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中国普天

成都普天電纜股份有限公司

CHENGDU PUTIAN TELECOMMUNICATIONS CABLE COMPANY LIMITED

(a sino-foreign joint stock limited company incorporated in the People's Republic of China)

(Stock Code: 1202)

**CHANGE OF EXECUTIVE DIRECTOR AND CHANGE IN COMPOSITION
OF REMUNERATION AND APPRAISAL COMMITTEE**

The Board announces that with effect from 22 December 2020:

- (i) Ms. Xu Liying has resigned as an executive Director and a member of the Remuneration and Appraisal Committee; and
- (ii) Mr. Jiang Jianping has been appointed as an executive Director and a member of the Remuneration and Appraisal Committee.

CHANGE OF EXECUTIVE DIRECTOR

The board (the “**Board**”) of directors (“**Directors**”) of Chengdu PUTIAN Telecommunications Cable Company Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) announces that Ms. Xu Liying has tendered her resignation as executive Director and a member of the remuneration and appraisal committee of the Board (the “**Remuneration and Appraisal Committee**”) with effect from 22 December 2020 due to her wish to devote more time on other personal commitment.

Ms. Xu Liying has confirmed that she has no disagreement with the Board and there are no matters in relation to her resignation that need to be brought to the attention of the shareholders of the Company.

The Board would like to take this opportunity to express its gratitude and appreciation to Ms. Xu Liying for her remarkable contributions to the Company during her term of office.

Pursuant to Article 89 of the articles of association of the Company, the Board shall have the power to appoint any person as Director to fill a casual vacancy on or as an addition to the Board. Such Director (s) appointed shall only hold office until the next annual general meeting of the Company and such Director(s) shall then be eligible for re-election.

The Board is pleased to announced that it has resolved to appoint Mr. Jiang Jianping (“**Mr. Jiang**”) as an executive Director of the Company with effect from 22 December 2020 until the conclusion of the next annual general meeting of the Company.

Biographical details of Mr. Jiang are set out as follows:

Mr. Jiang Jianping, aged 50, holds a bachelor’s degree in economics majoring in accounting and a master’s degree in economics majoring finance from Central University of Finance and Economics* (中央財經大學). He is currently a deputy general manager of the corporate development department of China PUTIAN Corporation* (中國普天信息產業集團公司) and an executive director of Beijing PUTIAN Investment Management Company Limited* (北京普天聯創投資管理有限公司).

Mr. Jiang has over 20 years of extensive experience in economic analysis and capital operation. Mr. Jiang had been an executive director of the sixth session of the Board of the Company from September 2009 to November 2012. He had consecutively held positions as a deputy division chief of the general affairs division of China Everbright Group Limited (中國光大(集團)總公司), investment business manager, senior investment business manager, deputy manager of corporate development department, deputy general manager of enterprise development department of China Potevio Information Industry Company Limited* (中國普天資訊產業股份有限公司), deputy general manager of Putian Sea Oil New Energy Power Co., Ltd (普天海油新能源動力有限責任公司), and assistant general manager, deputy general manager, secretary of the discipline inspection commission, chairman of the trade union, deputy secretary of party committee, member of the standing committee of Liaoyuan City, Jilin Province, and deputy mayor (temporary post for training) of Putian New Energy Limited Liability Company* (普天新能源有限責任公司).

The Listing Committee (the “**Listing Committee**”) of The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) censured Mr. Jiang, who was then a former executive director of the Company, on 5 July 2018 (the “**Censure**”), for failing to use his best endeavours to procure the Company’s compliance with the Rules Governing the Listing of Securities on the Stock Exchange (the “**Listing Rules**”). The Listing Committee directed Mr. Jiang to attend 24 hours of training on Listing Rule compliance and director’s duties, including 4 hours of training on the requirements under the Listing Rules in respect of notifiable and connected transactions, to be provided by the Hong Kong Institute of Chartered Secretaries, the Hong Kong Institute of Directors or other course providers approved by the Listing Department of the Stock Exchange (the “**Training**”). Mr. Jiang completed the Training on 3 December 2020 in accordance with the above direction. For details of the Censure, please refer to the regulatory announcement of the Stock Exchange dated 5 July 2018 (the “**Regulatory Announcement**”) .

The nomination committee of the Board (the “**Nomination Committee**”) have reviewed and assessed the Censure and consider that, notwithstanding the Censure, Mr. Jiang is still suitable to act as a Director under Rules 3.08 and 3.09 of the Listing Rules, for the reasons stated below:

- (1) as disclosed above in this announcement, Mr. Jiang has extensive experience in economic analysis and capital operation for over 20 years. The Board considers that Mr. Jiang would be a valuable addition to the Board and his experience can bring valuable insight and contribution to the Group;
- (2) each of the Nomination Committee and the Board has reviewed the Regulatory Announcement. Based on the information contained in the Regulatory Announcement, there is nothing which implicates that the incidents (the “**Incidents**”) which led to the Censure involved any dishonest or fraudulent conduct of Mr. Jiang, nor any integrity issue of Mr. Jiang;
- (3) the Incidents occurred more than five years ago from the date of this announcement;
- (4) the Censure was the first time Mr. Jiang was being found in breach of the Listing Rules and he has no previous record of other breaches of the Listing Rules; and
- (5) Mr. Jiang has undergone and completed the Training and has further confirmed he is equipped with an enhanced and refreshed knowledge on the Listing Rules.

On the above basis, each of the Nomination Committee and the Board is of the view that, notwithstanding the Censure, Mr. Jiang has the character, experience and integrity and is able to demonstrate a standard of competences and meet the required levels of skill, care and diligence to discharge his fiduciary duties as a director as required under Rules 3.08 and 3.09 of the Listing Rules.

The Company has entered into a service contract with Mr. Jiang in relation to his directorship as an executive Director of the ninth session of the Board. Mr. Jiang will not be entitled to any remuneration or director’s fees from the Company.

Save as disclosed above and as at the date of this announcement, Mr. Jiang (i) does not have any relationship with any Directors, senior management of the Company or substantial or controlling Shareholders; (ii) does not have any interests or deemed interests in any share, underlying share or debenture of the Company and its associated corporations within the meaning of Part XV of the SFO; (iii) did not held any other directorships in the last three years in public companies the securities of which are listed on any securities market in Hong Kong or overseas; and (iv) does not hold any other positions with the Company or any of its subsidiaries.

Save as disclosed above, the Board is not aware of any other matters relating to the appointment of Mr. Jiang as an executive Director of the Company that need to be brought to the attention of the shareholders of the Company and there is no other information which is required to be disclosed pursuant to Rule 13.51(2)(h) to (v) of the Listing Rules.

The Board would like to take this opportunity to welcome Mr. Jiang for joining the Board.

CHANGES IN COMPOSITION OF REMUNERATION AND APPRAISAL COMMITTEE

The Board further announces that Mr. Jiang will be appointed to fill the casual vacancy arising from the resignation of Ms. Xu Liying as a member of the Remuneration and Appraisal Committee, with effect from 22 December 2020.

By order of the Board
Chengdu PUTIAN Telecommunications Cable Company Limited
Wu Changlin
Chairman

Chengdu, the PRC, 22 December 2020

As at the date of this announcement, the Board comprises:

Executive Directors:

Mr. Wu Changlin (*Chairman*)
Mr. Hu Jiangbing (*Vice Chairman*)
Mr. Wang Micheng
Mr. Han Shu
Mr. Jiang Jianping
Ms. Liu Yun

Independent Non-executive Directors:

Mr. Mao Yaping
Mr. Xiao Xiaozhou
Mr. Feng Gang