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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 EXECUTIVE DIRECTOR AND CHANGE OF AUTHORISED REPRESENTATIVE

The board (the “**Board**”) of directors (the “**Director(s)**”) of Comba Telecom Systems Holdings Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) is pleased to announce that Mr. Chang Fei Fu (“**Mr. Chang**”), the chief financial officer of the Group, has been appointed as (i) an executive Director of the Company with effect from 23 February 2018; and (ii) an authorised representative of the Company following the resignation of Mr. Chan Siu Man (“**Mr. Chan**”) from the same position with effect from 23 February 2018.

The Board also announces that Mr. Chan has resigned from the position of authorised representative of the Company with effect from 23 February 2018.

APPOINTMENT OF EXECUTIVE DIRECTOR

The Board is pleased to announce that Mr. Chang has been appointed as (i) an executive Director of the Company with effect from 23 February 2018; and (ii) an authorised representative of the Company following the resignation of Mr. Chan from the same position with effect from 23 February 2018.

Mr. Chang, aged 43, is the chief financial officer of the Group. Mr. Chang also holds various positions in the subsidiaries of the Company, including acting as director, company secretary and chief financial officer and acted as supervisor in certain subsidiaries of the Company. He is mainly responsible for the overall financial management of the Group, as well as listed company related matters and investor relations duties.

Mr. Chang has obtained a master degree in engineering economic systems from Stanford University, the USA and a bachelor degree in electrical engineering from the University of Michigan, the USA. He has over 20 years of experience in corporate finance, merger and acquisition, financial analysis, research, capital markets and asset management. Prior to joining the Group in 2016, Mr. Chang has worked in financial institutions and corporates in Hong Kong, China and Japan, including the Hong Kong Stock Exchange, Bank of America Merrill Lynch (Hong Kong and Tokyo), Rockhampton Management (Tokyo), Barclays Capital

(Hong Kong). During 2011, Mr. Chang joined China Mobile Games and Entertainment Group Limited (“**CMGE**”) in the founding member team as an executive director and chief financial officer. He led CMGE to its listing on the United States NASDAQ Stock Exchange in September 2012, conducted a series of equity fund raisings including CMGE’s initial public offering, as well as its privatisation. Mr. Chang left CMGE in August 2015 after the company completed its privatisation. Mr. Chang then joined 郵樂網 ule.com (an e-commerce platform jointly launched by TOM Group Limited and China Post) as a senior vice president in finance in September 2015.

As at the date of this announcement, (i) save as disclosed above, Mr. Chang has not held any directorship in the last three years in any other public companies the securities of which are listed on any securities market in Hong Kong or overseas; (ii) Mr. Chang does not have other major appointments or professional qualifications; (iii) Mr. Chang does not have any relationships with any Directors, senior management, substantial shareholders or controlling shareholders of the Company; (iv) save as disclosed above, Mr. Chang does not hold other positions with the Company or other members of the Group; and (v) Mr. Chang holds share options under the share option scheme of the Company adopted on 3 June 2013 entitling him to subscribe for 3,300,000 shares of the Company. Save as disclosed above, Mr. Chang 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.

Mr. Chang has entered into a service contract with the Company with respect of his appointment as an executive Director for an initial term of 18 months which commences on 23 February 2018 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 until terminated by either party by giving not less than six months’ written notice. Mr. Chang is entitled to an annual remuneration of approximately HK\$3,169,000 with discretionary bonus, which are determined by the Board with reference to his duties, performance and responsibilities within the Company, the Company’s remuneration policy and the prevailing market conditions. He will be subject to retirement by rotation and re-election at the next general meeting of the Company.

Save as disclosed above, there is no information relating to Mr. Chang 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 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 Mr. Chang for joining the Board.

CHANGE OF AUTHORISED REPRESENTATIVE

The Board also announces that Mr. Chan has resigned from the position of authorised representative of the Company and, as disclosed above, Mr. Chang has been appointed as an authorised representative of the Company following the resignation of Mr. Chan from the same position, both with effect from 23 February 2018.

Mr. Chan 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 holders of securities of the Company or the Stock Exchange.

The Board wishes to express its gratitude to Mr. Chan for his valuable contribution to the Company during his term of appointment as authorised representative.

On behalf of the Board
Comba Telecom Systems Holdings Limited
Fok Tung Ling
Chairman

Hong Kong, 23 February 2018

As at the date of this announcement, the Board comprises the following executive Directors: Mr. FOK Tung Ling, Mr. ZHANG Yue Jun, Mr. CHANG Fei Fu, Mr. ZHENG Guo Bao, Mr. YEUNG Pui Sang, Simon and Mr. ZHANG Yuan Jian; and the following independent non-executive Directors: Mr. LAU Siu Ki, Kevin, Dr. LIN Jin Tong and Mr. QIAN Ting Shuo.