

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.



HANS ENERGY COMPANY LIMITED

漢思能源有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 00554)

(I) PROPOSED CHANGE OF COMPANY NAME;

AND

(II) PROPOSED ADOPTION OF THE AMENDED AND RESTATED MEMORANDUM AND ARTICLES OF ASSOCIATION

PROPOSED CHANGE OF COMPANY NAME

The Board proposes to change the English name of the Company from “Hans Energy Company Limited” to “Hans Group Holdings Limited” and adopt the Chinese name “漢思集團控股有限公司” as its new dual foreign name to replace its existing Chinese name “漢思能源有限公司”.

The Change of Company Name is subject to the following conditions: (i) the passing of a special resolution by the Shareholders at the EGM to approve the Change of Company Name; and (ii) the Registrar of Companies in the Cayman Islands approving the Change of Company Name.

PROPOSED ADOPTION OF THE AMENDED AND RESTATED MEMORANDUM AND ARTICLES OF ASSOCIATION

The Board also proposes to amend and restate the Existing Memorandum and Articles of Association to (i) reflect the Change of Company Name, (ii) reflect and align the Company’s memorandum and articles of association with the requirements in relation to the expanded paperless listing regime and the electronic dissemination of corporate communications by listed issuers and the relevant amendments made to the Listing Rules, and (iii) incorporate certain housekeeping changes.

The Board proposes to put forward to the Shareholders for approval at the EGM a special resolution to adopt the Amended and Restated Memorandum and Articles of Association in substitution for, and to the exclusion of, the Existing Memorandum and Articles of Association. The Proposed Amendments are subject to the passing of the special resolution and the Change of Company Name taking effect, and will take immediate effect following the Change of Company Name.

PROPOSED CHANGE OF COMPANY NAME

The board of directors (the “**Board**”) of Hans Energy Company Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) proposes to change the English name of the Company from “Hans Energy Company Limited” to “Hans Group Holdings Limited” and adopt the Chinese name “漢思集團控股有限公司” as its new dual foreign name to replace its existing Chinese name “漢思能源有限公司” (the “**Change of Company Name**”).

REASONS FOR THE CHANGE OF COMPANY NAME

As disclosed in the Company’s announcement dated 31 July 2024, upon completion of the acquisition of 54.44% of the total issued shares of Bravo Transport Holdings Limited (“**BTHL**”) by Glorify Group Limited, a wholly-owned subsidiary of the Company (“**Glorify**”), BTHL was owned as to 70% by Glorify, and has become a non-wholly owned subsidiary of the Company. Accordingly, the Group’s principal business has broadened from terminal storage and trading of oil and petrochemical products to encompass public bus services in Hong Kong and advertising services, enhancing the Group’s business with more diversified sectors.

In light of the diversification of the Group’s business sectors, the Board considers that the Change of Company Name will better reflect the nature of the Group’s existing business and future development of the Group’s business as a whole. The Board also considers that the proposed new English name and the dual foreign name in Chinese of the Company will provide the Group with a new corporate image and enhance the Company’s brand identity for its future business development. Therefore, the Board believes that the Change of Company Name is in the best interests of the Company and the shareholders of the Company (the “**Shareholders**”) as a whole.

CONDITIONS OF THE CHANGE OF COMPANY NAME

The Change of Company Name is subject to satisfaction of the following conditions:

1. the passing of a special resolution by the Shareholders approving the Change of Company Name at an extraordinary general meeting of the Company (the “**EGM**”); and
2. the Registrar of Companies in the Cayman Islands approving the Change of Company Name.

Subject to the satisfaction of the conditions set out above, the Change of Company Name will take effect from the date on which the Registrar of Companies in the Cayman Islands enters the new English name and dual foreign name in Chinese of the Company on the register of companies maintained by the Registrar of Companies in the Cayman Islands and issues a certificate of incorporation on change of name. The Company will then carry out the necessary registration and/or filing procedures with the Registrar of Companies in the Cayman Islands and the Companies Registry in Hong Kong.

EFFECT OF THE CHANGE OF COMPANY NAME

The Change of Company Name will not affect any rights of the Shareholders or the Company's daily operations or its financial position. Once the Change of Company Name has become effective, any new share certificates of the Company issued thereafter will bear the new name of the Company.

All the existing share certificates in issue bearing the present name of the Company will, after the Change of Company Name having become effective, continue to be effective and valid evidence of legal title to the shares of the Company and will continue to be valid for trading, settlement, registration and delivery purposes. Accordingly, there will not be any arrangement for free exchange of the existing share certificates of the Company for new share certificates bearing the new name of the Company.

In addition, subject to the confirmation by The Stock Exchange of Hong Kong Limited (the "**Stock Exchange**"), the English and Chinese stock short names of the Company for trading in the securities on the Stock Exchange will also be changed after the Change of Company Name becomes effective.

PROPOSED ADOPTION OF THE AMENDED AND RESTATED MEMORANDUM AND ARTICLES OF ASSOCIATION

The Board also proposes to amend and restate the existing amended and restated memorandum and articles of association of the Company (the "**Existing Memorandum and Articles of Association**") to (i) reflect the Change of Company Name, (ii) reflect and align the Company's memorandum and articles of association with the requirements in relation to the expanded paperless listing regime and the electronic dissemination of corporate communications by listed issuers and the relevant amendments made to the Listing Rules, and (iii) incorporate certain housekeeping changes (the "**Proposed Amendments**").

The Board proposes to put forward to the Shareholders for approval at the EGM a special resolution to adopt the amended and restated memorandum and articles of association of the Company (the "**Amended and Restated Memorandum and Articles of Association**") in substitution for, and to the exclusion of, the Existing Memorandum and Articles of Association. The Proposed Amendments are subject to the passing of the special resolution and the Change of Company Name taking effect, and will take immediate effect following the Change of Company Name.

GENERAL

The EGM will be held for the Shareholders to consider and, if thought fit, pass the special resolutions to approve the Change of Company Name and the proposed adoption of the Amended and Restated Memorandum and Articles of Association. A circular containing, among others, details regarding the Change of Company Name and the proposed adoption of the Amended and Restated Memorandum and Articles of Association, together with a notice convening the EGM and related proxy form will be despatched to the Shareholders as soon as practicable.

To the best knowledge, information and belief of the Directors having made all reasonable enquiries, as no Shareholders have a material interest in the Change of Company Name nor the proposed adoption of the Amended and Restated Memorandum and Articles of Association, no Shareholders will be required to abstain from voting at the EGM.

Further announcement(s) will be made by the Company as and when appropriate to inform the Shareholders of, among other things, the poll results of the EGM, the effective date of the Change of Company Name, the proposed adoption of the Amended and Restated Memorandum and Articles of Association and the new English and Chinese stock short names of the Company for trading of the shares of the Company on the Stock Exchange.

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 October 2024

As at the date of this announcement, the Board comprises four executive Directors, namely Mr. David An (Chairman), Mr. Yang Dong, Mr. Zhang Lei and Mr. Li Wai Keung, two non-executive Directors, namely Mr. Nicolas Charles Philippe de Mascarel de la Corbiere and Mr. James Anthony Williamson and two independent non-executive Directors, namely Mr. Chan Chun Wai, Tony and Mr. Chung Chak Man, William.