



26 NOV 2024

IN THE MATTER OF THE FORMERLY LISTED SECURITIES OF
CHINA FORESTRY HOLDINGS COMPANY LIMITED (EX-STOCK CODE: 930)

MARKET MISCONDUCT TRIBUNAL PROCEEDINGS
PURSUANT TO SECTION 252(2) OF AND SCHEDULE 9 TO THE
SECURITIES AND FUTURES ORDINANCE, CAP. 571

IN THE MATTER OF the Market Misconduct
Tribunal Proceedings under section 252(2) and the
Orders made by the Market Misconduct Tribunal on
26 November 2024 under sections 257(1) and 259
of the Securities and Futures Ordinance, Cap. 571

AND

IN THE MATTER OF section 264 of the Securities
and Futures Ordinance, Cap. 571

BEFORE MR. MICHAEL LUNN, GBS

CHAIRMAN OF THE MARKET MISCONDUCT TRIBUNAL

ORDER

WHEREAS by a written notice dated 3 May 2018 (the “**Notice**”) the Securities and Futures Commission (the “**Commission**”) instituted proceedings under section 252(2) of and Schedule 9 to the Securities and Futures Ordinance (Cap. 571) (the “**Ordinance**”) and require the Market Misconduct Tribunal (the “**Tribunal**”) to enquire into and determine:

- (1) Whether any market misconduct in the nature of false or misleading information inducing transactions, insider dealing or otherwise has taken place;
- (2) The identity of any person who has engaged in the market misconduct found to have been perpetrated; and
- (3) The amount of any profit gained or loss avoided, if any, as a result of the market misconduct found to have been perpetrated;

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

- (i) Li Kwok Cheong (the “**1st Specified Person**”);
- (ii) Li Han Chun (the “**2nd Specified Person**”); and
- (iii) Top Wisdom Overseas Holdings Limited (the “**3rd Specified Person**”)
(collectively the “**Specified Persons**”);

AND UPON hearing the Presenting Officer appointed by the Commission and the Specified Persons; and

AND UPON the Tribunal having found that the 1st and 2nd Specified Persons engaged in market misconduct, namely disclosure of false or misleading information inducing transaction under section 277 of the Ordinance, and that the 2nd and 3rd Specified Persons engaged in market misconduct, namely insider trading under section 270 of the Ordinance;

IT IS ORDERED that:-

1. Pursuant to section 257(1)(a) of the Ordinance, for a period of 60 months, the 1st and 2nd Specified Persons shall not, without the leave of the Court of First Instance:
 - (a) Be or continue to be a director, liquidator, or receiver or manager of the property or business, of any listed or unlisted corporation in Hong Kong including China Forestry Holdings Company Limited or any of its subsidiaries and affiliates; or
 - (b) In any way, whether directly or indirectly, be concerned or take part in the management of any listed or unlisted corporation in Hong Kong including China Forestry Holdings Company Limited or any of its subsidiaries and affiliates.
2. Pursuant to section 257(1)(b) of the Ordinance, for a period of 60 months, the 1st and 2nd Specified Persons shall not, without the leave of the Court of First Instance, in Hong Kong, directly or indirectly, in any way acquire, dispose of or otherwise deal

in any securities, futures contract or leverage foreign exchange contract, or an interest in any securities, futures contract, leveraged foreign exchange contract or collective investment scheme.

3. Pursuant to section 257(1)(c) of the Ordinance, the 1st and 2nd Specified Persons shall not again perpetrate any conduct which constitutes market misconduct, namely:
 - (a) insider dealing, contrary to section 270 of the Ordinance;
 - (b) false trading, contrary to section 274 of the Ordinance;
 - (c) price rigging, contrary to section 275 of the Ordinance;
 - (d) disclosure of information about prohibited transactions, contrary to section 276 of the Ordinance;
 - (e) disclosure of false or misleading information inducing transactions, contrary to section 277 of the Ordinance; and
 - (f) stock market manipulation, contrary to section 278 of the Ordinance.

4. Pursuant to section 257(1)(d) of the Ordinance, the 2nd and 3rd Specified Persons shall jointly and severally pay to the Government the sum of \$353,430,000, being the loss avoided by them as a result of their insider dealing under section 270 of the Ordinance.

5. Pursuant to section 259 of the Ordinance, the 2nd and 3rd Specified Persons shall jointly and severally pay compound interest on the aforesaid sum of \$353,430,000, calculated from 12 January 2011 with yearly rests.

6. Pursuant to section 257(1)(e) of the Ordinance, the Specified Persons shall jointly and severally pay the Government the sum of \$6,140,819, being costs and expenses of the Government reasonably incurred in relation or incidental to these proceedings.

7. Pursuant to section 257(1)(f)(i) of the Ordinance, the Specified Persons shall jointly and severally pay to the Commission its costs and expenses reasonably incurred by the Commission in relation to or incidental to these proceedings, to be taxed if not agreed, with certificate for four Counsel.

the Commission in relation to or incidental to these proceedings, to be taxed if not agreed, with certificate for four Counsel.

8. Pursuant to section 257(1)(f)(ii) of the Ordinance, the Specified Persons shall jointly and severally pay to the Commission its costs and expenses reasonably incurred by the Commission in relation or incidental to the investigation of their conduct or affairs carried out before these proceedings were instituted, in the sum of \$6,657,532.
9. Pursuant to section 257(1)(f)(iii) of the Ordinance, the Specified Persons shall jointly and severally pay to the Commission its costs and expenses reasonably incurred by the Commission in relation or incidental to the investigation carried out for the purposes of these proceedings, in the sum of \$184,477.

AND FURTHER ORDERED that:-

10. Pursuant to section 264(1) of the Ordinance, notice be given to the Registrar of the High Court for this Order to be registered in the Court of First Instance.
11. Pursuant to section 264(2) of the Ordinance, this Order be filed with the Registrar of Companies as soon as reasonably practicable.

Dated the 26th day of November 2024



Mr. Michael Lunn, GBS
Chairman
Market Misconduct Tribunal

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IN THE MATTER OF the Market
Misconduct Tribunal Proceedings under
section 252(2) and the Orders made by the
Market Misconduct Tribunal on 26
November 2024 under sections 257(1) and
259 of the Securities and Futures Ordinance,
Cap. 571

AND

IN THE MATTER OF section 264 of the
Securities and Futures Ordinance, Cap. 571

ORDER

Dated the 26th day of November 2024

Filed on the 26th day of November 2024 at 17:28