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深圳市明華澳漢科技股份有限公司

Shenzhen Mingwah Aohan High Technology Corporation Limited *

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

(Stock Code: 8301)

**RE-DESIGNATION OF DIRECTOR AND
RESIGNATION OF CHIEF EXECUTIVE OFFICER;
CHANGE OF COMPLIANCE OFFICER AND
AUTHORISED REPRESENTATIVE;
RETIREMENT OF SUPERVISOR; AND
CONTINUED SUSPENSION OF TRADING**

**RE-DESIGNATION OF DIRECTOR, RESIGNATION OF CHIEF EXECUTIVE
OFFICER, AND CHANGE OF COMPLIANCE ADVISER AND AUTHORISED
REPRESENTATIVE**

The Board hereby announce that, with effect from 11 May 2021:

- (1) Mr. Zhang has resigned as the Chief Executive Officer, is re-designated from an executive Director to a non-executive Director, and ceases to be the Compliance Officer and an authorised representative for the purpose of the GEM Listing Rules; and
- (2) Mr. Liu Jianfeng, an executive Director, has been appointed as the Compliance Officer and an authorised representative for the purpose of the GEM Listing Rules.

The Company will endeavour to identify suitable candidate to fill the vacancy after Mr. Zhang's resignation as Chief Executive officer and make further announcement(s) as and when appropriate.

* For identification purposes only

RETIREMENT OF SUPERVISOR

The Board hereby announces that the Company has received confirmation from Mr. Zhou, the Company's Supervisor as at the date of this announcement, that he will not offer himself for re-election at the forthcoming annual general meeting following the expiry of his term of office on 16 May 2021. Accordingly, the term of office of Mr. Zhou will expire on 16 May 2021.

The Company will endeavour to identify suitable candidate to fill the vacancy after Mr. Zhou Jie's retirement and make further announcement(s) as and when appropriate.

CONTINUED SUSPENSION OF TRADING

Trading in the Shares on the Stock Exchange has been suspended with effect from 9:00 a.m. on 12 November 2020 and will remain suspended until the Company fulfills the Resumption Guidance.

RE-DESIGNATION OF DIRECTOR AND RESIGNATION OF CHIEF EXECUTIVE OFFICER

The board (the "**Board**") of directors (the "**Directors**") of Shenzhen Mingwah Aohan High Technology Corporation Limited* (深圳市明華澳漢科技股份有限公司) (the "**Company**", together with its subsidiaries, the "**Group**") hereby announces that with effect from 11 May 2021, Mr. Zhang Tao (張韜) ("**Mr. Zhang**") (a) has tendered his resignation as chief executive officer of the Company (the "**Chief Executive Officer**") and (b) is re-designated from an executive Director to a non-executive Director ("**Mr. Zhang's Re-designation**").

Biographical details of Mr. Zhang

Mr. Zhang aged 40, has served as an executive Director since 11 April 2017 and was redesignated as a non-executive Director with effect from 11 May 2021, and the chairman of the Company (the "**Chairman**") since 11 January 2018. He has been appointed as the Chief Executive Officer, an authorised representative of the Company and the compliance officer of the Company (the "**Compliance Officer**") since 8 February 2018, but ceased to be the Compliance Officer and the Chief Executive Officer following his redesignation as a non-executive Director. He was appointed as the chairman of the nomination committee of the Company (the "**Nomination Committee**") on 9 April 2020. Mr. Zhang has over 10 years of experience in the management of companies in the information technology industry. Before joining the Company, he worked as the chairman and general manager of Beijing Fengdong Technology Limited, a company specialised in development of software and hardware products. He holds a bachelor degree with major in Media Studies from Massey University in New Zealand. He served as the chief information officer of Fast Key Holdings Limited from July 2016 to June 2017. Since July 2017, he has served as the chief information officer of Mingwah Aohan Investment Group Limited, a subsidiary of the Company, and is responsible for information management and provision of administrative support to the Group.

Mr. Zhang entered into a letter of appointment with the Company for a term of one year commencing from 11 May 2021 and is subject to the requirements for retirement by rotation (as least once every three years) and re-election at the annual general meeting of the Company in accordance with the articles of association of the Company (the “**Articles of Association**”) and the GEM Listing Rules (as defined below). The remuneration of Mr. Zhang is HK\$50,000 per month, which was determined by the Board and the remuneration committee of the Company with reference to the prevailing market conditions, his background and expected duties and responsibilities in the Company.

Save as disclosed above, (i) Mr. Zhang does not hold any other directorships in other public companies listed in Hong Kong or overseas in the last three years immediately preceding the date of this announcement; (ii) Mr. Zhang does not have any relationship with any directors, supervisors, senior management of the Company, substantial or controlling shareholder of the Company (“**Shareholders**”) as at the date of this announcement; (iii) Mr. Zhang does not hold other positions with the Company and its subsidiaries as at the date of this announcement; and (iv) Mr. Zhang does not have any interests or short position in the Shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance as at the date of this announcement.

Save as disclosed above, there is no information relating to Mr. Zhang’s Re-designation that is required to be disclosed pursuant to paragraphs (h) to (v) of Rule 17.50(2) of the Rules Governing the Listing of Securities on GEM of The Stock Exchange of Hong Kong Limited (“**GEM Listing Rules**”) nor is there any matter about him that needs to be brought to the attention of the Shareholders.

Mr. Zhang confirmed that his resignation as Chief Executive Officer was due to his intention to concentrate on his own business engagement, he does not have any disagreement with the Board and that there is no other matter relating to his resignation as Chief Executive Officer that needs to be brought to the attention of the Shareholders or the Stock Exchange.

The Company will endeavour to identify suitable candidate to fill the vacancy after Mr. Zhang’s resignation as Chief Executive Officer. The Company will make further announcement(s) as and when appropriate.

The Company would like to take this opportunity to express its sincere gratitude to Mr. Zhang for his valuable contributions to the Company during his tenure of service as a Chief Executive Officer.

CHANGE OF COMPLIANCE OFFICER AND AUTHORISED REPRESENTATIVE

Following Mr. Zhang’s Re-designation as the non-executive Director, Mr. Zhang will remain as the Chairman of the Board, the chairman of the Nomination Committee and an authorised representative of the Company for accepting service of process of notice in Hong Kong on its behalf under the Companies Ordinance.

The Board wishes to announce that with effect from 11 May 2021:

- (1) Mr. Zhang ceases to be the Compliance Officer of the Company for the purpose of Rule 5.19 of the GEM Listing Rules and an authorised representative of the Company for the purpose of Rule 5.24 of the GEM Listing Rules (the “**LR Authorised Representative**”); and
- (2) Mr. Liu Jianfeng (劉劍鋒) (“**Mr. Liu**”), an executive Director, has been appointed as the Compliance Officer and one of the LR Authorised Representatives.

The Board would like to take this opportunity to welcome Mr. Liu on the new positions in the Company.

RETIREMENT OF SUPERVISOR

Pursuant to Article 13.02 of the Articles of Association, the board of supervisors (the “**Supervisor**”) shall have three members and the Supervisor may be re-elected after the expiration of his term. The term of office of Mr. Zhou Jie (“**Mr. Zhou**”), being the Company’s Supervisor as at the date of this announcement, will expire on 16 May 2021.

Mr. Zhou confirmed that due to his intention to concentrate on his own business engagement, he will not offer himself for re-election at the forthcoming annual general meeting, he does not have any disagreement with the Board and the supervisory committee of the Company and that there is no other matter relating to his cessation to hold office in the Company as aforesaid that needs to be brought to the attention of the Shareholders or the Stock Exchange.

Pursuant to Article 13.02 of Articles of Association, if no re-election is conducted timely after the term of one supervisor expires, or the members of the Board of Directors are lower than the quorum due to the resignation of one Supervisor within his term, the original Supervisors shall still perform their duties as the Supervisors in accordance with the laws, administrative regulations and the Articles of Association, before the new Supervisor holds office. As advised by the PRC legal advisors, Mr. Zhou shall still perform his duties as the Supervisor until a new Supervisor is elected by the Shareholders at a general meeting. The Company will endeavour to identify suitable candidate to fill the vacancy after Mr. Zhou’s retirement. The Company will make further announcement(s) as and when appropriate.

The Company would like to take this opportunity to express its sincere gratitude to Mr. Zhou for his valuable contributions to the Company during his tenure of service.

CONTINUED SUSPENSION OF TRADING

References are made to the announcements of the Company dated 2, 3, 11 and 17 November 2020 and 11 February 2021 (the “**Announcements**”) in relation to, among other things, the suspension of trading in the shares of the Company. Unless otherwise stated, capitalised terms used herein shall have the same meanings as those defined in the Announcements.

Trading in the Shares on the Stock Exchange has been suspended with effect from 9:00 a.m. on 12 November 2020 and will remain suspended until the Company fulfills the Resumption Guidance.

By Order of the Board
Shenzhen Mingwah Aohan High Technology Corporation Limited
Zhang Tao
Chairman

Shenzhen, the PRC, 11 May 2021

As at the date of this announcement, the executive Directors are Mr. Lang Yu and Mr. Liu Jianfeng; the non-executive Directors are Mr. Zhang Tao and Mr. Zhou Liang Hao; and the independent non-executive Directors are Mr. Yu Xiuyang, Mr. Wei Wei and Mr. Chan Chun Kit.

This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with Rules Governing the Listing of Securities on GEM of The Stock Exchange of Hong Kong Limited for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that to the best of their knowledge and belief the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this announcement misleading.

This announcement will remain on the website of the GEM of The Stock Exchange of Hong Kong Limited at www.hkgem.com on the “Latest Listed Company Information” page for at least 7 days from the date of its posting.