

**IN THE MATTER OF THE LISTED SECURITIES OF
CHINA MEDICAL & HEALTHCARE GROUP LIMITED
(FORMERLY KNOWN AS COL CAPITAL LIMITED)
(STOCK CODE: 383)**

**NOTICE TO THE MARKET MISCONDUCT TRIBUNAL
PURSUANT TO SECTION 307I(2) OF AND SCHEDULE 9 TO THE
SECURITIES AND FUTURES ORDINANCE (CAP 571)
(THE “ORDINANCE”)**

Whereas it appears to the Securities and Futures Commission (the “**Commission**”) that a breach of a disclosure requirement within the meaning of sections 307B and 307G of Part XIVA of the Ordinance has or may have taken place in relation to the securities of COL Capital Limited listed on the Stock Exchange of Hong Kong Limited (“**SEHK**”), the Market Misconduct Tribunal is hereby required to conduct proceedings and determine:-

- (a) whether a breach of a disclosure requirement has taken place; and
- (b) the identity of any person who is in breach of the disclosure requirement.

Persons and/or corporate bodies appearing to the Commission to have breached or may have breached a disclosure requirement

- (i) China Medical & HealthCare Group Limited (formerly known as COL Capital Limited) (the “**Company**”)
- (ii) Chong Sok Un (“**Shirley Chong**”)
- (iii) Wong Peng Chong (“**John Wong**”)
- (iv) Kong Muk Yin (“**Kong**”)
- (v) Lau Siu Ki (“**Kevin Lau**”)
- (vi) Ma Wah Yan (“**Billy Ma**”)
- (vii) Zhang Jian (“**Zhang**”)

(each a “**Specified Person**” and collectively, the “**Specified Persons**”)

Statement of Institution of Proceedings

A. PARTIES

1. The Company (the 1st Specified Person) is incorporated in Bermuda. The Company was listed on the Main Board of SEHK on 1 August 1991 (stock code: 383).
2. At all material times, the Company and its subsidiaries (together the “**Group**”) were principally engaged in the business of securities trading and investment (the “**Securities Investment Segment**”), financial services, property investment, property development and hospital operations.
3. At all material times:-
 - (1) Shirley Chong (the 2nd Specified Person) was the Chairman and executive director of the Company.
 - (2) John Wong and Kong (the 3rd and 4th Specified Persons, respectively) were executive directors of the Company. In particular, John Wong was responsible for overseeing the Company’s Securities Investment Segment.
 - (3) Kevin Lau, Billy Ma, and Zhang (the 5th, 6th, and 7th Specified Persons, respectively) were independent non-executive directors of the Company.
4. Each of the 2nd to 7th Specified Persons was at all material times an “*officer*” of the Company as defined in section 1 of Part 1 of Schedule 1 to the Ordinance.

B. THE CHINAVISION GAIN AND THE PROFIT ALERT

5. As part of the Company’s securities portfolio, shares of ChinaVision Media Group Limited (“**ChinaVision**”, now Alibaba Pictures Group Limited, stock code: 1060) were held through Sparkling Summer Limited (“**Sparkling**”), a wholly-owned subsidiary of the Company. Sparkling held 2 securities accounts at Sun Hung Kai Financial (the “**No. 1 Account**” and “**No. 2 Account**” respectively).

6. On 25 February 2014, ChinaVision issued an announcement that trading in its shares on SEHK would be suspended pending the release of an announcement in relation to inside information. ChinaVision's share price closed at HK\$0.64 on that day.
7. At the time of the said suspension, Sparkling held a total of 302,250,000 ChinaVision shares (50,000,000 shares in its No. 1 account and 252,250,000 shares in its No. 2 account at Sun Hung Kai Financial), which was worth HK\$193,440,000 based on the closing price on 25 February 2014.
8. On 27 February 2014, the Company released its interim results for the 6 months ended 31 December 2013. The interim results reported a profit of HK\$397,016,000 compared against a profit of HK\$62,771,000 for the 6 months ended 31 December 2012 and against a loss of HK\$808,788,000 for the year ended 30 June 2013.
9. On 11 March 2014, ChinaVision announced that it would allot and issue 12,488,058,846 new shares to Alibaba Investment Limited.
10. On 12 March 2014, trading of ChinaVision shares resumed. Its share price rose to as high as HK\$3.39 and closed at HK\$1.83 on that day, resulting in a 186% increase from the closing price on 25 February 2014 before suspension. The trading volume also increased from 308,364,000 shares on 24 February 2014 (the last full trading day before the suspension) to 2,420,829,779 shares on 12 March 2014.
11. On the same day, the closing price of the Company's shares rose from HK\$2.37 to HK\$2.42, representing an increase of 2.11%.
12. During the period from 12 March 2014 to 18 March 2014:-
 - (1) The Company acquired 1,000,000 ChinaVision shares through the No.2 Account at HK\$2.00 on 12 March 2014.
 - (2) All of the 50,000,000 ChinaVision shares in the No. 1 Account were sold at an average price of HK\$2.14.
 - (3) 33,000,000 ChinaVision shares in the No.2 Account were sold at an average price of HK\$1.96.
13. The Company's gain from its investment in ChinaVision shares (the "**ChinaVision Gain**") was clearly reflected in the Company's own internal financial report for the

period ended 31 March 2014 (the “**March Financial Report**”). The Company’s performance result for March 2014 was summarised therein:-

- (1) Cumulative profit for the 9-month period ended 31 March 2014 amounted to HK\$893,600,000, a significant improvement as compared to a loss of HK\$32,600,000 for the corresponding period ended 31 March 2013.
 - (2) The Company made a profit of HK\$360,017,000 in the month of March 2014, of which HK\$337,647,000 originated from the Securities Investment Segment.
 - (3) The Company made a realised gain on disposals of HK\$136,067,000 in March 2014 from the stock portfolio of Sparkling, of which HK\$129,954,000 was contributed by the disposal of ChinaVision shares.
 - (4) The Company made a realised gain of around HK\$144,500,000 in March 2014 from its stock portfolio, of which around HK\$130,000,000 was attributed to dealings in ChinaVision.
 - (5) The Company made an unrealised gain of HK\$249,800,000 from its stock portfolio, of which HK\$229,100,000 was attributed to its holdings in ChinaVision shares.
14. The March Financial Report contained, *inter alia*: (a) information relating to the realised and unrealised profits made from the Company’s dealings in, and holdings of, ChinaVision shares; and (b) the overall profit figures for March 2014 as well as for the nine months ended March 2014 (collectively the “**March 2014 Profit Figures**”).
 15. On 17 April 2014, physical copies of the March Financial Report were given to the 2nd to 4th Specified Persons.
 16. On 23 April 2014, the March Financial Report was sent by email to members of the board of directors, including the 2nd to 7th Specified Persons (the “**23 April Email**”).
 17. The Company’s holdings in ChinaVision shares continued to be a significant item in the Company’s own internal financial reports for the period ended 30 April 2014 (dated 21 May 2014) and 31 May 2014 (dated 23 June 2014).

18. The information relating to the ChinaVision Gain and/or the March 2014 Profit Figures did, or alternatively, ought reasonably to have come to the knowledge of the 2nd to 7th Specified Persons on or before 23 April 2014 by virtue of access to physical copies of the March Financial Report which were given to the 2nd to 4th Specified Persons on 17 April 2014 and/or by virtue of receipt of the 23 April Email which was sent to members of the board of the Company including the 2nd to 7th Specified Persons.
19. On 26 June 2014, during the meeting of the board of directors of the Company, at which the 2nd to 7th Specified Persons were present, the monthly internal financial report of the Company for the period ended 31 May 2014 was tabled before the meeting. The issue of a possible profit alert announcement was raised, but ultimately no profit alert was issued by the Company until 10 September 2014.
20. On 10 September 2014 at 10:02 p.m., the Company issued a profit alert announcement (the “**Profit Alert**”), which stated *inter alia* that:-
 - (1) Based on a preliminary review of the Group’s unaudited consolidated management accounts for the year ended 30 June 2014, the Group expected to record a substantial profit attributable to shareholders for the year ended 30 June 2014 of between HK\$840 million and HK\$980 million as compared with a loss in 2013.
 - (2) One of the main contributors of the substantial profit for the year ended 30 June 2014 was the gain in fair value of investments held for trading and derivative financial instruments.
21. On 11 September 2014, the day following the publication of the Profit Alert, the Company’s shares traded at between HK\$2.40 and HK\$2.75 per share. Its share price closed at HK\$2.63, representing an increase of 12.39% when compared with the closing price on 10 September 2014. Trading volume increased from 64,220 shares on 10 September 2014 to 2,372,000 shares on 11 September 2014.
22. On 26 September 2014, the Company published its audited financial statements for the year ended 30 June 2014. The Company reported a profit of HK\$906,834,000 in its Securities Investment Segment, and an overall profit of HK\$857,830,000 for the year ended 30 June 2014.

C. FAILURE TO DISCLOSE INSIDE INFORMATION

23. The information relating to: (i) the ChinaVision Gain; and/or (ii) the March 2014 Profit Figures constituted “*inside information*” within the meaning of the definition of that term in section 307A(1) of the Ordinance in that:-
- (1) It was specific information about the Company; and
 - (2) It was not generally known to the persons who were accustomed to or would be likely to deal in the listed securities of the Company but would if generally known to them have been likely to materially affect the price of the listed securities of the Company.
24. The information relating to the ChinaVision Gain and/or the March 2014 Profit Figures did, or ought reasonably to have, come to the knowledge of all members of the board of directors, including the 2nd to 7th Specified Persons, as officers of the Company, on or before 23 April 2014 by virtue of access to a physical copy of the March Financial Report (given to the 2nd to 4th Specified Persons on 17 April 2014) and/or receipt of the 23 April Email (circulated to members of the board of the Company including the 2nd to 7th Specified Persons) in the course of performing their functions as officers of the Company.
25. A reasonable person, acting as an officer of the Company, would have considered that the information relating to the ChinaVision Gain and/or the March 2014 Profit Figures was inside information in relation to the Company.
26. By reason of the matters set out above, the information relating to the ChinaVision Gain and/or the March 2014 Profit Figures came to the knowledge of the Company through the 2nd to 7th Specified Persons as its officers on or before 23 April 2014. Once such information came to the Company’s knowledge, under section 307B of the Ordinance, the Company was obliged to disclose that information to the public as soon as reasonably practicable. However, no disclosure in respect of the significant improvement of the Company’s financial performance was made until the publication of the Profit Alert on 10 September 2014.

D. BREACH OF DISCLOSURE REQUIREMENT BY THE COMPANY

27. By reason of the matters set out above, the Company failed to disclose to the public: (i) the ChinaVision Gain; and/or (ii) the March 2014 Profit Figures (each of which constituted “*inside information*” within the meaning of the definition of that term in section 307A(1) of the Ordinance) as soon as reasonably practicable after the said inside information had come to its knowledge, contrary to section 307B(1) of the Ordinance.
28. Under section 307A(2) of the Ordinance, a breach of a disclosure requirement takes place if any of the requirements in *inter alia* section 307B is contravened in relation to a listed corporation.
29. Therefore, the Company was, or might have been, in breach of the disclosure requirement as provided for in section 307B of the Ordinance.

E. BREACH OF A DISCLOSURE REQUIREMENT BY THE 2ND TO 7TH SPECIFIED PERSONS

30. As officers of the Company, the 2nd to 7th Specified Persons would each be in breach of the disclosure requirement pursuant to section 307G(2)(a) of the Ordinance if (individually considered) the breach by the Company was a result of their reckless or negligent conduct.
31. The 2nd to 7th Specified Persons, as directors of the Company, failed to ensure timely disclosure of the inside information pertaining to the ChinaVision Gain and/or the March 2014 Profit Figures to the public after it had, or ought reasonably to have, come to their knowledge. The failure of each of them amounted to reckless or negligent conduct on their part.
32. In the circumstances, the 2nd to 7th Specified Persons were, or might have been, in breach of the disclosure requirement pursuant to section 307G(2)(a) of the Ordinance.

Dated this 24th day of October 2019

Securities and Futures Commission

MARKET MISCONDUCT TRIBUNAL

**IN THE MATTER OF THE LISTED SECURITIES OF
CHINA MEDICAL & HEALTHCARE GROUP LIMITED
(FORMERLY KNOWN AS COL CAPITAL LIMITED)
(STOCK CODE: 383)**

STATEMENT OF AGREED AND ADMITTED FACTS

Persons and/or corporate bodies who accept breach of a disclosure requirement

- (i) China Medical & HealthCare Group Limited (formerly known as COL Capital Limited)
(the **“Company”** / **“1st Specified Person”**)
- (ii) Chong Sok Un (**“Shirley Chong”** / **“2nd Specified Person”**)
- (iii) Wong Peng Chong (**“John Wong”** / **“3rd Specified Person”**)
- (iv) Kong Muk Yin (**“Kong”** / **“4th Specified Person”**)
- (v) Lau Siu Ki (**“Kevin Lau”** / **“5th Specified Person”**)
- (vi) Ma Wah Yan (**“Billy Ma”** / **“6th Specified Person”**)
- (vii) Zhang Jian (**“Zhang”** / **“7th Specified Person”**)

(each a **“Specified Person”** and collectively, the **“Specified Persons”**)

For the purpose of the disclosure proceedings instituted by the Securities and Futures Commission (the **“Commission”**) before the Market Misconduct Tribunal (the **“Tribunal”**) under section 307I(2) of and Schedule 9 to the Securities and Futures Ordinance, Cap. 571 (the **“Ordinance”**) by way of the notice dated 24 October 2019 (the **“Notice”**), the facts and matters set out in this Statement of Agreed and Admitted Facts are agreed and accepted by the Commission and each of the Specified Persons. It is agreed by all parties hereto that the

Tribunal may make a determination under section 307J(1) of the Ordinance on the basis of the facts and matters set out hereinbelow.

A. INTRODUCTION

1. The Company is incorporated in Bermuda and was listed on the Main Board of the Stock Exchange of Hong Kong Limited (“SEHK”) on 1 August 1991 (stock code: 383). The Company is and was at the material times a “*listed corporation*” as defined in section 307A(1) of the Ordinance.
2. The Company and its subsidiaries (together the “**Group**”) were at all material times principally engaged in the business of securities trading and investment (the “**Securities Investment Segment**”), financial services, property investment, property development and hospital operations.
3. At all material times, each of the 2nd to 7th Specified Persons was an “*officer*” of the Company as defined in section 1, Part 1 of Schedule 1 to the Ordinance:-
 - (1) Shirley Chong (the 2nd Specified Person) was the Chairman and executive director of the Company.
 - (2) John Wong and Kong (the 3rd and 4th Specified Persons) were executive directors of the Company. In particular, John Wong was responsible for overseeing the Company’s Securities Investment Segment.
 - (3) Kevin Lau, Billy Ma, and Zhang (the 5th to 7th Specified Persons) were independent non-executive directors of the Company.

B. THE CHINAVISION GAIN AND THE MARCH 2014 PROFIT FIGURES

4. The Company’s most recent published results prior to the events stated below was its interim results for the six months ended 31 December 2013 announced on 27 February 2014. For the six months ended 31 December 2013, the Company recorded:
 - (1) a segment profit of HK\$374,815,000 in its Securities Investment Segment; and
 - (2) an increase in its profit before taxation from HK\$62,615,000 (for the 6 months ended 31 December 2012) to HK\$390,506,000.

5. Part of the Company's securities portfolio was held through its wholly-owned subsidiary Sparkling Summer Limited ("**Sparkling**"). The Company held shares in ChinaVision Media Group Limited ("**ChinaVision**", now Alibaba Pictures Group Limited, stock code: 1060) through the 2 securities accounts of Sparkling at Sun Hung Kai Investment Services Limited (the "**No. 1 Account**" and "**No. 2 Account**" respectively).
6. On 19 February 2014, the Company published a positive profit alert announcement to inform the shareholders and potential investors of the Company that it was expected to record a substantial increase in the profit attributable to shareholders for the six months ended 31 December 2013.
7. As at the date of the above announcement, Sparkling held a total of 182,420,000 ChinaVision shares (in its No. 2 Account), which was worth HK\$74,792,200 based on the closing price of HK\$0.41 on the same day.
8. On 25 February 2014, ChinaVision issued an announcement which stated that trading in its shares on SEHK would be suspended with effect from 9:30 a.m. on 25 February 2014, pending the release of an announcement in relation to inside information. ChinaVision's share price closed at HK\$0.64 on the same day.
9. At the time of the aforementioned suspension, Sparkling held a total of 302,250,000 ChinaVision shares (50,000,000 shares in its No. 1 Account and 252,250,000 shares in its No. 2 Account), which was worth HK\$193,440,000 based on the closing price of HK\$0.64 on 25 February 2014.
10. On 27 February 2014, the Company announced its interim results for the six months ended 31 December 2013.
11. On 11 March 2014, ChinaVision announced that it had conditionally agreed to allot and issue 12,488,058,846 new shares to Alibaba Investment Limited at an issue price of HK\$0.50 per share, subject to the conditions of subscription (the "**Subscription**") as stated in the announcement (the "**ChinaVision Announcement**"). The Subscription remained conditional until completion on 24 June 2014.

12. On 12 March 2014, trading in ChinaVision shares resumed. Its share price rose to as high as HK\$3.39 and closed at HK\$1.83 on that day, resulting in a 186% increase when compared with the closing price on 25 February 2014 (the day of suspension) before trading was suspended. The trading volume also increased from 308,364,000 shares on 24 February 2014 (the last full trading day before the suspension) to 2,420,829,779 shares on 12 March 2014 (+685%).
13. On the same day, the share closing price of the Company rose from HK\$2.37 to HK\$2.42, representing an increase of about 2%.
14. During the period from 12 March 2014 to 18 March 2014:-
 - (1) The Company acquired 1,000,000 ChinaVision shares through the No. 2 Account at HK\$2.00 on 12 March 2014.
 - (2) All of the 50,000,000 ChinaVision shares in the No. 1 Account were sold at an average price of about HK\$2.14.
 - (3) 33,000,000 ChinaVision shares in the No. 2 Account were sold at an average price of about HK\$1.96.
15. As at 31 March 2014:-
 - (1) The market value of ChinaVision shares (220,250,000 shares) held by the Company through Sparkling was HK\$383,235,000, which accounted for approximately 24% of the Company's investments held for trading in equity securities (HK\$1,608,195,000), and about 6% of the Company's total assets (HK\$6,155,571,000).
 - (2) For the stocks held by Sparkling alone, the trading portfolio consisted of 29 stocks. For the period ended 31 March 2014, the Company traded in 53 stocks through Sparkling.
16. The Group's financial performance for March 2014 was summarised in its own internal financial report for the period ended 31 March 2014 (the "**March Financial Report**"):-
 - (1) Cumulative profit for the nine months period ended 31 March 2014 amounted to HK\$893,600,000, as compared to a loss of HK\$32,600,000 for the

corresponding period ended 31 March 2013. Such improvement was largely attributed to net unrealized gain from the Securities Investment Segment. The year-to-date net unrealized gain for the Securities Investment Segment for the same period was HK\$506,132,000.

- (2) The Group made a profit of HK\$360,017,000 in the month of March 2014, as compared to a loss of HK\$45,900,000 for the month of March 2013, of which HK\$337,647,000 originated from the Securities Investment Segment.
 - (3) The Company's investment in the shares of ChinaVision resulted in realised and unrealised gain ("**ChinaVision Gain**") as follows.
 - (4) The Company made a net realised gain on disposals of HK\$136,067,000 in March 2014 from the stock portfolio of Sparkling, of which HK\$129,954,000 (about 96%) was contributed by the disposal of ChinaVision shares.
 - (5) The Company made a realised gain of around HK\$144,500,000 in March 2014 from its stock portfolio, of which around HK\$129,954,000 (about 90%) was attributed to dealings in ChinaVision.
 - (6) The Company made an unrealised gain of HK\$249,800,000 in March 2014 from its stock portfolio, of which HK\$229,079,000 (about 92%) was attributed to holding of ChinaVision shares.
17. The March Financial Report contained, *inter alia*: (a) information relating to the realised and unrealised profits made from the Company's position in ChinaVision; and (b) the overall profit figures for March 2014 as well as the profit for the nine months ended March 2014 (collectively the "**March 2014 Profit Figures**").
 18. The Company's financial performance as recorded in its internal monthly financial reports is as follows.

Month	Net Profit/(Loss) for the Month (HK\$'000)	Profit/(Loss) for the Month of Securities Trading and Investment Division (HK\$'000)	YTD Profits (HK\$'000)	YTD Profits of Securities Trading and Investment Division (HK\$'000)
July 2013	137,020	Net Realized Gain: 54,577 Net Unrealized Gain: 66,897 Total: 121,474	137,020	Net Realized Gain: 54,577 Net Unrealized Gain: 66,897 Total: 121,474
August 2013	20,673	Net Realized Gain: 295 Net Unrealized Gain: 29,749 Total: 30,044	157,694	Net Realized Gain: 54,872 Net Unrealized Gain: 96,646 Total: 151,518
Sept 2013	175,853	Net Realized Gain: 34,923 Net Unrealized Gain: 158,938 Total: 193,861	333,547	Net Realized Gain: 89,794 Net Unrealized Gain: 255,585 Total: 345,379
Oct 2013	55,153	Net Realized Gain: 30,058 Net Unrealized Gain: 49,346 Total: 79,404	388,700	Net Realized Gain: 119,852 Net Unrealized Gain: 304,931 Total: 424,783
Nov 2013	(33,011)	Net Realized Gain: 62,649 Net Unrealized Loss: (72,291) Total: (9,642)	355,688	Net Realized Gain: 182,501 Net Unrealized Gain: 232,640 Total: 415,141
Dec 2013	(97,692)	Net Realized Gain: 3,299 Net Unrealized Loss: (12,772) Total: (9,473)	257,996	Net Realized Gain: 185,800 Net Unrealized Gain: 219,868 Total: 405,668

Jan - Feb 2014	115,296	Net Realized Gain: 5,996	533,622	Net Realized Gain: 264,220
		Net Unrealized Gain: 111,554		Net Unrealized Gain: 306,713
		Total: 117,550		Total: 570,933
March 2014	360,017	Net Realized Gain: 148,028	893,639	Net Realized Gain: 402,448
		Net Unrealized Gain: 189,619		Net Unrealized Gain: 506,132
		Total: 337,647		Total: 908,580

19. On 17 April 2014, physical copies of the March Financial Report were made available to the 2nd to 4th Specified Persons.
20. On 23 April 2014, Jerry Cheng of the Company sent an email to all members of the board of directors of the Company (the “**Board**”), including the 2nd to 6th Specified Persons and the representative of the 7th Specified Person, to which the March Financial Report was attached (the “**23 April Email**”).
21. Each of the 2nd to 7th Specified Persons received or should have received the March Financial Report.
22. The performance of the Company’s holdings in ChinaVision shares continued to have an impact on the Company’s profit/loss figures as indicated in the Company’s internal financial reports for the period ended 30 April 2014 (dated 21 May 2014) and 31 May 2014 (dated 23 June 2014) as follows:
 - (1) For the month of April 2014, the Company made (i) a net loss of HK\$94,250,000 (*contra* a net profit of HK\$360,017,000 in the preceding month as stated in §16 above) and (ii) unrealised loss from its stock portfolio of HK\$114,800,000, including HK\$55,063,000 (about 48%) unrealised loss attributable to its holding in ChinaVision (*contra* unrealised gain of HK\$249,800,000, including HK\$229,079,000 (about 92%) unrealised gain attributable to its holding in ChinaVision in the preceding month as stated in §16 above).

- (2) For the month of May 2014, the Company made (i) a net profit of HK\$56,207,000, and (ii) unrealised gain of HK\$118,900,000 from its stock portfolio, including HK\$74,885,000 (about 63%) unrealised gain attributable to its holding in ChinaVision.
23. ChinaVision's share price continued to fluctuate during April and May 2014. On 15 April 2014 and 22 April 2014, ChinaVision's share price dropped to HK\$ 1.31, which was approximately a decrease of about 28% from HK\$ 1.83 (i.e. the closing price on 12 March 2014). Based on the above, the ChinaVision Gain, the Company's profit/loss figures for the month and for year to date were subject to fluctuations at the time.

C. THE PROFIT ALERT

24. There was no discussion by the Board on the issue of making a profit alert announcement in view of the ChinaVision Gain and/or the March 2014 Profit Figures until the board meeting held on 26 June 2014 (the "**26 June Meeting**"), when the Company's internal monthly financial report for the period ended 31 May 2014 was tabled before the 26 June Meeting. The 2nd to 7th Specified Persons were present at the 26 June Meeting. The issue of whether a profit alert announcement should be issued was specifically raised by Kevin Lau (the 5th Specified Person). The following response was recorded in the minutes of the 26 June Meeting:-

"In response to [Kevin Lau's] enquiry about whether profit alert announcement will be issued before publication of annual results announcement, [Kong] pointed out that in view of similar profit alert announcement of other listed companies if the Company issue profit alert announcement one month prior to the date of board meeting, then the 2013/2014 final results figures may not be required to be disclosed in the said announcement."

25. In September 2014, the financial results for the year ended 30 June 2014 of one of the Company's principal associated companies, APAC Resources Limited ("**APAC**") became available. APAC's financial results formed a significant part of the share of profit or loss of associates and impairment loss recognised on interest of associates for the Company in year ended 30 June 2013 and 30 June 2014.

26. On 10 September 2014 at 10:02 pm, the Company issued a profit alert announcement in relation to its substantial profit for the year ended 30 June 2014 (the “Profit Alert”) which stated that:-

“...based on its preliminary review on the relevant unaudited consolidated management accounts of the Group for the year ended 30 June 2014, it is expected to record a substantial profit attributable to shareholders for the year ended 30 June 2014 of between approximately HK\$840 million and approximately HK\$980 million as compared with a loss in 2013.

The Company considers that the substantial profit for the year ended 30 June 2014 was mainly due to (i) the gain in fair value of investments held for trading and derivative financial instruments, (ii) the net profit on disposal of available-for-sale investments and (iii) share of profits of associates amid rally in the financial markets because of an improved economic growth, low inflation and interest rates and the liquidity provided by the respective central banks. The substantial profit was partially offset by an impairment loss recognized on the Group’s interest in an associate.”

27. Following the publication of the Profit Alert, the share price of the Company on 11 September 2014 traded between HK\$2.40 and HK\$2.75 per share, and closed at HK\$2.63. The closing price represented an increase of about 12% when compared with that on 10 September 2014 (HK\$2.34). Trading volume increased from 64,220 shares on 10 September 2014 to 2,372,000 shares on 11 September 2014.
28. On 26 September 2014, the Company published its announcement of audited results for the year ended 30 June 2014. The Company reported a profit of HK\$906,834,000 in its Securities Investment Segment, and an overall profit of HK\$857,830,000 for the year ended 30 June 2014.

D. SPECIFIC ADMISSIONS BY THE 2ND TO 7TH SPECIFIED PERSONS

29. In addition to the matters referred to above, each of the 2nd to 7th Specified Persons makes the following admissions as to his/her role and/or involvement in relation to the disclosure of the ChinaVision Gain and/or the March 2014 Profit Figures.

30. Shirley Chong admits that:-

- (1) In terms of division of work amongst members of the Board, she was in charge of overall supervision, John Wong was responsible for investment and Kong was in charge of accounting.
- (2) She would generally read the summary on the first page of the monthly financial reports if she was in office.
- (3) She had received the March Financial Report.

31. John Wong admits that:-

- (1) His responsibility as an executive director was to look after the operations of the Company, in particular its investment in securities since 2002.
- (2) He made decisions on the trading in the No. 2 Account.
- (3) He was able to keep track of the trades made through the No. 1 Account and the No. 2 Account through daily records which would be available to him the following day. However the decisions on the trading in the No. 1 Account was made by another employee independently.
- (4) He made the decision to buy and sell the ChinaVision shares in the No. 2 Account in February 2014 and March 2014.
- (5) He had received the March Financial Report.

32. Kong admits that:-

- (1) He was responsible for the finance and accounts department, and the company secretarial and administration department.
- (2) He had seen the March 2014 account statements for the No. 1 Account and the No. 2 Account, which were sent by the broker to the Company. The finance and accounts department would keep and review these documents.

- (3) Since he was the person in charge of the finance and accounts department, the monthly financial reports, including the March Financial Report would first be handed to him for approval before they were circulated to all other directors.
33. Kevin Lau admits that:-
- (1) He had received the March Financial Report.
- (2) After receiving the monthly financial reports, he would take a brief glance at them, in particular, whether the Company was making any profit. He would approach Kong if there was any issue.
34. Billy Ma admits that:-
- (1) He had received the March Financial Report.
- (2) After receiving the monthly financial reports, he would take a brief glance at them, in particular the total profit or loss.
- (3) He would rely on his colleagues in the investment committee to manage the securities investment segment of the Company's business.
35. Zhang Jian admits that he had or ought to have received the March Financial Report.

E. FAILURE TO DISCLOSE INSIDE INFORMATION

36. The information relating to: (i) the ChinaVision Gain; and/or (ii) the March 2014 Profit Figures, individually or collectively constituted "*inside information*" within the meaning of the definition of that term in section 307A(1) of the Ordinance.
37. The information relating to the ChinaVision Gain and/or the March 2014 Profit Figures did, or alternatively ought reasonably to have, come to the knowledge of the 2nd to 7th Specified Persons, all being officers of the Company, on 23 April 2014, by virtue of their receipt of the 23 April Email in the course of performing their functions as officers of the Company.
38. A reasonable person, acting as an officer of the Company, would have considered that the information relating to the ChinaVision Gain and/or the March 2014 Profit Figures was inside information in relation to the Company.

39. By reason of the aforesaid, the inside information relating to the ChinaVision Gain and/or the March 2014 Profit Figures came to the knowledge of the Company through the 2nd to 7th Specified Persons as its officers on 23 April 2014. Once such information came to the Company's knowledge, under section 307B(1) of the Ordinance, the Company was obliged to disclose that information to the public as soon as reasonably practicable. However, no disclosure of the same was made until the publication of the Profit Alert on 10 September 2014.

F. BREACH OF A DISCLOSURE REQUIREMENT UNDER S.307B BY THE COMPANY

40. By reason of the matters set out above, the Company failed to disclose to the public information in relation to the ChinaVision Gain and/or the March 2014 Profit Figures (which either individually or collectively constituted "*inside information*" within the meaning of the definition of that term in section 307A(1) of the Ordinance) as soon as reasonably practicable after the said inside information had come to its knowledge, contrary to section 307B(1) of the Ordinance.
41. Under section 307A(2) of the Ordinance, a breach of a disclosure requirement takes place if any of the requirements in *inter alia* section 307B is contravened in relation to a listed corporation.
42. Therefore, the Company was in breach of the disclosure requirement as provided for in section 307B of the Ordinance.

G. BREACH OF A DISCLOSURE REQUIREMENT UNDER S.307G(2)(a) BY THE 2ND TO 7TH SPECIFIED PERSONS

43. As officers of the Company, the 2nd to 7th Specified Persons would also be in breach of the disclosure requirement if the breach by the Company was as a result of the Specified Person's negligent conduct under section 307G(2)(a) of the Ordinance.
44. By reason of the matters set out above, each of the 2nd to 7th Specified Persons was aware of, or alternatively ought reasonably to have become aware of, the inside information pertaining to the ChinaVision Gain and/or the 2014 March Profit Figures on 23 April 2014.

45. By reason of the matters set out in §4 to §35 above, the 2nd to 7th Specified Persons, as directors of the Company, failed to exercise such care, skill or foresight as a reasonable officer in their situation would exercise to ensure the timely disclosure of the inside information pertaining to the ChinaVision Gain and/or the March 2014 Profit Figures to the public after it had, or ought reasonably to have, come to their knowledge. The failure of each of them amounted to negligent conduct on their part, in particular:-
- (1) Having received the March Financial Report, each of them should have recognised that the ChinaVision Gain and/or the March 2014 Profit Figures were price sensitive, notwithstanding any views that each of them might have held regarding the fluctuating nature of the ChinaVision Gain; or, alternatively, each of them failed to pay due regard to the price sensitive nature of that information.
 - (2) There is no evidence that they had (by themselves or through the Board) sought external professional advice from financial advisors or lawyers as to whether disclosure was required (and if so what and when) in view of the ChinaVision Gain and/or the March 2014 Profit Figures.
 - (3) They have failed to exercise reasonable care and skill in ensuring that the Company disclosed inside information pertaining to the ChinaVision Gain and/or the March 2014 Profit Figures to the public as soon as reasonably practicable. They failed to properly understand the statutory disclosure obligations and/or seek timely professional advice where or if they were in any doubt.
46. Further to the above, John Wong, the 3rd Specified Person, as an executive director and the officer responsible for overseeing the Company's investment in securities, failed to ensure timely disclosure of the inside information pertaining to the ChinaVision Gain and/or the March 2014 Profit Figures to the public after it had, or ought reasonably to have, come to his knowledge. Such failure amounted to negligent conduct on his part. In particular, being the person in charge of the Company's investment in securities and the decisions in relation to the trading in the No. 2 Account, he should have regularly reviewed the Company's financial position in relation to its investment in securities and should have realised at least a risk that the substantial nature of the profits of the

Company resulting from the ChinaVision Gain was price sensitive. He failed to specifically draw the Board's attention to the ChinaVision Gain.

47. In the circumstances, the 2nd to 7th Specified Persons were in breach of the disclosure requirement pursuant to section 307G(2)(a) of the Ordinance.

Dated the 31 day of March 2021.

Securities and Futures Commission:

Signed by: Maureen Garrett
Name: MAUREEN GARRETT
Position: DEPUTY CHIEF COUNSEL
Date: 14 April 2021

Witnessed by: Li
Name: LI KAYEERITA
Position: COUNSEL
Date: 14 APRIL 2021

For and on behalf of China Medical & HealthCare Group Limited (formerly known as COL Capital Limited)

Signed by: _____
Name: Chong Sok Un & Kong Muk Yin
Position: Directors
Date: 1 April 2021

For and on behalf of
China Medical & HealthCare Group Limited


.....
Authorized Signature(s)

Witnessed by: Fung
Name: Fung Ching Man, Ada
Position: Company Secretary
Date: 1 April 2021

For and on behalf of Chong Sok Un

Signed by: _____
Name: Chong Sok Un
Position: Director
Date: 1 April 2021



Witnessed by: 
Name: Fung Ching Man, Ada
Position: Company Secretary
Date: 1 April 2021

For and on behalf of Wong Peng Chong


Signed by: _____
Name: _____
Position: _____
Date: _____

Witnessed by: _____
Name: _____
Position: _____
Date: _____

For and on behalf of Kong Muk Yin

Signed by: _____
Name: Kong Muk Yin
Position: Director
Date: 1 April 2021



Witnessed by: 
Name: Fung Ching Man, Ada
Position: Company Secretary
Date: 1 April 2021

Witnessed by: _____

Name: _____

Position: _____

Date: _____

For and on behalf of Wong Peng Chong

Signed by: _____

Name: Wong Peng Chong

Position: Director

Date: 5 April 2021




Witnessed by: _____

Name: Chan Yee Kwun

Position: N/A

Date: 5 April 2021

For and on behalf of Kong Muk Yin

Signed by: _____

Name: _____

Position: _____

Date: _____

Witnessed by: _____

Name: _____


Position: _____

Date: _____

For and on behalf of Lau Siu Ki

Signed by: _____
Name: Lau Siu Ki
Position: Former Director
Date: 1 April 2021




Witnessed by: 
Name: Fung Ching Man, Ada
Position: Company Secretary
Date: 1 April 2021

For and on behalf of Ma Wah Yan

Signed by: _____
Name: MA WAH YAN
Position: Former Director
Date: 9 April 2021



Witnessed by: 
Name: LAU DANIEL
Position: Solicitor HKSAR
Date: 9 April 2021

For and on behalf of Zhang Jian

Signed by: _____
Name: _____
Position: _____
Date: _____

For and on behalf of Lau Siu Ki

Signed by: _____

Name: _____

Position: _____

Date: _____

Witnessed by: _____

Name: _____

Position: _____

Date: _____

For and on behalf of Ma Wah Yan

Signed by: _____

Name: _____

Position: _____

Date: _____

Witnessed by: _____

Name: _____

Position: _____

Date: _____

For and on behalf of Zhang Jian

Signed by:  _____

Name: 張健 _____

Position: 董事 _____

Date: 2021年4月2日 _____

Witnessed by: 高勇先
Name: 高勇先
Position: N/A
Date: 2021年4月2日

MARKET MISCONDUCT TRIBUNAL

**IN THE MATTER OF THE LISTED SECURITIES OF
CHINA MEDICAL & HEALTHCARE GROUP LIMITED
(FORMERLY KNOWN AS COL CAPITAL LIMITED)
(STOCK CODE: 383)**

AGREED PROPOSED ORDER

The parties to the proceedings request, and agree to, the making of the following orders under section 33 of Schedule 9 to the Securities and Futures Ordinance, Cap. 571 (the “**Ordinance**”).

1. As against China Medical & HealthCare Group Limited (the “**Company**”):
 - (a) Pursuant to section 307N(1)(d) of the Ordinance, a regulatory fine of HK\$800,000.
2. As against Chong Sok Un (“**Chong**”):
 - (a) Pursuant to section 307N(1)(d) of the Ordinance, a regulatory fine of HK\$800,000; and
 - (b) Pursuant to section 307N(1)(i) of the Ordinance, an order for Chong to undergo a training programme, to be approved by the Commission, on compliance with Part XIVA of the Ordinance, directors’ duties and corporate governance.
3. As against Wong Peng Chong (“**Wong**”):
 - (a) Pursuant to section 307N(1)(a) of the Ordinance, an order that, for a period of 8 months, Wong must not, without leave of the Court of First Instance:
 - (i) be or continue to be a director, liquidator, or receiver or manager of the property or business, of a listed corporation or any other specified corporation; or
 - (ii) in any way, whether directly or indirectly, be concerned or take part in the management of a listed corporation or any other specified corporation;

- (b) Pursuant to section 307N(1)(d) of the Ordinance, a regulatory fine of HK\$900,000; and
 - (c) Pursuant to section 307N(1)(i) of the Ordinance, an order for Wong to undergo a training programme, to be approved by the Commission, on compliance with Part XIVA of the Ordinance, directors' duties and corporate governance.
4. As against Kong Muk Yin ("**Kong**"):
- (a) Pursuant to section 307N(1)(a) of the Ordinance, an order that, for a period of 6 months, Kong must not, without leave of the Court of First Instance:
 - (i) be or continue to be a director, liquidator, or receiver or manager of the property or business, of a listed corporation or any other specified corporation; or
 - (ii) in any way, whether directly or indirectly, be concerned or take part in the management of a listed corporation or any other specified corporation;
 - (b) Pursuant to section 307N(1)(d) of the Ordinance, a regulatory fine of HK\$800,000; and
 - (c) Pursuant to section 307N(1)(i) of the Ordinance, an order for Kong to undergo a training programme, to be approved by the Commission, on compliance with Part XIVA of the Ordinance, directors' duties and corporate governance.
5. As against Lau Siu Ki ("**Lau**"):
- (a) Pursuant to section 307N(1)(d) of the Ordinance, a regulatory fine of HK\$300,000; and
 - (b) Pursuant to section 307N(1)(i) of the Ordinance, an order for Lau to undergo a training programme, to be approved by the Commission, on compliance with Part XIVA of the Ordinance, directors' duties and corporate governance.
6. As against Ma Wah Yan ("**Ma**"):
- (a) Pursuant to section 307N(1)(d) of the Ordinance, a regulatory fine of HK\$300,000; and

- (b) Pursuant to section 307N(1)(i) of the Ordinance, an order for Ma to undergo a training programme, to be approved by the Commission, on compliance with Part XIVA of the Ordinance, directors' duties and corporate governance.
7. As against Zhang Jian ("**Zhang**"):
- (a) Pursuant to section 307N(1)(d) of the Ordinance, a regulatory fine of HK\$300,000; and
 - (b) Pursuant to section 307N(1)(i) of the Ordinance, an order for Zhang to undergo a training programme, to be approved by the Commission, on compliance with Part XIVA of the Ordinance, directors' duties and corporate governance.
8. As against the Company, Chong, Wong, Kong, Lau, Ma and Zhang:
- (a) Pursuant to section 307N(1)(e) of the Ordinance, an order for each of the Company, Chong, Wong, Kong, Lau, Ma and Zhang, on a joint and several basis, to pay to the Government the costs and expenses reasonably incurred by the Government in relation to or incidental to these proceedings;
 - (b) Pursuant to section 307N(1)(f)(i) of the Ordinance, an order for each of the Company, Chong, Wong, Kong, Lau, Ma and Zhang, on a joint and several basis, to pay to the Commission the costs and expenses, including but not limited to legal costs, counsel fees, expert costs and disbursements, reasonably incurred by the Commission in relation to or incidental to these proceedings; and
 - (c) Pursuant to section 307N(1)(f)(ii) & (iii) of the Ordinance, an order for each of the Company, Chong, Wong, Kong, Lau, Ma and Zhang, on a joint and several basis, to pay to the Commission the costs and expenses reasonably incurred by the Commission in relation to or incidental to the investigations carried out before these proceedings were instituted or for the purposes of these proceedings.

Dated this 31 day of March 2021.

Securities and Futures Commission:

Signed by: Maureen Garrett
Name: MAUREEN GARRETT
Position: DEPUTY CHIEF COUNSEL
Date: 14 April 2021

Witnessed by: Li Ka Yee Rita
Name: LI KA YEE RITA
Position: COUNSEL
Date: 14 APRIL 2021

For and on behalf of China Medical & HealthCare Group Limited (formerly known as COL Capital Limited)

Signed by: _____
Name: Chong Sok Un & Kong Muk Yin
Position: Directors
Date: 1 April 2021

For and on behalf of
China Medical & HealthCare Group Limited


.....
Authorized Signature(s)

Witnessed by: Fung Ching Man, Ada
Name: Fung Ching Man, Ada
Position: Company Secretary
Date: 1 April 2021

For and on behalf of Chong Sok Un

Signed by: _____
Name: Chong Sok Un
Position: Director
Date: 1 April 2021



Witnessed by: Fung Ching Man, Ada
Name: Fung Ching Man, Ada
Position: Company Secretary
Date: 1 April 2021

For and on behalf of Wong Peng Chong

Signed by: _____

Name: Wong Peng Chong

Position: Director

Date: 5 April 2021



Witnessed by: _____

Name: Chan Yee Kwun

Position: N/A

Date: 5 April 2021



For and on behalf of Kong Muk Yin

Signed by: _____

Name: _____

Position: _____

Date: _____

Witnessed by: _____

Name: _____

Position: _____

Date: _____

For and on behalf of Lau Siu Ki

Signed by: _____

Name: _____

Position: _____

Date: _____

Witnessed by: _____

Name: _____

Position: _____

Date: _____

For and on behalf of Wong Peng Chong

Signed by: _____

Name: _____

Position: _____

Date: _____

Witnessed by: _____

Name: _____

Position: _____

Date: _____

For and on behalf of Kong Muk Yin

Signed by: _____

Name: Kong Muk Yin

Position: Director

Date: 1 April 2021

Witnessed by: _____

Name: Fung Ching Man, Ada

Position: Company Secretary

Date: 1 April 2021

For and on behalf of Lau Siu Ki

Signed by: _____

Name: Lau Siu Ki

Position: Former Director

Date: 1 April 2021

Witnessed by: _____

Name: Fung Ching Man, Ada

Position: Company Secretary

Date: 1 April 2021

For and on behalf of Ma Wah Yan

Signed by: _____

Name: MA WAH YAN

Position: Former Director

Date: 9 April 2021

Witnessed by: _____

Name: LAU DANIEL

Position: Solicitor, HK SAR

Date: 9 April 2021

For and on behalf of Zhang Jian

Signed by: _____

Name: _____

Position: _____

Date: _____

Witnessed by: _____

Name: _____

Position: _____

Date: _____

For and on behalf of Ma Wah Yan

Signed by: _____

Name: _____

Position: _____

Date: _____

Witnessed by: _____

Name: _____

Position: _____

Date: _____

For and on behalf of Zhang Jian

Signed by: 張健

Name: 張健

Position: 董事

Date: 2021年4月2日

Witnessed by: 高勇先

Name: 高勇先

Position: N/A

Date: 2021年4月2日

HCMP6 6 7 /2021

IN THE MATTER OF THE LISTED SECURITIES OF
CHINA MEDICAL & HEALTHCARE GROUP LIMITED
(FORMERLY KNOWN AS COL CAPITAL LIMITED)
(STOCK CODE: 383)

MARKET MISCONDUCT TRIBUNAL PROCEEDINGS
PURSUANT TO SECTION 307I(2) AND SCHEDULE 9 OF THE
SECURITIES AND FUTURES ORDINANCE CAP. 571

IN THE MATTER OF the Market
Misconduct Tribunal Proceedings under
section 307(I)(2) and Orders made by the
Market Misconduct Tribunal on 6 May
2021 under section 307N(1) of the
Securities and Futures Ordinance, Cap.
571

AND

IN THE MATTER OF sections 307S and
264 of the Securities and Futures
Ordinance, Cap. 571

ORDER

WHEREAS it appears to the Securities and Futures Commission (the
“**Commission**”) that a breach of the disclosure requirement within the meaning of
sections 307A, 307B and 307G of Part XIVA of the Securities and Futures Ordinance,

Cap. 571 (the “**Ordinance**”) has or may have taken place in relation to the securities of China Medical & HealthCare Group Limited (formerly known as COL Capital Limited) (Stock Code: 383) listed on the Stock Exchange of Hong Kong

AND WHEREAS by the Notice dated 24 October 2019 issued by the Commission requiring the Market Misconduct Tribunal (the “**Tribunal**”) to conduct proceedings and determine:-

- (a) whether a breach of a disclosure requirement has taken place; and
- (b) the identity of any person who is in breach of the disclosure requirement.

AND WHEREAS the Commission has specified the following persons in the Notice:-

- (i) China Medical & HealthCare Group Limited (formerly known as COL Capital Limited) (“**1st Specified Person**”);
 - (ii) Chong Sok Un (“**2nd Specified Person**”);
 - (iii) Wong Peng Chong (“**3rd Specified Person**”);
 - (iv) Kong Muk Yin (“**4th Specified Person**”);
 - (v) Lau Siu Ki (“**5th Specified Person**”);
 - (vi) Ma Wah Yan (“**6th Specified Person**”); and
 - (vii) Zhang Jian (“**7th Specified Person**”)
- (collectively, the “**Specified Persons**”)

UPON reading the Statement of Agreed and Admitted Facts dated 31 March 2021 signed by the Commission and the Specified Persons, and the Agreed Proposed Order dated 31 March 2021 signed by the Commission and the Specified Persons

AND UPON the Tribunal having come to the finding that the 1st Specified Person was in breach of the disclosure requirement under section 307B of Part XIVA of the Ordinance; and that the 2nd to 7th Specified Persons were in breach of the disclosure requirement pursuant to section 307G(2)(a) of Part XIVA of the Ordinance

THE TRIBUNAL ORDERED that:-

1. As against the 1st Specified Person, pursuant to section 307N(1)(d) of the Ordinance, a regulatory fine of HK\$800,000, to be paid within 28 days from the date of this order.
2. As against the 2nd Specified Person:
 - (a) Pursuant to section 307N(1)(d) of the Ordinance, a regulatory fine of HK\$800,000, to be paid within 28 days from the date of this order; and
 - (b) Pursuant to section 307N(1)(i) of the Ordinance, an order for the 2nd Specified Person to undergo a training programme, to be approved by the Commission, on compliance with Part XIVA of the Ordinance, directors' duties and corporate governance within 20 weeks from the date of this order.
3. As against the 3rd Specified Person:
 - (a) Pursuant to section 307N(1)(a) of the Ordinance, an order that, for a period of 8 months, the 3rd Specified Person must not, without leave of the Court of First Instance:
 - (i) be or continue to be a director, liquidator, or receiver or manager of the property or business, of a listed corporation or any other specified corporation; or
 - (ii) in any way, whether directly or indirectly, be concerned or take part in the management of a listed corporation or any other specified corporation;
 - (b) Pursuant to section 307N(1)(d) of the Ordinance, a regulatory fine of HK\$900,000, to be paid within 28 days from the date of this order; and
 - (c) Pursuant to section 307N(1)(i) of the Ordinance, an order for the 3rd Specified Person to undergo a training programme, to be approved by the Commission, on compliance with Part XIVA of the Ordinance, directors' duties and corporate governance within 20 weeks from the date of this order.

4. As against the 4th Specified Person:
- (a) Pursuant to section 307N(1)(a) of the Ordinance, an order that, for a period of 6 months, the 4th Specified Person must not, without leave of the Court of First Instance:
 - (i) be or continue to be a director, liquidator, or receiver or manager of the property or business, of a listed corporation or any other specified corporation; or
 - (ii) in any way, whether directly or indirectly, be concerned or take part in the management of a listed corporation or any other specified corporation;
 - (b) Pursuant to section 307N(1)(d) of the Ordinance, a regulatory fine of HK\$800,000, to be paid within 28 days from the date of this order; and
 - (c) Pursuant to section 307N(1)(i) of the Ordinance, an order for the 4th Specified Person to undergo a training programme, to be approved by the Commission, on compliance with Part XIVA of the Ordinance, directors' duties and corporate governance within 20 weeks from the date of this order.
5. As against the 5th Specified Person:
- (a) Pursuant to section 307N(1)(d) of the Ordinance, a regulatory fine of HK\$300,000, to be paid within 28 days from the date of this order; and
 - (b) Pursuant to section 307N(1)(i) of the Ordinance, an order for the 5th Specified Person to undergo a training programme, to be approved by the Commission, on compliance with Part XIVA of the Ordinance, directors' duties and corporate governance within 20 weeks from the date of this order.
6. As against the 6th Specified Person:
- (a) Pursuant to section 307N(1)(d) of the Ordinance, a regulatory fine of HK\$300,000, to be paid within 28 days from the date of this order; and
 - (b) Pursuant to section 307N(1)(i) of the Ordinance, an order for the 6th Specified Person to undergo a training programme, to be approved by the Commission, on compliance with Part XIVA of the Ordinance,

directors' duties and corporate governance within 20 weeks from the date of this order.

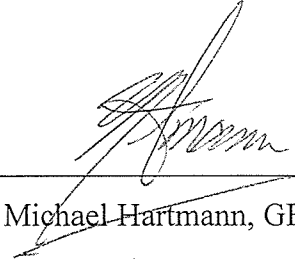
7. As against the 7th Specified Person:
 - (a) Pursuant to section 307N(1)(d) of the Ordinance, a regulatory fine of HK\$300,000, to be paid within 28 days from the date of this order; and
 - (b) Pursuant to section 307N(1)(i) of the Ordinance, an order for the 7th Specified Person to undergo a training programme, to be approved by the Commission, on compliance with Part XIVA of the Ordinance, directors' duties and corporate governance within 20 weeks from the date of this order.
8. As against the 1st to 7th Specified Persons:
 - (a) Pursuant to section 307N(1)(e) of the Ordinance, an order for each of the 1st to 7th Specified Persons, on a joint and several basis, to pay to the Government the costs and expenses reasonably incurred by the Government in relation to or incidental to these proceedings, to be taxed if not agreed;
 - (b) Pursuant to section 307N(1)(f)(i) of the Ordinance, an order for each of the 1st to 7th Specified Persons, on a joint and several basis, to pay to the Commission the costs and expenses, including but not limited to legal costs, counsel fees, expert costs and disbursements, reasonably incurred by the Commission in relation to or incidental to these proceedings, to be taxed if not agreed; and
 - (c) Pursuant to section 307N(1)(f)(ii) & (iii) of the Ordinance, an order for each of the 1st to 7th Specified Persons, on a joint and several basis, to pay to the Commission the costs and expenses reasonably incurred by the Commission in relation to or incidental to the investigations carried out before these proceedings were instituted or for the purposes of these proceedings, to be taxed if not agreed.
9. Liberty to the parties to apply to the Tribunal Chairman for directions on the carrying into effect the orders on costs and expenses in paragraph 8 above.

AND FURTHER ORDERED that:-

10. Pursuant to section 307S(1) and 264(1) of the Ordinance, written notice be given in order to register this order in the Court of First Instance.

Dated this 6th day of May 2021.




Mr Michael Hartmann, GBS

Chairman

Market Misconduct Tribunal

HCMP 667 /2021

IN THE MATTER OF THE LISTED SECURITIES OF
CHINA MEDICAL & HEALTHCARE GROUP LIMITED
(FORMERLY KNOWN AS COL CAPITAL LIMITED)
(STOCK CODE: 383)

MARKET MISCONDUCT TRIBUNAL PROCEEDINGS
PURSUANT TO SECTION 307I(2)
AND SCHEDULE 9 OF THE
SECURITIES AND FUTURES ORDINANCE CAP. 571

IN THE MATTER OF the Market
Misconduct Tribunal Proceedings under
section 307(I)(2) and Orders made by the
Market Misconduct Tribunal on 6 May
2021 under section 307N(1) of the
Securities and Futures Ordinance, Cap.
571

AND

IN THE MATTER OF sections 307S and
264 of the Securities and Futures
Ordinance, Cap. 571

ORDER

Dated this 6th day of May 2021
Filed on the 14th day of May 2021

Securities and Futures Commission
54th Floor, One Island East
18 Westlands Road, Quarry Bay
Hong Kong

Tel: 2231 1220 / 2231 2208
Fax: 2521 7884
Ref: 122/LG/1400/0018