

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.

香 港 中 華 煤 氣 有 限 公 司
THE HONG KONG AND CHINA GAS COMPANY LIMITED
(Incorporated in Hong Kong under the Companies Ordinance with limited liability)
(Stock Code: 3)

**(1) RETIREMENT OF EXECUTIVE DIRECTOR, CHIEF FINANCIAL OFFICER
AND COMPANY SECRETARY;
(2) APPOINTMENT OF EXECUTIVE DIRECTOR; AND
(3) APPOINTMENT OF COMPANY SECRETARY**

The Board announces that, with effect from 1st January 2024:

- (i) Mr. John Ho Hon-ming will retire from the position of Executive Director, Chief Financial Officer and Company Secretary of the Company as well as member of the Board Environmental, Social and Governance Committee of the Company;
- (ii) Mr. Yeung Lui-ming will be the Chief Financial Officer of the Company and has been appointed as Executive Director and member of the Board Environmental, Social and Governance Committee of the Company; and
- (iii) Ms. Elsa Wong Lai-kin has been appointed as the Company Secretary of the Company.

Retirement of Mr. John Ho Hon-ming as Executive Director, Chief Financial Officer and Company Secretary

The board of directors (the “**Board**”) of The Hong Kong and China Gas Company Limited (the “**Company**”, and together with its subsidiaries collectively referred to as the “**Group**”) announces that Mr. John Ho Hon-ming (“**Mr. Ho**”) will retire from the position of Executive Director, Chief Financial Officer and Company Secretary of the Company as well as member of the Board Environmental, Social and Governance Committee of the Company with effect from 1st January 2024.

Mr. Ho joined the Company in 2002. He was appointed as the Company Secretary of the Company in December 2008 and as an Executive Director of the Company in October 2020. During over 21 years of his service in the Company, Mr. Ho has contributed immensely to the Group’s business development, financial management, acquisitions and mergers, corporate governance, and more. He has put a lot of efforts in the issuance of syndicated loans, bonds and green bonds, thereby driving for the upgrade of the Company’s ratings given by credit rating agencies.

Mr. Ho has confirmed that he has no disagreement with the Board and that there is no matter relating to his retirement that needs to be brought to the attention of the shareholders of the Company (“**Shareholders**”).

The Board wishes to extend its sincere gratitude to Mr. Ho for his devotion and tremendous contribution to the Group during his tenure of service and offer its best wishes to Mr. Ho.

Appointment of Executive Director

The Board also announces that Mr. Yeung Lui-ming (“**Mr. Yeung**”) will be the Chief Financial Officer of the Company and has been appointed as Executive Director and member of the Board Environmental, Social and Governance Committee of the Company with effect from 1st January 2024.

Mr. Yeung Lui-ming, *F.C.C.A., F.C.P.A.*, aged 56, joined the Company in August 2023 and headed the Group’s finance function. He holds directorships in various subsidiaries of the Company. Mr. Yeung has more than 32 years of professional experiences in corporate finance advisory, transaction services and strategic restructuring knowledge. Mr. Yeung held management positions in financial advisory department of Deloitte China for many years. He served as the National Managing Partner of Financial Advisory of Deloitte China from November 2013 to May 2021 and was appointed as the Vice Chairman of Deloitte China since June 2021. Before Mr. Yeung stepped down from Deloitte China, he led the team in capital market advisory, debt restructuring, fund advisory, forensic accounting investigation, corporate restructuring etc. and advised corporate clients and investors both in Mainland China and Hong Kong on various investment projects, acquisitions and mergers projects. Mr. Yeung did not hold any other directorships in the last three years in public companies the securities of which are listed on any securities market in Hong Kong or overseas.

Mr. Yeung graduated from Hong Kong Polytechnic University. He is a Fellow Member of the Association of Chartered Certified Accountants and the Hong Kong Institute of Certified Public Accountants, an Associate of The Taxation Institute of Hong Kong and an Ordinary Member of Hong Kong Securities and Investment Institute.

As at the date of this announcement, Mr. Yeung does not have any interests in the shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong). Save as disclosed herein, Mr. Yeung does not have any relationship with any directors, senior management, substantial shareholders or controlling shareholders of the Company or hold any position with the Company or any of its subsidiaries.

As at the date of this announcement, Mr. Yeung has not entered into nor proposes to enter into any service contracts, which fall within the meaning of Rule 13.68 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”) requiring the prior approval of Shareholders at general meetings, with the Company. Mr. Yeung shall hold office for the initial period from 1st January 2024 until the first annual general meeting of the Company after his appointment whereupon he shall be eligible for re-election at that meeting, and shall thereafter be subject to the retirement by rotation and re-election provisions in accordance with the Articles of Association of the Company and the Corporate Governance Code under Appendix 14 to the Listing Rules in force from time to time. Mr. Yeung shall receive a director’s fee before taxation payable by the Company of HK\$250,000 per annum (until the Company in general meeting otherwise determines) and other remunerations before taxation including basic salaries and other benefits of about HK\$7,300,000 per annum to be paid by the Company. The remuneration payable to Mr. Yeung was determined having regard to his qualifications and experience, and the level of responsibilities to be undertaken by him as Executive Director and Chief Financial Officer. The director’s fee payable to Mr. Yeung was determined with reference to the duties and responsibilities commensurate with the director’s position with the Company. His other remunerations and discretionary bonus (if any) shall be determined by the remuneration committee of the Company from time to time with reference to his performance and contributions to the Group.

So far as the Directors are aware, save as disclosed above, there are no other matters concerning Mr. Yeung's appointment that need to be brought to the attention of the Shareholders. Save as disclosed above, Mr. Yeung does not have any information to be disclosed pursuant to the requirements of Rule 13.51(2)(h) to (v) of the Listing Rules.

The Board would like to express its warm welcome to Mr. Yeung for joining the Board.

Appointment of Company Secretary

The Board also announces that Ms. Elsa Wong Lai-kin ("**Ms. Wong**") has been appointed as the Company Secretary of the Company with effect from 1st January 2024.

Ms. Elsa Wong Lai-kin joined the Company in November 2022 as the Head of Legal of the Company. She has over 30 years of experience in the legal profession, primarily working as corporate counsel and company secretary of companies listed on the Main Board of The Stock Exchange of Hong Kong Limited. Prior to joining the Company, Ms. Wong worked in Henderson (China) Investment Company Limited, Alibaba.com Limited and PYI Corporation Limited (now named as Blue River Holdings Limited). Ms. Wong holds a Bachelor and Master degree of Laws from The University of Hong Kong, a Master degree in Corporate Finance from The Hong Kong Polytechnic University and a Master degree of Social Sciences in Psychology (Schools and Community Settings) from The Education University of Hong Kong. Ms. Wong is a solicitor of the Supreme Court of Hong Kong and the Supreme Court of England and Wales, as well as a member of The Law Society of Hong Kong and CFA Society Hong Kong. She also holds the Chartered Financial Analyst designation.

By Order of the Board
Peter Wong Wai-yee
Managing Director

Hong Kong, 27th December 2023

As at the date of this announcement, the Board comprises:

Non-executive Directors: Dr. Lee Ka-kit (Chairman), Dr. Lee Ka-shing (Chairman),
Dr. Colin Lam Ko-yin and Mr. Andrew Fung Hau-chung

Independent Non-executive Directors: Dr. the Hon. Sir David Li Kwok-po, Prof. the Hon. Poon
Chung-kwong and Dr. the Hon. Moses Cheng Mo-chi

Executive Directors: Mr. Peter Wong Wai-yee and Mr. John Ho Hon-ming

