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.



# CHINA CLOUD COPPER COMPANY LIMITED

## 中國雲銅股份有限公司

(Incorporated in Cayman Islands with limited liability)

(Stock code: 33)

### APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR; RE-DESIGNATION OF DIRECTOR; AND CHANGES IN COMPOSITION OF BOARD COMMITTEES

The Board is pleased to announce that with effect from 19 March 2020, (a) Mr. Lo Hang Fong has been appointed as an independent non-executive Director; (b) Mr. Huang Shao Long has been re-designated from executive Director to non-executive Director; (c) Mr. Ng Yu has been appointed as a member of the remuneration committee of the Board; (d) Mr. Huang Shao Long and Mr. Lo Hang Fong have been appointed as the members of the audit committee of the Board; and (e) Mr. Wang Jun Sheng has been appointed as a member of the risk management committee of the Board.

#### APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR

The board (the "**Board**") of directors (the "**Directors**") of China Cloud Copper Company Limited announces that with effect from 19 March 2020, Mr. Lo Hang Fong ("**Mr. Lo**") has been appointed as an independent non-executive Director and a member of the audit committee of the Board.

Mr. Lo, aged 56, graduated from the University of Bristol with a bachelor of law degree in 1986. He is currently a partner of a law firm, Stevenson, Wong & Co. Mr. Lo has been admitted as a solicitor to the High Court of Hong Kong since 1989. He was also admitted as a solicitor to the Supreme Court of Singapore in 1995 and the Supreme Court of England and Wales in 1996. Mr. Lo is currently an independent non-executive director of Bonjour Holdings Limited (Stock Code:653), a company listed on the Main Board of The Stock Exchange of Hong Kong Limited (the "Stock Exchange"). Save as disclosed above, Mr. Lo does not on the date hereof hold, and has not in the last three years held, any directorship in other public listed companies in Hong Kong or overseas. As at the date of this announcement, Mr. Lo does not hold any other positions in the Company or its subsidiaries.

The Company has entered into a service agreement with Mr. Lo, pursuant to which he will be appointed for a term of two years with a director's fee of HK\$20,000 per month. Mr. Lo will hold office until the first general meeting of the Company after his appointment and shall then be eligible for re-election at that meeting, thereafter subject to retirement by rotation at least once every three years at each annual general meeting in accordance with the articles of association of the Company. The emolument of Mr. Lo has been determined by the remuneration committee of the Board with reference to his skill, knowledge and experience, his duties and responsibilities with the Company and the Company's performance and the prevailing market conditions.

Mr. Lo has confirmed to the Company that he does not have any relationships with any other Directors, senior management, substantial shareholders or controlling shareholders of the Company, and that he does not have any interest in the shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of laws of Hong Kong) as at the date of this announcement.

Save as disclosed above, Mr. Lo has confirmed to the Company that there is no other information relating to his appointment which is required to be disclosed pursuant to the requirements under Rule 13.51(2)(h) to Rule 13.51(2)(v) of the Rules Governing the Listing of Securities on the Stock Exchange (the "Listing Rules") and there is also no further information that needs to be brought to the attention of the shareholders of the Company or the Stock Exchange in relation to his appointment.

The Board would like to take this opportunity to express its warmest welcome to Mr. Lo in joining the Board.

#### **RE-DESIGNATION OF DIRECTOR**

The company is pleased to announce that Mr. Huang Shao Long has been re-designated from executive Director to non-executive Director with effect from 19 March 2020.

Mr. Huang, aged 37, graduated in 2007 from Minzu University of China (中央民族大學) with an undergraduate degree in economics and in 2010 obtained a master's degree in asset valuation from Xiamen University in China. He is a valuer and obtained qualifications in China in regard to securities foundation, securities trading, securities issue and underwriting, futures investment analysis, fund laws and regulations. From July 2010 to August 2015, Mr. Huang served various positions in GF Futures Co., Ltd (廣發期貨有限公司) as assistant manager to vice general manager where he was responsible for strategic research, management of operations in the investment advisory department and the asset management department. From August 2015 to June 2017 where Mr. Huang was a manager at ES Fund Management Co. Ltd. (廣東逸信基金管理有限公司). From June 2017 to December 2018, Mr. Huang is a director and chairman of Guangdong Amber Hill ES Holdings Co., Ltd. Mr. Huang is a director and managing director of Amber Hill International Holdings (Guangdong) Co., Ltd (安山國際控股(廣東)有限公司) since December 2018.

Mr. Huang has not entered into a service agreement with the Company and his director's fees, salary or other remuneration will be further determined by the Company's remuneration committee of the Board.

Mr. Huang has confirmed to the Company that he does not (i) hold in the past three years any directorships in other public companies the securities of which are listed on any securities market in Hong Kong or overseas, (ii) hold any other positions with the Company or any of its subsidiaries; (iii) hold other major appointments and professional qualifications; (iv) has any other relationship with any Directors, supervisors, senior management or substantial shareholders or controlling shareholders of the Company; and (v) he has no interest in the issued share capital of the Company within the meaning of Part XV of the SFO.

Save as disclosed above, Mr. Huang has confirmed to the Company that there is no other information relating to his appointment which is required to be disclosed pursuant to the requirements under Rule 13.51(2)(h) to Rule 13.51(2)(v) of the Listing Rules and there is also no further information that needs to be brought to the attention of the shareholders of the Company or the Stock Exchange in relation to his appointment.

#### CHANGE IN COMPOSITION OF BOARD COMMITTEES

The Company is pleased to announce that with effect from 19 March 2020, (i) Mr. Ng Yu has been appointed as a member of remuneration committee of the Board; (ii) Mr. Huang Shao Long and Mr. Lo Hang Fong have been appointed as the members of audit committee of the Board; and (iii) Mr. Wang Jun Sheng has been appointed as a member of the risk management committee of the Board.

#### SUFFICIENT NUMBER OF INDEPENDENT NON-EXECUTIVE DIRECTORS

Pursuant to Rule 3.10 and 3.10A of the Listing Rules, every board of directors of a listed issuer must include at least three independent non-executive directors and the number of independent non-executive directors must represent at least one-third of the board.

Before the appointment of Mr. Lo, the Board comprised of five (5) executive Directors and two (2) independent non-executive Directors and the number of independent non-executive Directors fell below the minimum number prescribed under Rules 3.10 and 3.10A of the Listing Rules. Following the appointment of Mr. Lo, the Board comprised of four (4) executive Directors, one (1) non-executive Director and three (3) independent non-executive Directors. As a result, the Company has re-complied with the requirements under Rule 3.10 and Rule 3.10A of the Listing Rules.

By Order of the Board of China Cloud Copper Company Limited Ng Yu Chairman and Executive Director

Hong Kong, 20 March 2020

As at the date of this announcement, the Board comprises four executive Directors, namely Mr. Ng Yu, Mr. Wei Weicheng, Mr. Lin Feng and Ms. Zhao Hong Mei; one non-executive Director Mr. Huang Shao Long and three independent non-executive Directors, namely Mr. Anthony Espina, Mr. Wang Jun Sheng and Mr. Lo Hang Fong.