

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.



Stella International Holdings Limited
九興控股有限公司*

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1836)

**CHANGES OF COMPOSITION OF
THE BOARD OF DIRECTORS
AND AUTHORISED REPRESENTATIVE**

The Board announces that (i) Mr. Peter Bolliger was appointed as an independent non-executive Director with effect from 1 October 2010; (ii) Mr. Shieh Tung-Pi, Billy resigned as an executive Director and an authorised representative of the Company with effect from 19 August 2010; and (iii) Mr. Chen Li-Ming, Lawrence was appointed in place of Mr. Shieh as an authorised representative of the Company with effect from 19 August 2010.

This announcement is made pursuant to Rule 3.05 and Rule 13.51(2) of the Listing Rules.

APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR

The board (the “Board”) of directors (the “Directors”) of Stella International Holdings Limited (the “Company”, which, together with its subsidiaries, are collectively referred to as the “Group”) is pleased to announce that the Board has resolved to appoint Mr. Peter Bolliger (“Mr. Bolliger”) as an independent non-executive Director with effect from 1 October 2010.

Mr. Bolliger, aged 65, had extensive experience in retail business with renowned department stores. From 1990 to 1994, he was the managing director of Harrods, London, the director of House of Fraser Plc and the chairman of Kurt Geiger, London (which is one of the leading luxury footwear retailers in Europe). Prior to these appointments, he had served at shoes companies, such as the managing director of A & D Spitz (Pty) Ltd., South Africa (1982 to 1990) and the managing director of Bally Shoes, Scandinavian Division, Denmark. In 1994,

* For identification purpose only

he joined Clarks and became the chief executive in 2002 until his retirement in May 2010. He is currently an independent non-executive director of GrandVision S.A., one of Europe's leading retail optical services and retail photographic services groups.

Mr. Bolliger did not hold any directorship in any public companies the securities of which are listed on any securities market in Hong Kong or overseas in the last three years before the date of this announcement. Mr. Bolliger does not hold any other positions with the Company or other members of the Group as at the date of this announcement.

Mr. Bolliger has entered into a service agreement with the Company for a term of three years commencing from 1 October 2010 subject to retirement by rotation and re-election at annual general meetings of the Company in accordance with the articles of association of the Company. Mr. Bolliger is entitled to a director's fee of HK\$400,000 per annum at the sole and absolute discretion of the remuneration committee of the Board and the Board of the Company.

The emoluments of Mr. Bolliger are determined on the basis of Mr. Bolliger's skill, knowledge, expected involvement in the Company's affairs and the performance, together with reference to the profitability of the Company, remuneration benchmarks in the industry, and prevailing market conditions.

As at the date of the announcement, Mr. Bolliger is directly interested in 150,000 shares in the Company which is required to be disclosed under Part XV of the Securities and Futures Ordinance, Chapter 571 of the Laws of Hong Kong. He does not have any relationship with any Directors, senior management or substantial or controlling shareholders of the Company as at the date of this announcement. The Board is of the view that he has met the independence guidelines set out in Rule 3.13 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "Listing Rules").

Save as disclosed herein, the Board is not aware of any other matter relating to the appointment of Mr. Bolliger that needs to be brought to the attention of the shareholders of the Company nor any information to be disclosed pursuant to any of the requirements of paragraphs (h) to (v) of Rule 13.51(2) of the Listing Rules.

Upon the appointment of Mr. Bolliger as an independent non-executive Director with effect from 1 October 2010, the Company will have four independent non-executive Directors which represent more than one-third of the Board and has met the recommended best practice A.3.2 of the Code on Corporate Governance Practices contained in Appendix 14 to the Listing Rules.

The Board would like to express its warm welcome to Mr. Bolliger on the Board.

RESIGNATION OF EXECUTIVE DIRECTOR AND AUTHORISED REPRESENTATIVE

The Board also announces that with effect from 19 August 2010, Mr. Shieh Tung-Pi, Billy (“Mr. Shieh”) resigned as an executive Director for satisfying the Group’s pursuit of higher standard of corporate governance by, among others, gradually changing the composition of the Board to have a higher proportion of independent directors. Accordingly, Mr. Shieh also ceased to be the authorised representative of the Company. Mr. Shieh has confirmed that he has no disagreement with the Board, and there is no matter relating to his resignation that needs to be brought to the attention of the shareholders of the Company. Subsequent to his resignation as an executive Director and authorised representative with effect from 19 August 2010, Mr. Shieh remains as the chief operating officer of the Group and director of a number of subsidiaries of the Company.

The Board wishes to express its appreciation for Mr. Shieh’s contribution and leadership during his term of appointment.

APPOINTMENT OF AUTHORISED REPRESENTATIVE

In addition, the Board also announces that with effect from 19 August 2010, Mr. Chen Li-Ming, Lawrence (“Mr. Chen”), the executive Director and the chief executive officer of the Group, has been appointed in place of Mr. Shieh as an authorised representative of the Company under Rule 3.05 of the Listing Rules.

By order of the Board
Stella International Holdings Limited
Chiang Jeh-Chung, Jack
Chairman

Hong Kong, 19 August 2010

As at the date of this announcement, the executive Directors are Mr. Chiang Jeh-Chung, Jack, Mr. Shih Takuen, Daniel, Mr. Chao Ming-Cheng, Eric, Mr. Chen Li-Ming, Lawrence and Mr. Chi Lo-Jen and the independent non-executive Directors are Mr. Chu Pao-Kuei, Mr. Ng Hak Kim, JP and Mr. Chen Johnny .