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**Kingsoft Corporation Limited**

**金山軟件有限公司**

*(Continued into the Cayman Islands with limited liability)*

**(Stock Code: 03888)**

**RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTOR  
AND  
APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR  
AND  
APPOINTMENT OF EXECUTIVE DIRECTOR  
AND  
CHANGE OF MEMBER OF THE NOMINATION COMMITTEE,  
AUDIT COMMITTEE AND REMUNERATION COMMITTEE**

The board of directors (“the Board”) of Kingsoft Corporation Limited (“the Company”) announces the following:

**RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTOR,  
MEMBER OF THE NOMINATION COMMITTEE, AUDIT COMMITTEE  
AND REMUNERATION COMMITTEE**

With effect from 1 March 2013, Mr. Wang Chuan (“Mr. Wang”) has tendered his resignation as an Independent Non-Executive Director, the member of the Nomination Committee, Audit Committee and Remuneration Committee of the Company due to other business commitments.

Mr. Wang has confirmed that he has no disagreement with the Board and there is no other matter that needs 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 gratitude to Mr. Wang for his valuable contribution during his term of office with the Company.

## **APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR, MEMBER OF NOMINATION COMMITTEE, AUDIT COMMITTEE AND REMUNERATION COMMITTEE**

The Board further announces that with effect from 1 March 2013, Ms. Wu Wenjie (“Ms. Wu”) has been appointed as an Independent Non-executive Director, member of the Nomination Committee, Audit Committee and Remuneration Committee of the Company.

Before joining the Company, Ms. Wu, aged 38, has been serving as the Chief Financial Officer of Ctrip.com International, Ltd. (“Ctrip.com”, Stock Code: CTRP), a company listed on NASDAQ and China’s leading online travel services provider, since May 2012. Ms. Wu joined Ctrip.com as deputy CFO in December 2011. Prior to joining Ctrip.com, Ms. Wu was an equity research analyst covering China Internet and Media industries in Morgan Stanley Asia Limited and in Citigroup Global Markets Asia Limited from 2005 to 2011. Prior to that, Ms. Wu worked for China Merchants Holdings (International) Company Limited (Stock Code: 0144), a company listed on The Stock Exchange of Hong Kong Limited (“the SEHK”) for three years. Ms. Wu has a Ph.D. degree in finance from the University of Hong Kong, a Master’s degree in philosophy in finance from the Hong Kong University of Science and Technology, and both a Master’s degree and a Bachelor’s degree in economics from Nan Kai University, China. Ms. Wu has been a Chartered Financial Analyst (CFA) since 2004.

Pursuant to her letter of appointment with the Company, Ms. Wu is appointed for a term of 3 years with effect from 1 March 2013 subject to rotation, retirement and re-election at the annual general meetings of the Company pursuant to the articles of association of the Company. She is entitled to an annual director’s fee of US\$30,000, which is determined on the basis of the recommendation of the Remuneration Committee of the Company and with reference to her duties and responsibilities, and the prevailing market conditions.

Ms. Wu confirmed that she meets the independence guidelines set out in Rule 3.13 of the Rules Governing the Listing of Securities on the SEHK.

## **APPOINTMENT OF EXECUTIVE DIRECTOR**

The Board further announces that with effect from 1 March 2013, Mr. Ng Yuk Keung (“Mr. Ng”), the Chief Financial Officer of the Company has been appointed as Executive Director of the Company.

Mr. Ng, aged 48, graduated from the University of Hong Kong with a Bachelor’s degree in Social Sciences in 1988 and obtained a Master of Science degree in Global Business Management and E-commerce in 2002. Mr. Ng is a professional accountant and a fellow member of both the Hong Kong Institute of Certified Public Accountants and the Association of Chartered Certified Accountants and a member of the Institute of Chartered Accountants in England and Wales.

Mr. Ng has more than twenty years of experience in financial management, corporate finance and merger and acquisition. Before joining the Company, Mr. Ng was the Executive Director, Chief Financial Officer and Company Secretary of China NT Pharma Group Company Limited, a major pharmaceutical company listed on the SEHK (Stock Code: 1011). Mr. Ng worked with PricewaterhouseCoopers for over 12 years from 1988 to 2001. From 2001 to 2003, Mr. Ng was the Chief Financial Officer of International School of Beijing, an academic institution in Beijing, China. In 2003, Mr. Ng joined Australian Business Lawyers, a law firm in Australia and was later appointed as a special consultant in 2004 responsible for advising on accounting matters.

From 2004 to 2006, Mr. Ng was the deputy Chief Financial Officer, a joint Company Secretary and the Qualified Accountant of IRICO Group Electronics Company Limited (Stock Code: 438), a company listed on the SEHK. From 2006 to 2010, Mr. Ng was the Vice President and the Chief Financial Officer of China Huiyuan Juice Group Ltd. (Stock Code: 1886), a company listed on the SEHK.

Mr. Ng is also currently an independent non-executive director of Sany Heavy Equipment International Holdings Company Limited (Stock Code: 631), and also an independent non-executive director and the chairman of the audit committee of Beijing Capital Land Limited (Stock Code: 2868), Winsway Coking Coal Holdings Limited (Stock Code: 1733) and Zhongsheng Group Holdings Limited (Stock Code: 881), all of these companies are listed on the SEHK. From 2007 to 2011, Mr. Ng was also an independent non-executive director of Xinjiang Xinxin Mining Industry Company Limited (Stock Code: 3833), a company listed on the SEHK.

Mr. Ng has entered into a service contract as an Executive Director with the Company for a term of 3 years from 1 March 2013. Mr. Ng is also a director of certain subsidiaries of the Company. He 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. The amount of directors' emoluments to be received by Mr. Ng will be determined by the Board based on the recommendations of the Remuneration Committee and Nomination Committee of the Company, with reference to his duties and responsibilities with the Company and the market rate for his position. Under the service contract, Mr. Ng is entitled to receive emolument package of RMB2,100,000 per annum.

As at the date of this announcement and within the meaning of Part XV of the Securities and Futures Ordinance (Cap. 571) of the Laws of Hong Kong (the "SFO"), Mr. Ng is beneficially interested in 3,000,000 underlying shares of the Company attached to the share options granted by the Company.

Save as disclosed above, as at the date of this announcement, each of Ms. Wu and Mr. Ng (i) does not have any relationship with any directors, senior management or substantial or controlling shareholders of the Company; (ii) has not held any directorship in the last three years in other public companies, the securities of which are listed on any securities markets in Hong Kong or overseas; (iii) does not have any interests in the shares of the Company within the meaning of Part XV of the SFO; (iv) does not hold any other position with the Company and its subsidiaries; and (v) does not have other major appointments and professional qualifications.

Save as disclosed above, there is no other information required to be brought to the attention of the shareholders of the Company and the Company or to be disclosed pursuant to Rule 13.51(2) of the Rules Governing the Listing of Securities on the SEHK in relation to their appointments.

The Board would like to take this opportunity to welcome Ms. Wu and Mr. Ng in joining the Board.

By order of the Board  
**Kingsoft Corporation Limited**  
**Jun LEI**  
*Chairman*

PRC, 1 March 2013

*As at the date of this announcement, the executive Directors are Messrs. HongJiang ZHANG, Tao ZOU and Yuk Keung NG; the non-executive Directors are Messrs. Jun LEI, Pak Kwan KAU and Chi Ping LAU; and the independent non-executive Directors are Messrs. To Thomas HUI, Guangming George LU and Wenjie WU.*