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Comba

COMBA TELECOM SYSTEMS HOLDINGS LIMITED

京信通信系統控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 2342)

APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR AND CHANGE OF COMPOSITION OF BOARD COMMITTEES

The board (the “**Board**”) of directors (the “**Director(s)**”) of Comba Telecom Systems Holdings Limited (the “**Company**”, together with its subsidiaries, collectively the “**Group**”) is pleased to announce that Ms. Leung Hoi Wai will be appointed as an independent non-executive Director (“**INED**”) and a member of each of audit committee, remuneration committee and nomination committee of the Company all with effect from 14 June 2019.

Ms. Leung Hoi Wai

Ms. Leung Hoi Wai (“**Ms. Leung**”), aged 38, is a qualified lawyer. Ms. Leung graduated from the University of Hong Kong and obtained a bachelor degree in Business Administration. She also studied law and obtained the legal qualifications in the United Kingdom. Ms. Leung qualified as a solicitor in 2011 and has over 10 years of legal and commercial experience in both domestic and international markets. She worked in various law firms in the United Kingdom and Hong Kong, and served as the legal counsel and company secretary of Hong Kong Express Airways Limited. Ms. Leung is currently the senior legal counsel for Jardines Technology Limited.

As at the date of this announcement, saved as disclosed above, (i) Ms. Leung has not held any directorship in the last three years in any public companies the securities of which are listed on any securities market in Hong Kong or overseas; (ii) Ms. Leung does not have other major appointments or professional qualifications; (iii) Ms. Leung does not have any relationships with any Directors, senior management, substantial shareholders or controlling shareholders of the Company; (iv) Ms. Leung does not hold any positions with the Company or other members of the Group; and (v) Ms. Leung does not have, and is not deemed to have, any other interests or short positions in any shares, underlying shares or debentures (as defined under Part XV of the Securities and Futures Ordinance) of the Company.

Ms. Leung has entered into a letter of appointment with the Company for a term of three years which commences on 14 June 2019 and, subject to compliance with the relevant requirements of the Rules Governing the Listing of Securities (the “**Listing Rules**”) on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”), will be renewable thereafter also subject to compliance with the Listing Rules and retirement by rotation and re-election requirements under the articles of association of the Company until terminated by either party by giving not less than six months’ written notice. Ms. Leung’s remuneration has been fixed at HK\$220,000 per annum, which are determined by the Board with reference to her duties, performance and responsibilities within the Group, the Group’s remuneration policy and the prevailing market conditions. The re-appointment of Ms. Leung as INED will be subject to retirement and re-election at the next general meeting of the Company, also retirement by rotation and re-election at the subsequent annual general meetings of the Company in accordance with the articles of association of the Company.

Save as disclosed above, there is no information relating to Ms. Leung that is required to be disclosed pursuant to Rules 13.51(2)(h) to (v) of the Listing Rules nor are there any other matters that need to be brought to the attention of the Stock Exchange and/or the holders of securities of the Company in relation to this appointment.

The Board would like to take this opportunity to express its warmest welcome to Ms. Leung for joining the Board.

Reference is also made to the announcements of the Company dated 15 January 2019, 21 March 2019 and 24 April 2019 relating to, inter alia, the number of INEDs of the Board was below the minimum number as required under Rule 3.10A of the Listing Rules. In view that following the appointment of Ms. Leung as INED, the Company shall have eleven Directors comprising seven executive Directors and four INEDs. As a result, the Company shall fulfil the requirement under Rule 3.10A of the Listing Rules upon the appointment of Ms. Leung comes effective.

By order of the Board
Comba Telecom Systems Holdings Limited
Fok Tung Ling
Chairman

Hong Kong, 13 June 2019

As at the date of this announcement, the Board comprises the following executive Directors: Mr. FOK Tung Ling, Mr. ZHANG Yue Jun, Mr. XU Huijun, Mr. CHANG Fei Fu, Mr. BU Binlong, Mr. WU Tielong and Ms. HUO Xinru; and the following independent non-executive Directors: Mr. LAU Siu Ki, Kevin, Dr. LIN Jin Tong and Ms. NG Yi Kum.