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## **TCL ELECTRONICS HOLDINGS LIMITED**

### **TCL 電子控股有限公司**

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

(Stock Code: 01070)

## **ANNOUNCEMENT MADE PURSUANT TO RULES 13.51B(2) AND 13.51(2) OF THE LISTING RULES**

This announcement is made by TCL Electronics Holdings Limited (the “**Company**”) pursuant to Rules 13.51B(2) and 13.51(2) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”).

Reference is made to (i) the circular (“**Circular**”) and the notice (“**Notice**”) of annual general meeting of the Company both dated 21 April 2021 in relation to, among other things, the proposed re-election of Mr. LAU Siu Ki (“**Mr. LAU**”) as one of the independent non-executive directors of the Company at the Company’s forthcoming annual general meeting (“**AGM**”) which is scheduled to be held on 21 May 2021; and (ii) the announcement (“**Announcement**”) of the Company dated 5 November 2019 in relation to change in particulars under Rule 13.51(2)(u) of the Listing Rules of Mr. LAU. Unless otherwise defined, capitalised terms used herein shall have the same meanings as those defined in the Circular, the Notice and the Announcement.

On 12 May 2021, SFC issued a press release in relation to the Proceedings brought by the SFC before the MMT against CMHG and six individuals who were then directors of CMHG (“**Relevant Directors**”), including Mr. LAU, being an independent non-executive director of CMHG at the material time. SFC announced, among others, that the Relevant Directors admitted that their negligent conduct had resulted in CMHG’s breach of the requirements of the corporate disclosure regime. Following the Proceedings, the MMT had fined CMHG and the Relevant Directors a total of HK\$4.2 million for failing to disclose inside information as soon as reasonably practicable. Each of the Relevant Directors was fined from HK\$300,000 to HK\$900,000. Mr. LAU was fined HK\$300,000 by the MMT but the MMT did not make disqualification order against him from being a listed company director. The Relevant Directors were further ordered to pay the SFC’s investigation and legal costs, as well as the costs of the Proceedings, and to attend an SFC-approved training programme on the corporate disclosure regime, directors’ duties and corporate governance.

Based on the available information, the Nomination Committee and the Board (in each case, other than Mr. LAU) considered that the aforementioned matter would not affect the recommendation of the Nomination Committee and the Board in the Circular in relation to the re-election of Mr. LAU as an independent non-executive Director at the AGM on the grounds that: (i) the aforementioned matter was a one-off incident and Mr. LAU does not have any negative directorship performance record except for the aforementioned disciplinary action decision; (ii) Mr. LAU was not disqualified from being a listed company director by the MMT, and would attend an SFC-approved training programme on the corporate disclosure regime, directors' duties and corporate governance; (iii) Mr. LAU has provided and would continue to provide valuable contribution to the Company and contribute to the diversity of the Board; and (iv) the Company maintains a well-established internal control system in respect of corporate disclosure regime to safeguard against similar incidents. Save as disclosed in this announcement, there is no other information that is required to be disclosed by Mr. LAU pursuant to Rule 13.51(2)(h) to (v) of the Listing Rules, and the Board is not aware of any other matters which need to be brought to the attention of the Shareholders in relation to the re-election of Mr. LAU as an independent non-executive Director at the AGM. The Company does not consider that the above matters will have any material adverse impact on the Group's businesses and/or operations.

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

On behalf of the Board  
**LI Dongsheng**  
*Chairman*

Hong Kong, 13 May 2021

*As at the date of this announcement, the Board comprises Mr. LI Dongsheng, Mr. WANG Cheng, Mr. YAN Xiaolin and Mr. HU Dien Chien as executive Directors, Mr. Albert Thomas DA ROSA, Junior, Mr. SUN Li and Mr. LI Yuhao as non-executive Directors and Mr. Robert Maarten WESTERHOF, Dr. TSENG Shieng-chang Carter, Professor WANG Yijiang and Mr. LAU Siu Ki as independent non-executive Directors.*