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## **HANS ENERGY COMPANY LIMITED**

### **漢思能源有限公司**

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

**(Stock Code: 00554)**

### **NOTICE OF EXTRAORDINARY GENERAL MEETING**

**NOTICE IS HEREBY GIVEN** that an extraordinary general meeting (the “EGM”) of Hans Energy Company Limited 漢思能源有限公司 (the “Company”) will be held at Boardroom 3–4, M/F., Renaissance Harbour View Hotel, 1 Harbour Road, Wanchai, Hong Kong on Wednesday, 17 July, 2024 at 10:30 a.m. for the purpose of considering, and if thought fit, passing the following resolution with or without amendments, as ordinary resolution of the Company. Unless otherwise indicated, capitalised terms used in this notice shall have the same meanings as those defined in the circular dated 21 June, 2024 issued by the Company (the “Circular”).

#### **ORDINARY RESOLUTION**

1. “**THAT:**

- (a) the Acquisition Agreement dated 24 May, 2024 (a copy of the Acquisition Agreement marked “A” is produced to the EGM and initialled by the chairman of the EGM for identification purpose) and the transactions contemplated thereunder (including the Acquisition, the Strategic Purchase, the grant of the Call Option and the Put Option, the exercise of the Call Option and the Put Option, and the New Shareholders’ Agreement (a copy of the New Shareholders’ Agreement marked “B” is produced to the EGM and initialled by the chairman of the EGM for identification purpose)), be and are hereby ratified, confirmed and approved;
- (b) the grant of a specific mandate so that the Directors are authorised to allot and issue the 278,915,965 Consideration Shares be and is hereby approved; and

- (c) any one Director be and is hereby authorised on behalf of the Company to do all such acts and things and execute all such documents, deeds or instruments (including affixing the common seal of the Company thereon) and take all such steps as the Director may in his sole opinion and absolute discretion consider necessary, appropriate or desirable to implement or give effect to or in connection with the Acquisition Agreement, the New Shareholders' Agreement and the transactions contemplated thereunder.”

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, 21 June, 2024

*Registered office:*

P.O. Box 309  
Ugland House  
Grand Cayman, KY1-1104  
Cayman Islands

*Head office and principal place of business:*

Unit 2608, 26th Floor  
Harbour Centre  
25 Harbour Road  
Wanchai  
Hong Kong

*Notes:*

1. The resolution at the EGM will be taken by poll (except where the chairman, in good faith, decides to allow a resolution which relates purely to a procedural or administrative matter to be voted on by a show of hands) pursuant to the Rules Governing the Listing of Securities on the Stock Exchange (the “**Listing Rules**”) and the results of the poll will be published on the websites of Hong Kong Exchanges and Clearing Limited and of the Company in accordance with the Listing Rules.
2. A member of the Company entitled to attend and vote at the EGM is entitled to appoint one or more proxies to attend and vote instead of him. A proxy need not be a member of the Company. If more than one proxy is appointed, the number of shares in respect of which each such proxy so appointed must be specified in the relevant form of proxy.
3. The instrument appointing a proxy shall be in writing under the hand of the appointor or of his attorney duly authorised in writing or, if the appointor is a corporation, either under its seal or under the hand of any officer, attorney or other person duly authorised.
4. In order to be valid, the form of proxy together with the power of attorney or other authority, if any, under which it is signed or a notarially certified copy of that power or authority, must be deposited at the Company's branch share registrar and transfer office in Hong Kong, Tricor Secretaries Limited, at 17th Floor, Far East Finance Centre, 16 Harcourt Road, Hong Kong not less than 48 hours before the time appointed for the holding of the EGM (i.e. by 10:30 a.m. on Monday, 15 July, 2024) or any adjournment thereof. Delivery of the form of proxy shall not preclude a member of the Company from attending and voting in person at the EGM and, in such event, the said form of proxy shall be deemed to be revoked.

5. For determining the qualification as members of the Company to attend and vote at the EGM, the register of members of the Company will be closed from Friday, 12 July, 2024 to Wednesday, 17 July, 2024, both days inclusive, during which period no transfer of shares will be registered. In order to qualify as members to attend and vote at the EGM, investors are required to lodge all transfer documents accompanied by the relevant share certificates with the Company's branch share registrar and transfer office in Hong Kong, Tricor Secretaries Limited, at 17th Floor, Far East Finance Centre, 16 Harcourt Road, Hong Kong for registration not later than 4:30 p.m. on Thursday, 11 July, 2024.
6. If a Typhoon Signal No. 8 or above is hoisted or "extreme conditions" is announced by the Government of Hong Kong or a Black Rainstorm Warning Signal is in force at or at any time after 9:00 a.m. on the date of the EGM, the EGM will be postponed or adjourned. The Company will post an announcement on the websites of the Hong Kong Exchanges and Clearing Limited and the Company to notify shareholders of the date, time and place of the rescheduled EGM.
7. The EGM will be held as scheduled when an Amber or Red Rainstorm Warning Signal is in force. Shareholders should decide on their own whether they would attend the meeting under bad weather conditions bearing in mind their own situation.

*As at the date of this notice, the Board comprises three executive Directors, namely Mr. David An (Chairman), Mr. Yang Dong and Mr. Zhang Lei and three independent non-executive Directors, namely Mr. Li Wai Keung, Mr. Chan Chun Wai, Tony and Mr. Chung Chak Man, William.*