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## COMPUTIME GROUP LIMITED

金寶通集團有限公司\*

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

**(Stock Code: 320)**

### CHANGE OF NON-EXECUTIVE DIRECTOR

The Board announces that with effect from 20 January 2020, the change of Non-Executive Director is as follows:

- (i) Mr. AU Hing Lun, Dennis had resigned as a Non-Executive Director; and
- (ii) Mr. AUYANG Pak Hong Bernard has been appointed as a Non-Executive Director.

The board of directors (the “**Board**”) of Computime Group Limited (the “**Company**”) announces that Mr. AU Hing Lun, Dennis (“**Mr. AU**”) has tendered his resignation as a non-executive director of the Company (the “**Non-Executive Director**”) to pursue other opportunities and his resignation is with effect from 20 January 2020. Mr. AUYANG Pak Hong Bernard (“**Mr. Bernard AUYANG**”) has been appointed to replace Mr. AU to act as a Non-Executive Director with effect from 20 January 2020.

### RESIGNATION OF NON-EXECUTIVE DIRECTOR

Mr. AU had resigned as a Non-Executive Director to pursue other opportunities with effect from 20 January 2020.

Mr. AU has confirmed to the Board that there is no disagreement with the Board and there is no matter relating to his resignation that needs to be brought to the attention of the shareholders of the Company or The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”). Mr. AU has also confirmed that he has no outstanding claims against the Company of any nature, including fees, compensation for loss of office, remuneration nor expenses as at the date of this announcement.

The Board would also like to take this opportunity to express its sincere gratitude to Mr. AU for his valuable efforts and contributions to the Company during his tenure of service.

## APPOINTMENT OF NON-EXECUTIVE DIRECTOR

The Board is pleased to announce that Mr. Bernard AUYANG has been appointed as a Non-Executive Director, with effect from 20 January 2020.

Details of Mr. Bernard AUYANG, as required under Rule 13.51(2) of the Rules Governing the Listing of Securities on the Stock Exchange (the “**Listing Rules**”), are set out below:–

Mr. Bernard AUYANG, aged 52, has over 28 years of experience in general management and the corporate industry. Mr. Bernard AUYANG was in his latest position as an executive director and the chief executive officer with the Company until October 2009. Mr. Bernard AUYANG later pursued other ventures, and has then been the chairman of Vida Nova Ventures, a Hong Kong based investment firm, since 2009, and the chief executive officer of Altis Zenus Group, a brand and technology company focusing on innovative communication and outdoor products since 2016. Mr. Bernard AUYANG is also a shareholder, a director, and chief executive officer of CT Nova Limited, which the Company indirectly holds 50% of its shareholding since November 2019. For details of CT Nova Limited, please refer to the announcement of the Company dated 21 November 2019.

Mr. Bernard AUYANG is currently an independent non-executive director, the chairman of the remuneration committee and a member of the audit committee and nomination committee of Lever Style Corporation, a company listed on the Main Board of the Stock Exchange (stock code: 1346). He is also an outside director, the chairman of the nomination committee and the compensation committee of Sumida Corporation, a company listed on the Tokyo Stock Exchange, First Session (stock code: 6817).

Mr. Bernard AUYANG was a director of the following companies at the time of their dissolution:

<b>Name of company</b>	<b>Place of incorporation</b>	<b>Principal business activity before dissolution</b>	<b>Means of dissolution</b>	<b>Dissolution approval date</b>
Startvision Limited <sup>(Note 1)</sup>	Hong Kong	Technology development	Dissolved by voluntary winding up by creditors	20 April 2003
Startvision Networks Limited <sup>(Note 2)</sup>	Hong Kong	Technology development	Dissolved by voluntary winding up by creditors	18 July 2002

*Notes:*

1. Liquidators were appointed on 17 January 2001. As at the commencement of the winding up process, Startvision Limited had liabilities of approximately HK\$22,445,000. The final meeting of creditors was convened on 14 January 2003 and the company was dissolved on 20 April 2003.
2. Liquidators were appointed on 17 January 2001. As at the commencement of the winding up process, Startvision Networks Limited had liabilities of approximately HK\$43,396,000. The final meeting of creditors was convened on 12 April 2002 and the company was dissolved on 18 July 2002.

Mr. Bernard AUYANG has confirmed that so far as he is aware, no claim has been or will be made against him as a result of the dissolution of such companies.

Mr. Bernard AUYANG was a recipient of the Young Industrialist Awards of Hong Kong in 1999 and was named the Hong Kong Young Industrial Ambassador in 2002. He is also currently the council member of St. Paul's Co-educational College, a member of the advisory board of the Institute of Chinese Studies and a member of the committee of Overseers of Wu Yee Sun College of The Chinese University of Hong Kong, and a court member of the Hong Kong University of Science and Technology. Mr. Bernard AUYANG was also the past international chairman of the Young Presidents' Organization, a global network of young chief executives, for the year 2014 to 2015. Mr. Bernard AUYANG obtained a Bachelor of Arts magna cum laude in East Asian Studies and Economics from Harvard University in the U.S.A. in 1991.

Save as disclosed above, Mr. Bernard AUYANG is not or has not been a director of any public companies listed on any securities market in Hong Kong or overseas for the last three years.

### **LENGTH OF SERVICE**

Pursuant to the letter of appointment issued by the Company to Mr. Bernard AUYANG, Mr. Bernard AUYANG is appointed as a Non-Executive Director for two years commencing on 20 January 2020 which may be terminated by either party giving to the other not less than two months' prior notice in writing. He is also subject to retirement and re-election in general meeting of the Company in accordance with the Company's articles of association.

### **RELATIONSHIPS**

Mr. Bernard AUYANG is a son of Mr. AUYANG Ho, an executive director of the Company, the chairman of the Board and a controlling shareholder of the Company. Dr. OWYANG King, who is an executive director and chief executive officer of the Company and the younger brother of Mr. AUYANG Ho, is accordingly an uncle of Mr. Bernard AUYANG. Save as disclosed above, Mr. Bernard AUYANG does not have any relationships with any other directors, senior management, substantial shareholders or controlling shareholders of the Company.

### **INTERESTS IN SHARES**

As far as the directors of the Company are aware, Mr. Bernard AUYANG does not have or is not deemed to have any interest in the shares or underlying shares of the Company or its associated corporations pursuant to Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

## **DIRECTOR'S EMOLUMENTS**

Pursuant to the letter of appointment issued by the Company to Mr. Bernard AUYANG, Mr. Bernard AUYANG is entitled to receive a fixed director's fee of HK\$144,000 per annum and a fee of HK\$8,400 for attending each scheduled Board meeting. Except for the Company's share option scheme, Mr. Bernard AUYANG is not eligible to participate in any bonus schemes or other benefits of the kind available to the executive directors of the Company.

The above emoluments of Mr. Bernard AUYANG are determined with reference to his experience, duties and responsibilities and are subject to review by the Board from time to time.

## **OTHER INFORMATION AND MATTERS THAT NEED TO BE DISCLOSED OR BROUGHT TO THE ATTENTION OF SHAREHOLDERS OF THE COMPANY**

Save as disclosed above, there is no information of Mr. Bernard AUYANG that needs to be disclosed pursuant to any of the requirements under Rules 13.51(2)(h) to 13.51(2)(v) of the Listing Rules; and there are no other matters relating to the appointment of Mr. Bernard AUYANG as a Non-Executive Director that need to be brought to the attention of the shareholders of the Company.

The Board would like to take this opportunity to extend a warm welcome to Mr. Bernard AUYANG for joining the Company.

By Order of the Board  
**Computime Group Limited**  
**AUYANG Ho**  
*Chairman*

Hong Kong, 20 January 2020

As at the date of this announcement, the directors of the Company are:

*Executive Directors:*

Mr. AUYANG Ho (*Chairman*)

Dr. OWYANG King (*Chief Executive Officer*)

*Non-executive Directors:*

Mr. KAM Chi Chiu, Anthony

Mr. Arvind Amratlal PATEL

Mr. WONG Chun Kong

Mr. AUYANG Pak Hong Bernard

*Independent Non-executive Directors:*

Mr. LUK Koon Hoo

Mr. Patrick Thomas SIEWERT

Mr. CHEUNG Ching Leung, David

\* *For identification purposes only*