a service contract with Mr. Wu. Mr. Wu's office as director shall remain effective up to the Expiration Date of the Term of the Fifth Session of the Board, and is subject to retirement or re-election in accordance with the Articles of Association of the Company. Mr. Wu will not receive director's fee from the Company in respect of his office as director, nor will he receive any other emolument, if being appointed.

As at the date hereof, Mr. Wu does not have any interest in the shares or underlying shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance. Save as disclosed above, Mr. Wu is not connected with any other directors, supervisors, senior management, substantial shareholders or controlling shareholders of the Company. Save as disclosed above, there are no other matters relating to his election that need to be brought to the attention of the shareholders and there is no information required to be disclosed pursuant to any of the requirements of Rule 13.51(2) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "**Listing Rules**").

2. Mr. Liang Xianjun, aged 37, is currently the general manager of the audit division of Beijing State-owned Assets Management Co., Ltd. Mr. Liang previously served as the business manager of the finance and audit division of Beijing State-owned Assets Management Co., Ltd. from 2007 to 2008 and as the manager of the finance department, financial controller and deputy general manager of Beijing Artists Management Corp., Ltd. from 2008 to 2013. Beijing Artists Management Corp., Ltd. is an indirect subsidiary of Beijing State-owned Assets Management Co., Ltd. Mr. Liang graduated from the Accounting Department of Beijing Jiaotong University in 2006.

Save as disclosed above, Mr. Liang does not hold any position with the Company or other members of the group of the Company nor did he hold any directorship in any other listed public companies in the past three years.

Under an authorisation to be given by the shareholders at the AGM, the Company will enter into a service contract with Mr. Liang. Mr. Liang's office as supervisor shall remain effective up to the Expiration Date of the Term of the Fifth Session of the Board of Supervisors, and is subject to retirement or re-election in accordance with the Articles of Association of the Company. Mr. Liang will not receive any emolument from the Company in respect of his office as supervisor, if being appointed.

As at the date hereof, Mr. Liang does not have any interest in the shares or underlying shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance. Save as disclosed above, Mr. Liang is not connected with any other directors, supervisors, senior management, substantial shareholders or controlling shareholders of the Company. Save as disclosed above, there are no other matters relating to his election that need to be brought to the attention of the shareholders and there is no information required to be disclosed pursuant to any of the requirements of Rule 13.51(2) of the Listing Rules.

CHANGE OF JOINT SECRETARY, SECRETARY OF THE BOARD AND AUTHORISED REPRESENTATIVE

The Board also announces that Dr. Gao Jiaqing has tendered his resignation as the joint secretary of the Company, the secretary of the Board and the authorised representative as required under Rule 3.05 of the Listing Rules of the Stock Exchange, with effect from 5 June 2014. The Board has resolved to appoint Mr. Lu Lei as the secretary of the Board and the authorised representative as required under Rule 3.05 of the Listing Rules of the Stock Exchange, with effect from 5 June 2014 until the Expiration Date of the Term of the Fifth Session of the Board.

A circular containing the details of the proposed appointment of director and supervisor of the Company and the supplementary notice of the AGM will be dispatched to the shareholders on 6 June 2014.

The Board hereby wishes to express its gratitude to Ms. Zhang Kaihua and Mr. Xiao Jun for their valuation contributions during their terms of office.

By Order of the Board of
CAPINFO COMPANY LIMITED*
Wang Xu
Executive Director

Beijing, the People's Republic of China, 5 June 2014

As of the date hereof, the executive director of the Company is Dr. Wang Xu; the non-executive directors of the Company are Mr. Lu Lei, Mr. Pan Jiaren, Mr. Shi Hongyin, Ms. Hu Sha and Mr. Wang Zhuo, and the independent non-executive directors of the Company are Mr. Chen Jing, Ms. Zhou Liye, Mr. Zeng Xianggao and Mr. Gong Zhiqiang.

* *For identification purposes only*