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Zhonghua Gas Holdings Limited
(中華燃氣控股有限公司)

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8246)

**CHANGE OF INDEPENDENT NON-EXECUTIVE DIRECTOR;
CHANGE IN COMPOSITION OF BOARD COMMITTEES**

The Board announced that with effect from 13 November 2023,

- (1) Mr. Wang Weijie has been appointed as an independent non-executive Director, a member of the audit committee, a member of the remuneration committee and a member of the nomination committee of the Company; and
- (2) Ms. Qin Xuwen has resigned as an independent non-executive Director and ceased to be a member of the audit committee, a member of the remuneration committee and a member of the nomination committee of the Company.

APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR

The board (the “**Board**”) of directors (the “**Director(s)**”) of Zhonghua Gas Holdings Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) is pleased to announce that Mr. Wang Weijie (“**Mr. Wang**”) has been appointed as an independent non-executive Director, a member of the audit committee, a member of the remuneration committee and a member of the nomination committee of the Company with effect from 13 November 2023.

Mr. Wang Weijie, aged 47, graduated from Liaoning University in June 2004. Mr. Wang is a qualified lawyer in the People’s Republic of China (the “**PRC**”). Mr. Wang went to Oklahoma City University School of Law to study as a visiting scholar in July 2010.

Mr. Wang has more than 20 years professional background in legal industry specialising in provision of special legal service for financing and merger and acquisition. Currently Mr. Wang is a solicitor of 天津依法律師事務所 (transliterated as Tianjin Yifa Law Office) in the PRC and he previously held certain social positions including a committee member of Tianjin Youth Federation; and the guest supervisor of Economic Crime Investigation Corps, Tianjin Municipal Public Security Bureau.

Mr. Wang has entered into a letter of appointment with the Company on 13 November 2023 in respect of his appointment as an independent non-executive Director with effective on 13 November 2023. His appointment is subject to normal retirement and re-election by the shareholders of the Company at the annual general meeting of the Company. Mr. Wang is entitled to an annual director's fee of HK\$200,000, which was determined by the remuneration committee of the Company with reference to his duties and level of responsibilities, the remuneration policy of the Company and the prevailing market conditions.

As at the date of this announcement, (i) Mr. Wang does not hold any other positions within the Group, nor other major appointments and professional qualifications; (ii) Mr. Wang has no relationship with any Director, member of senior management of the Group or substantial or controlling shareholder of the Company; (iii) Mr. Wang did not hold any directorship in public companies the securities of which are listed on any securities market in Hong Kong or overseas in the last three years immediately preceding the date of this announcement; and (iv) Mr. Wang does not have, and is not deemed to have, any interests or short positions in any shares of the Company, 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).

Mr. Wang has confirmed that he has met the independence criteria as set out in Rule 5.09 of the Rules (the “**GEM Listing Rules**”) Governing the Listing of Securities on GEM of The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”). Mr. Wang confirmed that there is no matter in relation to his appointment that needs to be brought to the attention of the Stock Exchange or the Shareholders nor any information to be disclosed pursuant to Rule 17.50(2)(h) to (v) of the GEM Listing Rules.

The Board would like to take this opportunity to express its warmest welcome to Mr. Wang in joining the Board.

RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTOR

The Board announces that Ms. Qin Xuwen (“**Ms. Qin**”) has resigned as an independent non-executive Director and ceased to be a member of the audit committee, a member of the remuneration committee and a member of the nomination committee of the Company, with effect from 13 November 2023 as she would like to spend more time to pursue her own business.

Ms. Qin has confirmed that she has no disagreement with the Board and there is no matter in respect of 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 appreciation to Ms. Qin for her significant contributions to the Company during her tenure of office.

By order of the Board
Zhonghua Gas Holdings Limited
Chan Wing Yuen, Hubert
Chief Executive Officer and Executive Director

Hong Kong, 13 November 2023

As at the date of this announcement, the executive Directors are Mr. Hu Yishi, Mr. Chan Wing Yuen, Hubert, Ms. Lin Min, Mindy, Ms. Kwong Wai Man, Karina; and the independent non-executive Directors are Ms. Ma Lee, Mr. Lau Kwok Kee and Mr. Wang Weijie.

This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the Rules Governing the Listing of Securities on the GEM of The Stock Exchange of Hong Kong Limited for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that to the best of their knowledge and belief the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this announcement misleading.

This announcement will remain on the website of the Stock Exchange at www.hkexnews.hk on the “Latest Listed Company Information” page of the website of the Stock Exchange for at least seven days from the date of its publication and on the website of the Company at www.8246hk.com.