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罕王
HANKING

CHINA HANKING HOLDINGS LIMITED

中國罕王控股有限公司

(incorporated in the Cayman Islands with limited liability)

(Stock code: 03788)

**CHANGE OF JOINT COMPANY SECRETARIES,
WAIVER FROM STRICT COMPLIANCE WITH RULE 3.28 AND RULE 8.17
OF THE LISTING RULES
AND CHANGE OF AUTHORISED REPRESENTATIVE**

CHANGE OF JOINT COMPANY SECRETARIES

The board of directors (the “**Board**”) of China Hanking Holdings Limited (the “**Company**”) hereby announces that in order to focus on other businesses of the Company, Mr. Xia Zhuo (“**Mr. Xia**”) has resigned as a joint company secretary of the Company but will remain as the executive director of the Company. Moreover, in order to comply with the provisions in relation to the appointment of company secretary designated by an external service provider under the Guidance for Boards and Directors issued by The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) in July 2018, Ms. Mok Ming Wai (“**Ms. Mok**”), a joint company secretary of the Company, has resigned as a joint company secretary of the Company. The Board further announces that Ms. Zhang Jing (“**Ms. Zhang**”) and Ms. So Lai Shan (“**Ms. So**”) have been appointed as joint company secretaries of the Company. The aforesaid changes come into effect from 24 August 2018.

Mr. Xia and Ms. Mok have confirmed that they have no disagreement with the Board and there are no other matters in respect of their resignations that need to be brought to the attention of the shareholders of the Company and the Stock Exchange.

The Board would like to express its sincere appreciation to Mr. Xia and Ms. Mok for their contributions to the Company during their tenure of service.

Ms. Zhang Jing, joined the Company in March 2011 and since then up to the date of this announcement, she serves as the manager of the compliance department, director-general of the office of the Board and manager of the investor relationship department of the Company, as well as the

supervisor of Fushun Hanking Aouniu Mining Co., Ltd, a subsidiary of the Company. Ms. Zhang obtained the bachelor degree of law from China University of Political Science and Law in July 2003 and then obtained the master degree specialising in international business law and European Union law from the University of Sheffield in UK in November 2004. Ms. Zhang served as a practising lawyer at Yunnan Qianhe Law Firm during February 2005 to February 2009, providing corporate and securities legal services, where she acted as legal consultant for a number of listed companies. With the past and current positions she held in the Group, Ms. Zhang has over ten years of experience in corporate governance, listing compliance as well as investor relationship management.

Ms. So Lai Shan, an assistant manager of the listing service department of TMF Hong Kong Limited (a global corporate service provider), is responsible for provision of company secretarial and compliance services to listed companies. She has over eight years of relevant working experience. Ms. So is an associate member of The Hong Kong Institute of Chartered Secretaries and The Institute of Chartered Secretaries and Administrators in the United Kingdom, and possesses the qualifications of company secretary as required under Rule 3.28 and Rule 8.17 of the Rules Governing the Listing of Securities on the Stock Exchange (the “**Listing Rules**”).

WAIVER FROM STRICT COMPLIANCE WITH RULE 3.28 AND RULE 8.17 OF THE LISTING RULES

As Ms. Zhang does not possess the qualifications of company secretary as required under Rule 3.28 and Rule 8.17 of the Listing Rules, thus the Company has appointed Ms. So as the other joint company secretary of the Company. She will provide assistance to Ms. Zhang to help her obtain the relevant experience (as required under Note 2 to Rule 3.28 of the Listing Rules) and discharge her functions as the company secretary.

The Company has applied, and the Stock Exchange has granted, a waiver (the “**Waiver**”) from strict compliance with the requirements under Rule 3.28 and Rule 8.17 of the Listing Rules with respect to the appointment of Ms. Zhang as a joint company secretary of the Company for a period of three years from the date of her appointment (the “**Waiver Period**”) on the conditions that (i) Ms. Zhang will be assisted by Ms. So during the Waiver Period; (ii) the Company will notify the Stock Exchange at the end of the Waiver Period for the Stock Exchange to re-visit the situation. The Stock Exchange expects that after the end of the Waiver Period, the Company will be able to demonstrate that Ms. Zhang can satisfy Rule 3.28 of the Listing Rules after having the benefit of Ms. So’s assistance such that a further waiver will not be necessary; and (iii) the Company will disclose the details of the Waiver, including the reasons for the Waiver and the Waiver conditions, by way of an announcement. The Waiver will be revoked immediately if Ms. So ceases to be a joint company secretary of the Company.

The Board would like to extend its welcome to Ms. Zhang and Ms. So on their new appointments.

CHANGE OF AUTHORISED REPRESENTATIVE

The Board further announces that Ms. Mok has also resigned as the authorised representative of the Company under Rule 3.05 of the Listing Rules and the authorised representative of the Company under the Companies Ordinance (Chapter 622 of the Laws of Hong Kong). Following the resignation of Ms. Mok, the Company has appointed Ms. So as the authorised representative of the Company under Rule 3.05 of the Listing Rules and the authorised representative of the Company under the Companies Ordinance (Chapter 622 of the Laws of Hong Kong) in place of Ms. Mok, with effect from 24 August 2018. Zheng Xuezhi, a director, will remain as the other authorised representative of the Company under Rule 3.05 of the Listing Rules.

By order of the Board
China Hanking Holdings Limited
Yang Jiye
Chairman and executive director

Shenyang, the PRC, 24 August 2018

As at the date of this announcement, the executive directors of the Company are Mr. Yang Jiye, Mr. Zheng Xuezhi, Dr. Qiu Yumin and Mr. Xia Zhuo; the non-executive director of the Company is Mr. Kenneth Jue Lee; and the independent non-executive directors of the Company are Mr. Wang Ping, Dr. Wang Anjian and Mr. Ma Qingshan.