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**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 CHAIRMAN OF THE BOARD AND  
NON-EXECUTIVE DIRECTOR;**  
**(2) RESIGNATION OF AN INDEPENDENT NON-EXECUTIVE DIRECTOR;**  
**(3) CHANGE IN COMPOSITION OF BOARD COMMITTEES;**  
**AND**  
**(4) NON-COMPLIANCE OF RULES 5.05(1) AND 5.28 OF  
THE GEM LISTING RULES AND CODE PROVISION C.2.1 OF  
THE APPENDIX C1 OF GEM LISTING RULES**

The board (the “**Board**”) of directors (the “**Directors**”) of Century Energy International Holdings Limited (the “**Company**”) hereby announces that Mr. Leung Wing Cheong, Eric (“**Mr. Leung**”) has tendered his resignation from the position as the Chairman of the Board and a non-executive Director with effect from 31 July 2024 due to his retirement. The Board also announces that Mr. Lim Haw Kuang (“**Mr. Lim**”) has tendered his resignation as an independent non-executive Director, chairman and member of the remuneration committee, member of each of the audit committee and nomination committee of the Company, with effect from 1 August 2024 due to his other business engagements.

Each of Mr. Leung and Mr. Lim has confirmed that they has 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 1 August 2024, Mr. Chu Kin Ming, Marcus (“**Mr. Chu**”), members and chairman of the audit committee and nomination committee and member of the remuneration committee of the Company, has been re-designated as the chairman of the remuneration committee of the Company. Mr. Chu 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 AND CODE PROVISION C.2.1 OF THE APPENDIX C1 OF GEM LISTING RULES**

The Board noted that, upon the resignation of Mr. Lim, the Company, having only two independent non-executive Directors, 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 5.28 of the GEM Listing Rules, which stipulates that the audit committee must comprise a minimum of three members.

The Board also noted that, upon the resignation of Mr. Leung, the office of the chairman of the Board becomes vacant which deviates from Code Provision C.2.1 of the Corporate Governance Code stipulated by The Stock Exchange under Appendix C1 to the GEM Listing Rules.

The Board will appoint appropriate persons to fill the vacancy of independent non-executive directors as soon as possible within three months from 1 August 2024, pursuant to Rules 5.06 and 5.36 of the GEM Listing Rules. Further announcement will be made by the Company in relation to such appointment as and when appropriate.

The Board will also appoint appropriate director to fill the vacancy of chairman of the Board as soon as possible in order to comply with Code Provision C.2.1 of the Corporate Governance Code stipulated by The Stock Exchange under Appendix C1 to the GEM Listing Rules. Further announcement will be made by the Company in relation to the new chairman of the Board as and when appropriate.

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

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

Hong Kong, 1 August 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 Directors are Mr. Lui Ho Ming Paul and Mr. Chu Kin Ming.*

*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).*