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HANS ENERGY COMPANY LIMITED **漢思能源有限公司**

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 00554)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that an Extraordinary General Meeting (the “**EGM**”) of Hans Energy Company Limited (the “**Company**”) will held at Falcon Room I, Basement, Gloucester Luk Kwok Hong Kong, 72 Gloucester Road, Wanchai, Hong Kong on Monday, 8 October 2018 at 10:00 a.m. for the purpose of considering and, if thought fit, passing, with or without amendments, the following resolution as ordinary resolution of the Company:

ORDINARY RESOLUTION

1. “**THAT**

- (a) the conditional sale and purchase agreement dated 22 August 2018 (the “**Sale and Purchase Agreement**”) (a copy of which has been produced to the EGM and marked “A” and initialled by the Chairman of the meeting for the purpose of identification) entered into between Guangdong Petro-Chemicals Company Limited (粵海石油化工有限公司), an indirect wholly-owned subsidiary of the Company, together with Good Ocean Enterprises Limited (海洋企業有限公司) and Guangdong Lian Ying Petro Chemicals Company Limited* (廣東聯盈石油化工有限公司), and Guangzhou Gas Group Company Limited (廣州燃氣集團有限公司) in relation to the disposal (the “**Transaction**”) of the entire issued share capital in of Guangdong (Panyu) Petrochemical Storage & Transportation Ltd. (粵海(番禺)石油化工儲運開發有限公司), at a price of RMB1.56 billion (subject to adjustment), and all transactions contemplated under the Sale and Purchase Agreement, be and are hereby approved, confirmed and ratified in all respects; and

- (b) any director of the Company be and is hereby authorised for and on behalf of the Company to sign and execute all such other documents, instruments and agreements and to do all such acts or things and to take all such steps as the director in his/her sole opinion and absolute discretion may consider necessary, appropriate, desirable or expedient to give effect to the Transaction, the Sale and Purchase Agreement and the transactions contemplated thereunder.”

By order of the Board
Hans Energy Company Limited
Yang Dong
Chief Executive Officer and Executive Director

* *For identification purposes only*

Hong Kong, 19 September 2018

Registered office:
PO Box 309 Uglund House
Grand Cayman
KY1-1104, Cayman Islands

Head office and principal place of business:
Unit 2608, 26/F
Harbour Centre
25 Harbour Road
Wanchai, Hong Kong

Notes:

- (1) A form of proxy for use at the EGM is enclosed herewith.
- (2) The instrument appointing a proxy shall be in writing under the hand of the appointor or of his attorney duly authorised in writing or, if the appointor is a corporation, either under its seal or under the hand of any officer, attorney or other person duly authorised.
- (3) All registered shareholders of the Company recorded at 4:30 p.m. on Friday, 5 October 2018 shall be entitled to attend and vote in person at the EGM or any adjournment thereof. In order to qualify for attending and voting at the EGM or any adjournment thereof, all share transfers, accompanied by the relevant share certificates, must be lodged with the Company's branch share registrar in Hong Kong, Tricor Secretaries Limited at Level 22, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong for registration not later than 4:30 p.m. on Friday, 5 October 2018.
- (4) Any shareholder of the Company entitled to attend and vote at the EGM convened by the above notice shall be entitled to appoint one or more proxies to attend and vote instead of him. A proxy need not be a shareholder of the Company. In order to be valid, the form of proxy, together with the power of attorney or other authority (if any) under which it is signed, or a notarially certified copy of such power of attorney or authority, must be deposited at the Company's branch share registrar in Hong Kong, Tricor Secretaries Limited, at the above address not less than 48 hours before the time appointed for holding of the EGM (i.e. by 10:00 a.m. on Saturday, 6 October 2018) or any adjournment thereof.
- (5) Completion and return of the form of proxy will not preclude a shareholder of the Company from attending and voting in person at the EGM convened or at any adjourned meeting and in such event, the form of proxy will be deemed to be revoked.

- (6) Where there are joint holders of any share of the Company, any one of such joint holders may vote, either in person or by proxy, in respect of such share as if he/she were solely entitled thereto, but if more than one of such joint holders are present at the EGM, the most senior shall alone be entitled to vote, whether in person or by proxy. For this purpose, seniority shall be determined by the order in which the names stand on the register of members of the Company in respect of the joint holding.

As at the date of this announcement, the Board comprises four executive directors, namely Mr. David An (Chairman), Mr. Yang Dong, Ms. Liu Zhijun and Mr. Zhang Lei and three independent non-executive directors, namely Mr. Li Wai Keung, Mr. Chan Chun Wai, Tony and Ms. Hai Hiu Chu.