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港華智慧能源有限公司 Towngas Smart Energy Company Limited

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1083)

APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR

Dr. Loh Kung Wai Christine has been appointed as an Independent Non-Executive Director of the Company and a member of each of the Nomination Committee, Remuneration Committee and Environmental, Social and Governance Committee of the Company, all with effect from 4 April 2022.

The Board announces that Dr. Loh Kung Wai Christine (“**Dr. Loh**”) has been appointed as an Independent Non-Executive Director of the Company and a member of each of the Nomination Committee, Remuneration Committee and Environmental, Social and Governance Committee of the Company, all with effect from 4 April 2022.

Dr. Loh Kung Wai Christine, SBS, JP, OBE, Chevalier de l’Ordre National du Mérite, aged 66, obtained her Bachelor of Laws degree from the University of Hull and her Master of Law degree in Chinese and Comparative Law from the City University of Hong Kong. She was awarded the Honorary degrees of Doctor of Law by the University of Hull in 2001 and Doctor of Science by the University of Exeter in 2016.

Dr. Loh is the Chief Development Strategist at the Institute for the Environment of the Hong Kong University of Science and Technology. She is also a Senior Advisor to Teneo, a global consultancy firm working with CEOs to provide strategic counseling as well as Advisor on Sustainability to the management and board of the Hong Kong Science and Technology Parks. She is also a director and trustee of CDP Worldwide, a London-based organisation running a global disclosure system for companies, cities, states, and regions to manage environmental impacts; a director of the Global Maritime Forum, an industry platform managed from Denmark for senior management to discuss maritime issues; and a director of New Forests Proprietary Limited, a sustainable forestry company headquartered in Australia.

Dr. Loh was the Under Secretary for the Environment in the HKSAR Government from 2012 to 2017. Her direct policy responsibilities included air quality, energy, climate change and biodiversity. She worked with Chinese mainland counterparts to define new policies to control shipping emissions, an area of work she pioneered prior to joining the HKSAR Government and changed China’s national policy in this area. Between April 2019 and March 2020, she was the Special Consultant to the Office of the Chief Executive of the HKSAR Government on the ecological civilization aspects of the Outline Development Plan for the Greater Bay Area.

Dr. Loh did not hold any directorships in the last three years in public companies the securities of which are listed on any securities market in Hong Kong or overseas.

As at the date of this announcement, Dr. Loh does not have any interest in the shares in the Company within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) nor does she have any relationship with any directors, senior management or substantial or controlling shareholders of the Company.

As at the date of this announcement, Dr. Loh has not entered into nor proposes to enter into any service contracts with the Company 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 (“**Listing Rules**”) requiring the prior approval of shareholders of the Company at general meetings. According to the letter of appointment dated 4 April 2022 between Dr. Loh and the Company, she shall hold office as an Independent Non-Executive Director for the initial term commencing from 4 April 2022 until the conclusion of the next following annual general meeting of the Company whereupon she shall be eligible for re-election at that meeting. Dr. Loh’s appointment is subject to the Listing Rules and the provisions of the memorandum and articles of association of the Company in force from time to time, including but not limited to, the requirements for retirement, rotation, re-election and vacation of office of directors as set forth in the articles of association of the Company. Dr. Loh shall receive a director’s fee payable by the Company of HK\$500,000 per annum, subject to determination by the Board from time to time with reference to her duties and responsibilities and the Company’s performance and profitability. The remuneration payable to Dr. Loh was determined having regard to the current level of director’s fee payable by the Company to Independent Non-Executive Directors as well as her duties and responsibilities.

So far as the Directors are aware, save as disclosed above, there are no other matters concerning Dr. Loh’s appointment that need to be brought to the attention of the shareholders of the Company nor any information required 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 the new appointment of Dr. Loh in the Company.

Following the appointment of Dr. Loh, the Board comprises four Independent Non-Executive Directors representing more than one-third of the members of the Board, which fulfills the requirement under Rule 3.10A of the Listing Rules.

By Order of the Board
Towngas Smart Energy Company Limited
John Ho Hon-ming
Executive Director and Company Secretary

Hong Kong, 4 April 2022

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

Non-Executive Directors:

LEE Ka-kit (*Chairman*)

LIU Kai Lap Kenneth

Executive Directors:

Alfred CHAN Wing-kin

Peter WONG Wai-yee (*Chief Executive Officer*)

John HO Hon-ming (*Company Secretary*)

Martin KEE Wai-ngai (*Chief Operating Officer – Gas Business*)

John QIU Jian-hang (*Chief Operating Officer – Renewable Business*)

Independent Non-Executive Directors:

Moses CHENG Mo-chi

Brian David LI Man-bun

James KWAN Yuk-choi

LOH Kung Wai Christine