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#### NATIONAL UNITED RESOURCES HOLDINGS LIMITED

## 國家聯合資源控股有限公司

(Incorporated in Hong Kong with limited liability)
(Stock Code: 254)

## APPOINTMENT OF CHAIRMAN OF THE BOARD; RESIGNATION AND APPOINTMENT OF NON-EXECUTIVE DIRECTOR; AND

### APPOINTMENT OF CHAIRMAN AND MEMBERS OF BOARD COMMITTEES

#### The Board announces the followings:

- (1) Mr. Ji Kaiping, an existing executive Director, has been appointed as the Chairman of the Board with effect from 29 November 2018;
- (2) Ms. Mou Ling has tendered her resignation as a non-executive Director with effect from 29 November 2018;
- (3) Mr. An Jingwen has been appointed as a non-executive Director with effect from 3 December 2018; and
- (4) appointment of chairman and members of the Board committees as follows:
  - (i) appointment of Mr. Ji Kaiping, an existing executive Director, as the chairman of the Nomination Committee with effect from 3 December 2018;
  - (ii) appointment of Mr. Li Wen, an existing independent non-executive Director, as the chairman of the Audit Committee and a member of the Nomination Committee and the Remuneration Committee with effect from 3 December 2018:

- (iii) appointment of Mr. Qiu Ke, an existing independent non-executive Director, as the chairman of the Remuneration Committee and a member of the Audit Committee and the Nomination Committee with effect from 3 December 2018; and
- (iv) appointment of Mr. An Jingwen as a member of the Audit Committee and the Remuneration Committee with effect from 3 December 2018.

#### APPOINTMENT OF CHIARMAN OF THE BOARD

The board (the "Board") of directors (the "Directors") of National United Resources Holdings Limited (the "Company", and together with its subsidiaries, the "Group") announces that Mr. Ji Kaiping ("Mr. Ji"), an existing executive Director, has been appointed as the Chairman of the Board with effect from 29 November 2018.

Mr. Ji, aged 55, has been appointed as an executive Director with effect from 29 August 2017. He is also an authorised representative of the Company pursuant to Rule 3.05 of the Rules Governing the Listing of Securities (the "Listing Rules") on The Stock Exchange of Hong Kong Limited (the "Stock Exchange") and director of various subsidiaries of the Group. His biographical details and details of his current employment terms and conditions contained under his service contract with the Company were disclosed in the announcement of the Company dated 29 August 2017. Mr. Ji is entitled to a director's remuneration of HK\$100,000 per month, which is determined by the Board with reference to his duties and responsibilities with the Company. Mr. Ji has not held any directorship in any other listed public companies and other major appointments and qualifications during the last three years preceding the date of this announcement.

Save as disclosed above, as at the date of this announcement, Mr. Ji (i) does not have any relationships with any existing Directors, senior management, substantial or controlling shareholders (as respectively defined in the Listing Rules) of the Company; (ii) does not have, and is not deemed to have, any interests and short positions in any shares, underlying shares or debentures of the Company and its associated corporations within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) ("SFO"); and (iii) does not hold any other positions with the Company or any other members of the Group.

Save as disclosed above, there is no other information relating to the appointment of Mr. Ji as the Chairman of the Board required to be disclosed nor are there any other matters that need to be brought to the attention of the shareholders of the Company ("Shareholders") under Rule 13.51(2)(h) to (v) of the Listing Rules.

#### RESIGNATION OF NON-EXECUTIVE DIRECTOR

The Board also announces that Ms. Mou Ling ("Ms. Mou") has tendered her resignation as a non-executive Director with effect from 29 November 2018 as she needs to devote more time to focus on other business. Ms. Mou has confirmed that she has no disagreement with the members of the Board and that there is no matter in respect of her resignation that needs to be brought to the attention of the Shareholders and the Stock Exchange.

#### APPOINTMENT OF NON-EXECUTIVE DIRECTOR

The Board further announces that Mr. An Jingwen ("Mr. An") has been appointed as a non-executive Director with effect from 3 December 2018.

The biographical details of Mr. An is set out below:

Mr. An Jingwen (安景文), aged 63, obtained a Doctor's degree in Management Science and Engineering from China University of Mining and Technology (Beijing) in 2010 and the qualification certificate of independent director issued by the Shanghai Stock Exchange in May 2012.

Mr. An is professor of school of management of China University of Mining & Technology (Beijing) and tutor of postgraduate candidates. Mr. An has over 30 years' experience in teaching and research work and has extensive experience in the coal industry and corporate training, as well as in the areas of standardization and quality management. Mr. An is currently a member of each of 中國煤炭工業協會煤炭工業技術委員會 (Coal Industry Technology Committee of China National Coal Association) and 中國標準化研究院第五屆科學技術委員會 (the Fifth Science and Technology Committee of China National Institute of Standardization).

Mr. An has been an independent director of Pingdingshan Tianan Coal Mining Co., Ltd. (stock code: 601666) since May 2013 and served as an independent director of Liaoning Hongyang Energy Investment Co., Ltd. from April 2014 to January 2016 (stock code: 600758) whose shares are listed on the Shanghai Stock Exchange. Save as disclosed above, Mr. An has not held any directorship in any other listed public companies and other major appointments and qualifications during the last three years preceding the date of this announcement.

Mr. An has entered into a service contract with the Company for an initial term of one year commencing from 3 December 2018, which is automatically renewable for successive term of one year each commencing from the expiry of the then current term of appointment, subject to termination by either party by serving not less than one month prior notice to the other party in writing. He is subject to retirement and re-election at the next following annual general meeting of the Company after his appointment and thereafter subject to retirement by rotation and re-election in accordance with the articles of association of the Company. Mr. An is entitled to a director's remuneration of HK\$70,000 per month, which is determined by the Board with reference to his duties and responsibilities with the Company.

As at the date of this announcement, Mr. An (i) does not have any relationships with any existing Directors, senior management, substantial or controlling shareholders (as respectively defined in the Listing Rules) of the Company; (ii) does not have, and is not deemed to have, any interests and short positions in any shares, underlying shares or debentures of the Company and its associated corporations within the meaning of Part XV of the SFO; and (iii) does not hold any other positions with the Company or any other members of the Group.

Save as disclosed above, there is no other information relating to the appointment of Mr. An as a non-executive Director required to be disclosed nor are there any other matters that need to be brought to the attention of the Shareholders under Rule 13.51(2)(h) to (v) of the Listing Rules.

#### APPOINTMENT OF CHAIRMAN AND MEMBERS OF BOARD COMMITTEES

The Board further announces the following appointment of chairman and members of the Board committees:

- (i) appointment of Mr. Ji, an existing executive Director, as the chairman of the nomination committee of the Company (the "Nomination Committee") with effect from 3 December 2018;
- (ii) appointment of Mr. Li Wen, an existing independent non-executive Director, as the chairman of the audit committee of the Company (the "Audit Committee") and a member of Nomination Committee and the remuneration committee of the Company (the "Remuneration Committee") with effect from 3 December 2018;
- (iii) appointment of Mr. Qiu Ke, an existing independent non-executive Director, as the chairman of the Remuneration Committee and a member of the Audit Committee and the Nomination Committee with effect from 3 December 2018; and
- (iv) appointment of Mr. An as a member of the Audit Committee and the Remuneration Committee with effect from 3 December 2018.

The Board would like to take this opportunity to express its appreciation to Ms. Mou for her contribution to the Company during her tenure of office and to welcome Mr. An for joining the Board.

#### CONTINUED SUSPENSION OF TRADING OF THE SHARES

Trading in the shares of the Company on the Stock Exchange, which was suspended with effect from 9:00 a.m. on 1 August 2016, remains suspended and will continue to be so until further notice.

# By Order of the Board National United Resources Holdings Limited Ji Kaiping

**Executive Director** 

Hong Kong, 29 November 2018

As at the date of this announcement, the executive Directors are Mr. Ji Kaiping and Mr. Guo Peiyuan and the independent non-executive Directors are Mr. Li Wen and Mr. Qiu Ke.