

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.



HANS ENERGY COMPANY LIMITED

漢思能源有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 00554)

CHANGE OF INDEPENDENT NON-EXECUTIVE DIRECTOR AND COMPOSITION OF BOARD COMMITTEES

The Board announces that, on 28 June 2019:

1. Ms. Hai Hiu Chu resigned as an independent non-executive director of the Company and as a member of each of the nomination committee, remuneration committee and audit committee.
2. Mr. Woo King Hang was appointed as an independent non-executive director of the Company and as a member of each of the nomination committee, remuneration committee and audit committee.

RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTOR

The board of directors (the “**Board**”) of Hans Energy Company Limited (the “**Company**”) announces that Ms. Hai Hiu Chu (“**Ms. Hai**”) has tendered her resignation as an independent non-executive director of the Company on 28 June 2019 due to other business commitments which require more of her time and dedication.

Ms. Hai has confirmed that she has no disagreement with the Board and there is no matter in relation to her resignation that needs to be brought to the attention of the shareholders of the Company.

The Board would like to take this opportunity to express its sincere gratitude and great appreciation to Ms. Hai for her valuable contribution to the Company during her tenure in office and wish her every success in future.

APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR

The Board is pleased to announce that Mr. Woo King Hang (“**Mr. Woo**”) was appointed as an independent non-executive director of the Company on 28 June 2019.

The biographical details of Mr. Woo are set out as below:

Mr. Woo, aged 57, has extensive experience in financial and business management. Mr. Woo is currently an executive director of Bamboos Health Care Holdings Limited (stock code: 2293) (“**Bamboos HCHL**”), and was previously the general manager of Bamboos Professional Nursing Services Limited, a wholly owned subsidiary of Bamboos HCHL. Mr. Woo has also worked for Hip Hing Construction Company Limited and NWS Service Management Limited, both wholly owned subsidiaries of NWS Holdings Limited (stock code: 659). He was a Project Controller of NWS Service Management Limited from January 2019 to April 2019 and served as a Financial Controller from February 2006 to June 2010 and an executive director from July 2010 to December 2018 in Hip Hing Construction Company Limited. He is a fellow member of the Institute of the Chartered Accountants in England and Wales, the Royal Institution of Chartered Surveyors and the Hong Kong Institute of Certified Public Accountants. Mr. Woo holds a Master of Business Administration from Kellogg Graduate School of Management, Northwestern University and the Hong Kong University of Science and Technology; a Bachelor of Laws from Peking University; and a Master of Laws from the City University of Hong Kong. Mr. Woo is a member of the panel of assessors of the Medical Council of Hong Kong, the Chiropractors Council, the Chinese Medicine Practitioners Board of the Chinese Medicine Council of Hong Kong and the disciplinary committee of the Hong Kong Institute of Certified Public Accountants. He is also a council member of the Hong Kong Chinese Orchestra and the vice chairman of the Hong Kong PHAB Association.

Mr. Woo has been a director of Bell Tea Overseas Limited (previously known as Hip Hing Overseas Limited) (“**BTO**”) from 2 July 2010 to 18 October 2018. BTO incorporated in the Hong Kong Special Administrative Region (“**HKSAR**”) on 13 April 1993 and was principally engaged in the business of construction overseas. On 19 September 2018, a winding up order (the “**Order**”) was granted by the High Court of HKSAR (the “**High Court**”) on BTO. Mr. Woo confirmed that the Order was in relation to the non-payment for a sum arising from an arbitration case involving contractual dispute relating to the construction works of a building in Dubai which commenced in or about 2007 and was completed in or about 2011 between the petitioner of the Order and a joint venture entity (the “**Joint Venture**”) in which BTO has 30% interests. An award (the “**Award**”) was granted by an arbitration institution in Dubai in favour of the said petitioner, which then enforced the whole amount of the Award in the High Court against, among others, BTO. Mr. Woo further confirmed that he was not involved in any of the matters concerning the operations of the Joint Venture, the construction works or the said arbitration or matters leading to the granting of the Order.

Mr. Woo has entered into a letter of appointment with the Company pursuant to which he has agreed to act as an independent non-executive Director for a term of 3 years commencing from 28 June 2019, unless terminated in accordance with the terms of the letter of appointment. Pursuant to the articles of association of the Company, Mr. Woo will hold office until the next following general meeting of the Company but shall be eligible for re-election. Thereafter, he shall be subject to retirement by rotation and re-election in accordance with the articles of association of the Company. Pursuant to the letter of appointment, Mr. Woo will receive a director's fee of HK\$120,000 per annum, which is determined with reference to his duties and responsibilities with the Company and the prevailing market conditions, and such other benefits as may be determined by, and at the discretion of, the Board from time to time.

Save as disclosed above, as at the date of this announcement, Mr. Woo (i) does not hold any position in the Company; (ii) does not have any other major appointments or professional qualifications; (iii) does not hold any directorship in any public companies the securities of which are listed on any securities market in Hong Kong or overseas in the last three years; and (iv) does not have any relationship with any Directors, senior management, substantial or controlling shareholders of the Company. Further, as at the date of this announcement, Mr. Woo is not interested in and does not hold any shares of the Company (the "Shares") or underlying Shares or debentures of the Company or any of its associated corporations within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

The Board would like to take this opportunity to extend its warmest welcome to Mr. Woo.

CHANGE IN COMPOSITION OF BOARD COMMITTEES

The Board also announces that, on 28 June 2019:

- (i) Ms. Hai resigned as a member of each of the nomination committee, remuneration committee and audit committee; and
- (ii) Mr. Woo was appointed as a member of each of the nomination committee, remuneration committee and audit committee.

By order of the Board
Hans Energy Company Limited
漢思能源有限公司
Yang Dong

Chief Executive Officer and Executive Director

Hong Kong, 28 June 2019

As at the date of this announcement, the board of directors of the Company 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 Mr. Woo King Hang.