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IDT INTERNATIONAL LIMITED

(Incorporated in Bermuda with limited liability)

(Stock Code: 167)

CHANGE OF DIRECTORS AND CHANGE OF COMPOSITION OF BOARD COMMITTEES

The Board of the Company announces that:

- (1) Dr. Chan has retired as a non-executive Director with effect from August 26, 2015, after the conclusion of the AGM.
- (2) Mr. Lo has retired as an independent non-executive Director with effect from August 26, 2015, after the conclusion of the AGM.
- (3) Mr. Kao has retired as an independent non-executive Director with effect from August 26, 2015, after the conclusion of the AGM.
- (4) Mr. Schmuckli has retired as an independent non-executive Director with effect from August 26, 2015, after the conclusion of the AGM.
- (5) Dr. Ohmae has retired as an independent non-executive Director with effect from August 26, 2015, after the conclusion of the AGM.
- (6) Mr. Yang has been appointed as an independent non-executive Director with effect from August 26, 2015, after obtaining the shareholders' approval at the AGM.
- (7) Ms. Zhao has been appointed as an independent non-executive Director with effect from August 26, 2015, after obtaining the shareholders' approval at the AGM.
- (8) Dr. Li has been appointed as an independent non-executive Director with effect from August 26, 2015, after obtaining the shareholders' approval at the AGM.
- (9) Mr. Duh has been appointed as an independent non-executive Director with effect from August 26, 2015, after obtaining the shareholders' approval at the AGM.

RETIREMENT OF NON-EXECUTIVE DIRECTOR AND INDEPENDENT NON-EXECUTIVE DIRECTORS

The Board announces that Dr. Chan has retired as a non-executive Director with effect from August 26, 2015, after the conclusion of the AGM.

The Board further announces that Mr. Lo has retired as an independent non-executive Director with effect from August 26, 2015, after the conclusion of the AGM.

The Board further announces that Mr. Kao has retired as an independent non-executive Director with effect from August 26, 2015, after the conclusion of the AGM.

The Board further announces that Mr. Schmuckli has retired as an independent non-executive Director with effect from August 26, 2015, after the conclusion of the AGM.

The Board further announces that Dr. Ohmae has retired as an independent non-executive Director with effect from August 26, 2015, after the conclusion of the AGM.

Each of Dr. Chan, Mr. Lo, Mr. Kao, Mr. Schmuckli and Dr. Ohmae confirms that he does not have any disagreement with the Board and there are no matters that need to be brought to the attention of the shareholders of the Company.

The Board would like to express its sincere gratitude to Dr. Chan, Mr. Lo, Mr. Kao, Mr. Schmuckli and Dr. Ohmae for their invaluable contribution to the Board during their term of office with the Company.

APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTORS

Mr. Yang Xiongsheng

The Board announces that Mr. Yang Xiongsheng has been appointed as an independent non-executive Director and the chairman of the Audit Committee with effect from August 26, 2015, after obtaining the shareholders' approval at the AGM.

Mr. Yang, aged 55, is the chair of the accounting department of the school of business of Nanjing University, professor, doctoral tutor. He is currently an independent non-executive director of Shenji Group Kunming Machine Tool Company Limited (stock code: 300) and an independent director of Solareast Corporation (stock code: 603366). He had worked for Lianyungang Finance School and Lianyungang audit bureau. From 1995, he has worked at the accounting department of Nanjing University. Presently, he is the chair of the accounting department of Nanjing University, the vice president of the fifth council of Chinese Institute of Finance and Cost for Young and mid-career professionals, deputy secretary-general of Accounting Society of China, vice president of Accounting Society of Jiangsu Province, advisory expert of accounting standards for China Accounting Standards Committee under the Ministry of Finance; adjunct doctoral tutor at Nanjing University of Science and Technology, adjunct professor at Anhui University of Finance and Economics. The main research areas of Mr. Yang: internal control, basic theory of accounting, financial management and management accounting. Presently, he has published more than 200 papers, monographs and more than 20 textbooks. He directly involved in the research of specific control criterion and drafting work of the Internal Accounting Control Standards-Basic Standards by the Ministry of Finance, and he undertook a number of key scientific researches for the Ministry of Finance. Mr. Yang was graduated at Xuzhou Normal University in 1981, and he has doctorate of accounting at Dongbei University of Finance and Economics.

A service agreement will be entered into between Mr. Yang and the Company for an initial term of three years and will continue thereafter until terminated by not less than three months' notice in writing served by either party to the other.

Mr. Yang will be entitled to an annual salary of HK\$200,000, with reference to the duties and level of responsibilities, the remuneration policy of the Company and the working experience, skill, knowledge and involvement in the Company's affairs.

As at the date of this announcement, Mr. Yang does not have any interests or short positions in any shares, underlying shares or debentures of the Company or any of its associated corporations which is required to be disclosed under Part XV of the SFO.

Save as disclosed above, Mr. Yang is independent from and has no relationship with any Director, senior management, substantial shareholder or controlling shareholder of the Company nor has he held any directorship in any other listed public companies in the past three years.

Save as disclosed above, Mr. Yang confirms that there is no other information which is required to be disclosed pursuant to Rule 13.51(2)(h) to (v) of the Listing Rules and there are no other matters relating to his appointment that needs to be brought to the attention of the shareholders of the Company.

The Board would like to welcome Mr. Yang as an independent non-executive Director.

Ms. Zhao Yuhong

The Board announces that Ms. Zhao Yuhong has been appointed as an independent non-executive Director, the chairman of the Remuneration Committee and a member of the Audit Committee with effect from August 26, 2015, after obtaining the shareholders' approval at the AGM.

Ms. Zhao, aged 47, has spent her career working for a number of international and Chinese investment banks. Her previous positions include Managing Director in Investment Banking at BOC International, Managing Director in Investment Banking at CLSA Asia Pacific Markets, Executive Director in China Investment Banking at JPMorgan Securities, Director in China Investment Banking at Credit Suisse. Ms. Zhao obtained an MBA degree from York University (Canada), a Master of Arts degree from University of Western Ontario (Canada) and a Bachelor of Arts degree from Dalian University of Technology (China).

A service agreement will be entered into between Ms. Zhao and the Company for an initial term of three years and will continue thereafter until terminated by not less than three months' notice in writing served by either party to the other.

Ms. Zhao will be entitled to an annual salary of HK\$200,000, with reference to the duties and level of responsibilities, the remuneration policy of the Company and the working experience, skill, knowledge and involvement in the Company's affairs.

As at the date of this announcement, Ms. Zhao does not have any interests or short positions in any shares, underlying shares or debentures of the Company or any of its associated corporations which is required to be disclosed under Part XV of the SFO.

Save as disclosed above, Ms. Zhao is independent from and has no relationship with any Director, senior management, substantial shareholder or controlling shareholder of the Company nor has she held any directorship in any other listed public companies in the past three years.

Save as disclosed above, Ms. Zhao confirms that there is no other information which is required to be disclosed pursuant to Rule 13.51(2)(h) to (v) of the Listing Rules and there are no other matters relating to her appointment that needs to be brought to the attention of the shareholders of the Company.

The Board would like to welcome Ms. Zhao as an independent non-executive Director.

Dr. Li Quan

The Board announces that Dr. Li has been appointed as an independent non-executive Director, a member of the Audit Committee and the Nomination and Corporate Governance Committee with effect from August 26, 2015, after obtaining the shareholders' approval at the AGM.

Dr. Li, aged 51, is a seasoned international banker across commercial and investment banking in London, Hong Kong and mainland China. He served as the Chief Executive Officer of Australia and New Zealand Bank (China) Ltd. till August 2014, now retaining a non-executive role. From 1998 to 2014, as the Country Executive, Dr. Li was responsible for establishing and managing all The Royal Bank of Scotland ("RBS") business in China. He played a significant role in many strategic projects. Over his time in China, he also served as Non-executive Directors on the Boards of Suzhou Trust Ltd. and Galaxy Futures Brokerage Ltd., Chairman of RBS Leasing (China) Ltd., and a member of Advisory Board of China European International Business School. Dr. Li was educated both in China and the United Kingdom, holding a Ph.D. in Strategic Management from Aston Business School, a Master of Science degree in Industrial Management from Birmingham University and a Bachelor of Engineering degree from Beijing Institute of Technology.

A service agreement will be entered into between Dr. Li and the Company for an initial term of three years and will continue thereafter until terminated by not less than three months' notice in writing served by either party to the other.

Dr. Li will be entitled to an annual salary of HK\$200,000, with reference to the duties and level of responsibilities, the remuneration policy of the Company and the working experience, skill, knowledge and involvement in the Company's affairs.

As at the date of this announcement, Dr. Li does not have any interests or short positions in any shares, underlying shares or debentures of the Company or any of its associated corporations which is required to be disclosed under Part XV of the SFO.

Save as disclosed above, Dr. Li is independent from and has no relationship with any Director, senior management, substantial shareholder or controlling shareholder of the Company nor has he held any directorship in any other listed public companies in the past three years.

Save as disclosed above, Dr. Li confirms that there is no other information which is required to be disclosed pursuant to Rule 13.51(2)(h) to (v) of the Listing Rules and there are no other matters relating to his appointment that needs to be brought to the attention of the shareholders of the Company.

The Board would like to welcome Dr. Li as an independent non-executive Director.

Mr. Tu Chia-Pin (alias Duh Jia-Bin)

The Board announces that Mr. Tu Chia-Pin (alias Duh Jia-Bin) has been appointed as an independent non-executive Director and a member of the Remuneration Committee and the Nomination and Corporate Governance Committee with effect from August 26, 2015, after obtaining the shareholders' approval at the AGM.

Mr. Duh, aged 57, is an angel investor in technology and telecom related start-ups, and has active participation in several companies and funds in US, Asia and China. From 1998-2006, Mr. Duh served as Vice President of Cisco Inc. and President of Cisco China. Mr. Duh was the President of Microsoft China during the period from 1993 to 1998. He also served at Hewlett-Packard for over 10 years and held a variety of managerial positions in sales, marketing and engineering. Mr. Duh is a graduate of the National Chiao Tung University with a bachelor's degree in engineering and holds an Executive MBA jointly offered by Kellogg School of Management of Northwestern University and Hong Kong University of Science and Technology (Kellogg-HKUST). He is the Chairman of the advisory board of New York University and Nanjing University's joint institute.

A service agreement will be entered into between Mr. Duh and the Company for an initial term of three years and will continue thereafter until terminated by not less than three months' notice in writing served by either party to the other. Mr. Duh will be entitled to an annual salary of HK\$200,000, with reference to the duties and level of responsibilities, the remuneration policy of the Company and the working experience, skill, knowledge and involvement in the Company's affairs.

As at the date of this announcement, Mr. Duh does not have any interests or short positions in any shares, underlying shares or debentures of the Company or any of its associated corporations which is required to be disclosed under Part XV of the SFO.

Save as disclosed above, Mr. Duh is independent from and has no relationship with any Director, senior management, substantial shareholder or controlling shareholder of the Company nor has he held any directorship in any other listed public companies in the past three years.

Save as disclosed above, Mr. Duh confirms that there is no other information which is required to be disclosed pursuant to Rule 13.51(2)(h) to (v) of the Listing Rules and there are no other matters relating to his appointment that needs to be brought to the attention of the shareholders of the Company.

The Board would like to welcome Mr. Duh as an independent non-executive Director.

CHANGE OF COMPOSITION OF THE AUDIT COMMITTEE, REMUNERATION COMMITTEE AND NOMINATION AND CORPORATE GOVERNANCE COMMITTEE

The Board announces that in connection with the change of Directors above, the members of the Audit Committee, Remuneration Committee and Nomination and Corporate Governance Committee are as follows:

Audit Committee

Mr. Yang Xiongsheng (*Chairman*)
Ms. Zhao Yuhong
Dr. Li Quan

Remuneration Committee

Ms. Zhao Yuhong (*Chairman*)
Mr. Tu Chia-Pin (alias Duh Jia-Bin)
Mr. Song Rongrong

Nomination and Corporate Governance Committee

Mr. Foo Piau Phang (*Chairman*)
Dr. Li Quan
Mr. Tu Chia-Pin (alias Duh Jia-Bin)

DEFINITIONS

In this announcement, unless the context otherwise requires, the following expressions have the following meanings:

“AGM”	The annual general meeting of the Company convened and held on August 26, 2015 (Wednesday)
“Audit Committee”	the audit committee of the Company
“Board”	the board of Directors of the Company
“Companies Ordinance”	The Companies Ordinance (Chapter 622 of the Laws of Hong Kong)
“Company”	IDT International Limited, a company incorporated in Bermuda with limited liability, whose shares are listed on the main board of the Stock Exchange (stock code:167)
“Director(s)”	The director(s) of the Company, including the independent non-executive director(s)
“Dr. Chan”	Dr. Raymond Chan (陳煒文)
“Dr. Li”	Dr. Li Quan (李權)
“Dr. Ohmae”	Dr. Kenichi Ohmae (大前研一)
“Hong Kong”	The Hong Kong Special Administrative Region of the PRC
“Listing Rules”	The Rules Governing the Listing of Securities on the Stock Exchange
“Mr. Duh”	Mr. Tu Chia-Pin (alias Duh Jia-Bin) (杜家濱)
“Mr. Foo”	Mr. Foo Piau Phang (符標榜)
“Mr. Kao”	Mr. Kao Ying Lun (高英麟)
“Mr. Lo”	Mr. Lo Kai Yiu, Anthony (羅啟耀)
“Mr. Schmuckli”	Mr. Jack Schmuckli
“Mr. Yang”	Mr. Yang Xiongsheng (楊雄勝)
“Ms. Zhao”	Ms. Zhao Yuhong (趙宇紅)

“Nomination and Corporate Governance Committee”	the nomination and corporate governance committee of the Company
“PRC”	The People’s Republic of China
“Remuneration Committee”	the remuneration committee of the Company
“SFO”	Securities and Futures Ordinance (Cap.571 of the Laws of Hong Kong)
“Stock Exchange”	The Stock Exchange of Hong Kong Limited

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

Hong Kong, August 26, 2015

As at the date of this announcement, the executive Director is Mr. Foo Piau Phang (Chairman); the non-executive Directors are Mr. Xin Kexia, Mr. Song Rongrong, Ms. Wang Yang and Ms. Gao Huan; and the independent non-executive Directors are Mr. Yang Xiongsheng, Ms. Zhao Yuhong, Dr. Li Quan and Mr. Tu Chia-Pin (alias Duh Jia-Bin).

Website: <http://www.idthk.com>