

## STATEMENT OF DISCIPLINARY ACTION

---

Exchange's Disciplinary Action against Ms Xie Yan, a former executive director (ED) of Teamway International Group Holdings Limited (stock code: 1239) (formerly Jin Bao Bao Holdings Limited)

### SANCTIONS AND DIRECTION

The Listing Committee of the Exchange (**Listing Committee**):

**CENSURES** Ms Xie Yan (**Ms Xie**), a former executive director (**ED**) of Teamway International Group Holdings Limited (stock code: 1239) (formerly Jin Bao Bao Holdings Limited) (**Company**)

**AND STATES THAT** in the Exchange's opinion, by reason of Ms Xie's failure to discharge her responsibilities under the Exchange Listing Rules, had Ms Xie remained on the board of directors of the Company, her retention of office would have been prejudicial to the interests of investors

**AND DIRECTS** Ms Xie to provide a submission to the Listing Division (**Division**) in response to the Investigation Letter (as defined below) within one week from the publication of this statement.

### SUMMARY OF FACTS

Ms Xie was an ED of the Company from 22 January 2016 to 11 August 2017, and was also the chairman of the board from 22 January 2016 to 26 September 2016. She was also an ED of another listed issuer from 10 October 2017 to 2 May 2018.

She has provided to the Exchange the Declaration and Undertaking with regard to Directors (**Undertaking**) in the form set out in Appendix 5B to the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (**Exchange Listing Rules**). The Undertaking provides, among other things, that she shall: (i) cooperate in any investigation conducted by the Division and/or the Listing Committee; (ii) promptly and openly answer any questions addressed to her; and (iii) provide her up-to-date contact details to the Exchange for a period of three years from the date on which she ceases to be a director of the Company, failing which any documents/notices sent by the Exchange shall be deemed to have been served on her.

.../2

The Division sought to conduct an investigation into whether Ms Xie had breached the Exchange Listing Rules (**Investigation**). For the purpose of the Investigation, the Division sent an investigation letter to Ms Xie on 23 October 2019 (**Investigation Letter**) and a reminder letter on 6 December 2019 to her last known address on the Division's records. Ms Xie did not respond to the enquiries made by the Division, nor did she notify the Exchange of any changes to her contact details.

### **LISTING COMMITTEE'S FINDINGS OF BREACH**

The Listing Committee found as follows:

- (1) Ms Xie breached her Undertaking by failing to cooperate with the Division in the Investigation or, alternatively, to provide her up-to-date contact details to the Exchange, which constituted a breach of the Exchange Listing Rules. Ms Xie's obligation to provide information reasonably requested by the Exchange does not lapse after she ceases to be a director of the Company; and
- (2) Ms Xie's breach of her Undertaking is serious and her conduct shows her wilful and/or persistent failure to discharge her responsibilities under the Exchange Listing Rules. The ability to conduct an efficient and thorough investigation is essential to enable the Exchange to discharge its function to maintain and regulate an orderly market. Ms Xie's failure to respond to the Division's enquiries, or to provide her up-to-date contact details, hindered the Division's investigation and assessment of the relevant issues involving Ms Xie's conduct and her compliance with the Exchange Listing Rules.

### **CONCLUSION**

The Listing Committee decided to impose the sanctions and direction set out in this Statement of Disciplinary Action.

For the avoidance of doubt, the Exchange confirms that this action against Ms Xie, for her failure to cooperate in the Investigation, is a standalone disciplinary action, separate and distinct from the Investigation, and that the above sanctions and direction apply only to Ms Xie, and not to any other past or present members of the board of directors of the Company.

Hong Kong, 8 February 2021