

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.



IDT INTERNATIONAL LIMITED

萬威國際有限公司*

(Incorporated in Bermuda with limited liability)

(Stock Code: 167)

CHANGE OF NON-EXECUTIVE DIRECTORS

The Board announces the following changes in the Company's directorship:

1. Each of Mr. Xin Kexia, Mr. Jing Tian and Mr. Shi Changyun resigned as a non-executive Director with effect from 2 March 2018.
2. Each of Mr. Wu Gang, Mr. Yan Keya and Mr. Han Hongtu has been appointed as a non-executive Director with effect from 2 March 2018.

CHANGE OF NON-EXECUTIVE DIRECTORS

The board (“**Board**”) of directors (“**Directors**” and each a “**Director**”) of IDT International Limited (“**Company**”, together with its subsidiaries, the “**Group**”) announces that with effect from 2 March 2018, each of Mr. Xin Kexia (“**Mr. Xin**”), Mr. Jing Tian (“**Mr. Jing**”) and Mr. Shi Changyun (“**Mr. Shi**”) resigned as a non-executive Director due to other business commitment.

Each of Mr. Xin, Mr. Jing and Mr. Shi has confirmed that he does not have any disagreement with the Board and that there are no matters relating to his resignation that need to be brought to the attention of the shareholders of the Company.

Following the resignation of Mr. Xin, Mr. Jing and Mr. Shi, each of Mr. Wu Gang (“**Mr. Wu**”), Mr. Yan Keya (“**Mr. Yan**”) and Mr. Han Hongtu (“**Mr. Han**”) has been appointed as a non-executive Director with effect from 2 March 2018. The biographical details of Mr. Wu, Mr. Yan and Mr. Han are set out below.

Mr. Wu

Mr. Wu, aged 41, is the senior vice president of 三胞集團有限公司 (Sanpower Group Co., Ltd.*) (“**Sanpower Group**”) and is the chairman of the new consumption industrial group and the chairman of the new retail industrial group. As 江蘇宏圖高科技股份有限公司 (Jiangsu Hongtu High Technology Co., Ltd.*) (“**Jiangsu Hongtu**”), a controlling shareholder of the Company (having the meaning ascribed to it in the Rules (“**Listing Rules**”) Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (“**Stock Exchange**”)), is accounted for and consolidated in the audited consolidated accounts of Sanpower Group, Sanpower Group is also a controlling shareholder of the Company. From February 2008 to March 2013, Mr. Wu served as the chairman of Australia-China Education and Migration Service Company, specialized in global education and VIP immigration consultation services. Mr. Wu has many years of experience in cross-border investments, M&A, investor relations and corporate governance. Mr. Wu holds a Master’s degree in Public Administration from the University of North Carolina.

The Company and Mr. Wu has entered into an appointment letter for a term of three years with effect from 2 March 2018, which may be terminated by not less than three months’ notice in writing served by either party on the other. Mr. Wu is subject to retirement and re-election at the next following annual general meeting of the Company after his appointment and thereafter subject to retirement by rotation and re-election at annual general meetings of the Company pursuant to the bye-laws of the Company and the Listing Rules. Mr. Wu will not be entitled to any director’s fee.

Save as disclosed above, as at the date of this announcement, Mr. Wu does not (i) have any other major appointments and professional qualifications; (ii) hold any other positions with the Company or other members of the Group; (iii) have any relationship with any other Directors, senior management, substantial or controlling shareholders (having the meanings ascribed to them in the Listing Rules) of the Company.

As at the date of this announcement, Mr. Wu does not hold any directorships in any other listed companies in Hong Kong or overseas in the last three years and does not have any interest in the shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) (“**SFO**”).

Save as disclosed above, the Company is not aware of any matters that need to be brought to the attention of the shareholders of the Company in relation to the appointment of Mr. Wu and there is no other information which is discloseable pursuant to any of the requirements set out in Rules 13.51(2)(h) to 13.51(2)(v) of the Listing Rules.

Mr. Yan

Mr. Yan, aged 42, is the chief operating officer of the new retail industrial group of Sanpower Group (a controlling shareholder of the Company by reason as explained above) and is mainly responsible for operational management and M&A for the retail business. From November 2005 to May 2013, Mr. Yan served as the head of strategy and investment division for Li Ning Company Limited, a company whose shares are listed on the Stock Exchange (stock code: 2331), responsible for strategic management and investment. Prior to joining Sanpower Group, from June 2013 to July 2014, he served as the senior strategic investment director for Fosun International Limited, a company whose shares are listed on the Stock Exchange (stock code: 656), responsible for strategy planning at group level and direct investment in big consumption area. Mr. Yan has many years of experience in strategic management, cross-border investments, M&A, investor relations, corporate governance, post-merger integration, etc. Mr. Yan holds a Master of Science degree in Finance from the University of Strathclyde in the United Kingdom.

The Company and Mr. Yan has entered into an appointment letter for a term of three years with effect from 2 March 2018, which may be terminated by not less than three months' notice in writing served by either party on the other. Mr. Yan is subject to retirement and re-election at the next following annual general meeting of the Company after his appointment and thereafter subject to retirement by rotation and re-election at annual general meetings of the Company pursuant to the bye-laws of the Company and the Listing Rules. Mr. Yan will not be entitled to any director's fee.

Save as disclosed above, as at the date of this announcement, Mr. Yan does not (i) hold any directorships in any other listed companies in Hong Kong or overseas in the last three years; (ii) have any other major appointments and professional qualifications; (iii) hold any other positions with the Company or other members of the Group; and (iv) have any relationship with any other Directors, senior management, substantial or controlling shareholders (having the meanings ascribed to them in the Listing Rules) of the Company.

As at the date of this announcement, Mr. Yan does not have any interest in the shares of the Company within the meaning of Part XV of the SFO.

Save as disclosed above, the Company is not aware of any matters that need to be brought to the attention of the shareholders of the Company in relation to the appointment of Mr. Yan and there is no other information which is discloseable pursuant to any of the requirements set out in Rules 13.51(2)(h) to 13.51(2)(v) of the Listing Rules.

Mr. Han

Mr. Han, aged 46, is the vice president and the secretary of the board of directors of Jiangsu Hongtu (a controlling shareholder of the Company), a company whose shares are listed on the Shanghai Stock Exchange (stock code: 600122), and is mainly responsible for capital planning, information disclosure and assets management. Mr. Han is also assigned to take charge of the President Office, the Human Resources Department and the Enterprise Management Center of Jiangsu Hongtu.

From January 2000 to February 2003, Mr. Han served in state-owned provincial enterprises, and was responsible for project investment and company listing as an investment counselor in Jiangsu D&T Consulting Co., Ltd (鼎信諮詢有限公司), a wholly owned subsidiary of Jiangsu Skyrun Corporation (江蘇開元國際集團). From April 2003 to March 2010, Mr. Han worked for Sanpower Group and he was in charge of investments, M&A, assets operations and capital planning. Mr. Han has many years of experience in M&A, equity investments and regulations of the governance structure of listed company. Mr. Han holds a Master's degree in Business Administration from Maastricht University in Holland.

The Company and Mr. Han has entered into an appointment letter for a term of three years with effect from 2 March 2018, which may be terminated by not less than three months' notice in writing served by either party on the other. Mr. Han is subject to retirement and re-election at the next annual general meeting of the Company after his appointment and thereafter subject to retirement by rotation and re-election at annual general meetings of the Company pursuant to the bye-laws of the Company and the Listing Rules. Mr. Han will not be entitled to any director's fee.

Save as disclosed above, as at the date of this announcement, Mr. Han does not (i) have any other major appointments and professional qualifications; (ii) hold any other positions with the Company or other members of the Group; and (iii) have any relationship with any other Directors, senior management, substantial or controlling shareholders (having the meanings ascribed to them in the Listing Rules) of the Company.

As at the date of this announcement, Mr. Han does not hold any directorships in any other listed companies in Hong Kong or overseas in the last three years and does not have any interest in the shares of the Company within the meaning of Part XV of the SFO.

Save as disclosed above, the Company is not aware of any matters that need to be brought to the attention of the shareholders of the Company in relation to the appointment of Mr. Han and there is no other information which is discloseable pursuant to any of the requirements set out in Rules 13.51(2)(h) to 13.51(2)(v) of the Listing Rules.

The Board would like to take this opportunity to express its sincere gratitude to Mr. Shi, Mr. Xin, and Mr. Jing for their invaluable contribution to the Company during their tenure of office and would also like to express its warm welcome to Mr. Wu, Mr. Yan and Mr. Han for joining the Board.

By Order of the Board
IDT International Limited
Foo Piau Phang
Chairman

Hong Kong, 2 March 2018

As at the date of this announcement,

1. The executive Directors are Mr. Foo Piau Phang (Chairman) and Mr. Qi Miao (Chief Executive Officer);
2. The non-executive Directors are Mr. Song Rongrong, Mr. Wu Gang, Mr. Yan Keya and Mr. Han Hongtu; and
3. The independent non-executive Directors are Mr. Yang Xiongsheng, Ms. Zhao Yuhong, Dr. Li Quan and Mr. Duh Jia-Bin.

* *For identification purpose only*