

香港聯合交易所有限公司

(香港交易及結算所有限公司全資附屬公司)

THE STOCK EXCHANGE OF HONG KONG LIMITED

(A wholly-owned subsidiary of Hong Kong Exchanges and Clearing Limited)

## STATEMENT OF DISCIPLINARY ACTION

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Exchange's Disciplinary Action against five former directors of Summi (Group) Holdings Limited (stock code: 756)

### SANCTIONS

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

### CENSURES:

- (1) **Mr San Kwan**, former executive director (**ED**) of Summi (Group) Holdings Limited (stock code: 756) (**Company**);
- (2) **Mr Sin Ke**, former ED, chairman and chief executive officer of the Company;
- (3) **Mr Zeng Jian Zhong**, former independent non-executive director (**INED**) of the Company;
- (4) **Mr Zhuang Wei Dong**, former INED of the Company; and
- (5) **Mr Zhuang Xue Yuan**, former INED of the Company,

the directors identified at (1) to (5) above are collectively referred to as the **Relevant Directors**.

**AND FURTHER STATES THAT** in the Exchange's opinion, by reason of their failure to discharge their responsibilities under the Listing Rules, had any of the Relevant Directors remained in office, their retention of office would have been prejudicial to the interests of investors.

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**SUMMARY OF FACTS**

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

The Division sought to conduct an investigation into, among other things, whether the Relevant Directors had breached the Listing Rules (**Investigation**). For the purpose of the Investigation, the Division sent investigation letters and reminder letter(s) to each of the Relevant Directors. The Relevant Directors did not respond substantively to the Division's enquiries.

**LISTING COMMITTEE'S FINDINGS OF BREACH**

The Listing Committee found as follows:

- (1) The Relevant Directors breached their Undertakings by failing to cooperate with the Division in the Investigation, which constituted a breach of the Listing Rules. The Relevant Directors' obligation to provide information reasonably requested by the Exchange did not lapse after they ceased to be a director of the Company.
- (2) The Relevant Directors' breach of their Undertakings was serious and their conduct demonstrated their wilful and/or persistent failure to discharge their responsibilities under the Listing Rules.

**CONCLUSION**

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

For the avoidance of doubt, the Exchange confirms that the above sanctions apply only to Relevant Directors, and not to any other past or present members of the board of directors of the Company.

Hong Kong, 24 June 2021