

*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.*



## **Century Energy International Holdings Limited**

**百能國際能源控股有限公司**

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 8132)**

### **(1) RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTORS; (2) CHANGE IN COMPOSITION OF BOARD COMMITTEES; AND (3) NON-COMPLIANCE OF RULES 5.05(1), 5.05(2), 5.05A AND 5.28 OF THE GEM LISTING RULES**

The board (the “**Board**”) of directors (the “**Directors**”) of Century Energy International Holdings Limited (the “**Company**”) hereby announces that Mr. Chu Kin Ming (“**Mr. Chu**”) has tendered his resignation from the position as an independent non-executive Director, chairman and member of each of the audit committee, nomination committee and remuneration committee of the Company with effect from 8 September 2024 due to his other business engagements. The Board also announces that Mr. Lui Ho Ming Paul (“**Mr. Lui**”) has tendered his resignation as an independent non-executive Director, member of each of the audit committee, nomination committee and remuneration committee of the Company, with effect from 8 September 2024 due to his other business engagements.

Each of Mr. Chu and Mr. Lui has confirmed that they have no disagreement with the Company in any respect and there are no other matters which need to be brought to the attention of the shareholders of the Company and The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) in relation to their resignation.

### **CHANGE IN COMPOSITION OF BOARD COMMITTEES**

The Board further announce that, with effect from 8 September 2024, Mr. Liu Yongxin (“**Mr. Liu**”), members of each of the audit committee, nomination committee and remuneration committee of the Company, has been re-designated as the chairman of each of the nomination committee and remuneration committee of the Company. Mr. Liu will continue to be an independent non-executive Director of the Company.

## NON-COMPLIANCE OF RULES 5.05(1) AND 5.28 OF THE GEM LISTING RULES

The Board noted that, upon the resignation of Mr. Chu and Mr. Lui, the Company, having only one independent non-executive Director, is not in compliance with:

- (i) Rule 5.05(1) of the Rules Governing the Listing of Securities on GEM of the Stock Exchange (the “**GEM Listing Rules**”), which stipulates that the Board must include at least three independent non-executive directors;
- (ii) Rule 5.05(2) of the GEM Listing Rules, which stipulates that the Board must have at least one independent non-executive Director having appropriate professional qualifications or accounting or related financial management expertise;
- (iii) Rule 5.05A of the GEM Listing Rules, which stipulates that the Company must appoint independent non-executive directors representing at least one-third of the Board; and
- (iv) Rule 5.28 of the GEM Listing Rules, which stipulates that the audit committee must comprise a minimum of three members and at least one of whom is an independent non-executive director with appropriate professional qualifications or accounting or related financial management expertise.

The Board will appoint appropriate persons to fill the vacancy of independent non-executive directors as soon as possible within three months from 8 September 2024, pursuant to Rules 5.06 and 5.33 of the GEM Listing Rules. Further announcement will be made by the Company in relation to such appointment as and when appropriate.

The Board would like to express its sincere gratitude to Mr. Chu and Mr. Lui for their valuable contributions to the Company during their tenure of service.

By Order of the Board  
**Century Energy International Holdings Limited**  
**Sun Jiusheng**  
*Chairman*

Hong Kong, 9 September 2024

*As at the date of this announcement, the executive Directors are Mr. Sun Jiusheng, Mr. Cheung Yip Sang, Mr. Ma Shenyuan, Mr. Li Dewen and Mr. Yeung Shing Wai; and the independent non-executive Director is Mr. Liu Yongxin.*

*This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the GEM Listing Rules 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 of Hong Kong Limited at [www.hkexnews.hk](http://www.hkexnews.hk) on the “Latest Listed Company Information” page for at least 7 days from the date of its posting and on the website of the Company at [www.8132century.com](http://www.8132century.com).*