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## **MINDTELL TECHNOLOGY LIMITED**

*(incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 8611)**

### **ANNOUNCEMENT PURSUANT TO RULES 17.50(2)(h) AND 17.50A(2) OF THE GEM LISTING RULES**

This announcement is made by Mindtell Technology Limited (the “**Company**”) pursuant to Rules 17.50(2)(h) and 17.50A(2) of the Rules Governing the Listing of Securities on GEM (the “**GEM Listing Rules**”) on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”).

The board (the “**Board**”) of directors (the “**Directors**”) of the Company has been informed that Mr. Liu Yan Chee James (“**Mr. Liu**”), an executive Director of the Company, has been criticised by the Listing Committee of the Stock Exchange on 20 January 2020 in relation to his breach of Rule 3.08(f) of the Rules Governing the Listing of Securities on the Stock Exchange (the “**Listing Rules**”) and his obligations under the Declaration and Undertaking with regards to directors given by him to the Stock Exchange set out in Appendix 5 of the Listing Rules, in discharging his fiduciary duties as an executive director of Asia Resources Holdings Limited (Stock Code: 899) with sufficient skill, care and diligence of a director as may reasonably be expected of a person of his knowledge and experience and holding his office (the “**Criticism**”).

The Board has carefully assessed the Criticism against Mr. Liu and considers that the Criticism has not substantively influenced the Board’s judgment on the suitability of Mr. Liu to act as an executive Director of the Company. In view of the facts that (i) there is no evidence that the Criticism involved any act of dishonesty, fraudulence or suggested any issue of integrity on the part of Mr. Liu which would affect his suitability as the Director of the Company, and (ii) the Board will take certain measures, including the engagement of legal advisers in Hong Kong to render professional advice on directors’ duties and strengthen internal control policies on the approval process of transactions. The Board is of the view that Mr. Liu is still suitable to act as an executive Director of the Company under Rules 5.01 and 5.02 of the GEM Listing Rules.

Save as disclosed in this announcement, the Company is not aware of any information on the above matter which needs to be brought to the attention of shareholders of the Company.

The Company will make further announcement(s) in relation to the above matters as and when appropriate in accordance with the GEM Listing Rules.

Here is the link to the above-mentioned Criticism:

[https://www.hkex.com.hk/News/News-Release/2020/200120news?sc\\_lang=en](https://www.hkex.com.hk/News/News-Release/2020/200120news?sc_lang=en)

By Order of the Board  
**Mindtell Technology Limited**  
**Chong Yee Ping**  
Chairman

Hong Kong, 23 January 2020

*As at the date of this announcement, the executive Directors are Mr. Chong Yee Ping and Mr. Liu Yan Chee James; the non-executive Directors are Mr. Siah Jiin Shyang and Mr. Lam Pang; and the independent non-executive Directors are Mr. Chan San Ping, Ms. Ho Suet Man Stella and Mr. Su Chi Wen.*

*This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the GEM Listing Rules of the Stock Exchange 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 “Latest Company Announcements” page of the GEM website at [www.hkgem.com](http://www.hkgem.com) for at least seven days after the date of publication and on the Company’s website at [www.mindtellttech.com](http://www.mindtellttech.com).*