NEW TIMES ENERGY CORPORATION LIMITED
新時代能源有限公司*
(Incorporated in Bermuda with limited liability)
(Stock Code: 00166)

CONNECTED TRANSACTION
OFFER LETTER OF TENANCY

The Board of the Company hereby announces that Jumbo Hope (a wholly-owned subsidiary of the Company) (as tenant) and the Lessor (as landlord) entered into the Offer Letter of Tenancy in respect of the Lease Premise on 25 May 2022 for the period commencing from 1 June 2022 to 31 May 2024 (both dates inclusive).

As at the date of this announcement, CTF Capital is a substantial shareholder of the Company. The Lessor, being a 30%-controlled company (as defined in the Listing Rules) of CTF Capital, is an associate of CTF Capital. Accordingly, the Lessor is a connected person of the Company, and the entering into of the Offer Letter of Tenancy constitutes a connected transaction of the Company under Chapter 14A of the Listing Rules.

Since all the applicable percentage ratios (as defined under Rule 14.07 of the Listing Rules) in respect of the transaction contemplated under the Offer Letter of Tenancy is more than 0.1% but less than 5%, the entering into of the Offer Letter of Tenancy is subject to the reporting and announcement requirements, but is exempt from the circular and independent shareholders' approval requirements under the Listing Rules.

* *For identification purpose only*

OFFER LETTER OF TENANCY

The Board of the Company hereby announces Jumbo Hope (a wholly-owned subsidiary of the Company) (as tenant) and the Lessor (as landlord) entered into the Offer Letter of Tenancy in respect of Lease Premises on 25 May 2022 for the period commencing from 1 June 2022 to 31 May 2024 (both dates inclusive).

The principal terms of the Offer Letter of Tenancy are as follows:

Date:	25 May 2022
Landlord:	the Lessor
Tenant:	Jumbo Hope
Premises:	Room 1403, 14/F, New World Tower I, 16-18 Queen's Road Central, Hong Kong.
Total gross floor area:	Approximately 1,225 square feet
Lease term:	Two years from 1 June 2022 to 31 May 2024 (both dates inclusive)
Rent:	HK$104,125 per month (exclusive of service charges and government rates)
Rent free period:	45 days from 1 June 2022 to 15 July 2022.
Service charges:	HK$9,310.00 per month (subject to adjustment by the Lessor from time to time)
Government rates:	HK$10,950.00 per quarter (subject to adjustment by the Rating and Valuation Department from time to time)
Deposit:	HK$351,255 which is equivalent to three months' rent and service charges and one quarter's government rates

A formal tenancy agreement shall be prepared and signed between the parties in respect of the Offer Letter of Tenancy in due course.

The rent of the Offer Letter of Tenancy was determined with reference to prevailing market rentals for office units of similar size, facilities/amenities, quality, and rental period in the same building and nearby vicinity. The rent of the Offer Letter of Tenancy will be satisfied with the internal resources of the Group. The terms of the Offer Letter of Tenancy were negotiated on an arm's length basis.

DIRECTORS' CONFIRMATION

The Directors (including the independent non-executive Directors) consider that the terms of the transaction contemplated under the Offer Letter of Tenancy is fair and reasonable, on normal commercial terms and in the ordinary and normal course of business of the Group. The Directors (including the independent non-executive Directors) are of the view that the transaction contemplated under the Offer Letter of Tenancy is in the interest of the Company and its shareholders.

REASON FOR THE ENTERING INTO THE OFFER LETTER OF TENANCY

As a result of continued expansion, the Company requires additional office space. The Company considers the entering of the Offer Letter of Tenancy is in the interest of the Company, taking into accounts the competitive rental rate and proximity of the premise to its immediate parent company and the existing office premise which is adjacent to the Lease Premise. Due deliberation was also given to prevailing market rentals of comparable premises in the same building and nearby vicinity, potential relocation cost for larger office spaces, and anticipated future business needs.

RIGHT-OF-USE ASSETS

Pursuant to HKFRS 16, as Jumbo Hope is the lessee under the Offer Letter of Tenancy, the Company shall recognise the lease payments (i.e. rent and service charges) as a right-of-use asset on a present value basis in the consolidated balance sheet of the Company. Accordingly, the entering into of the Offer Letter of Tenancy will be regarded as an acquisition of asset under the definition of transaction as set out in Rule 14.04(1)(a) of the Listing Rules.

Based on preliminary assessment by the management of the Company, the value of the right-of-use asset for the Lease Premise is approximately HK$2,444,656. The figure is an unaudited preliminary figure and is subject to possible adjustments or amendments, at the time of the 2022 annual results announcement and audited consolidated financial statements of the Company.

INFORMATION ON JUMBO HOPE AND THE COMPANY

The principal activity of Jumbo Hope is investment holding. Whilst the principal activities of the Company together with its subsidiaries' are exploration, development, production and sale of oil and gas; and general and commodities refinery and trading.

INFORMATION ON THE LESSOR

The principal activity of the Lessor is property investment. The Lessor is a wholly-owned subsidiary of NWD, the shares of which are listed on the Main Board of the Stock Exchange.

LISTING RULES IMPLICATIONS

As at the date of this announcement, CTF Capital is a substantial shareholder of the Company. The Lessor, being a 30%-controlled company (as defined in the Listing Rules) of CTF Capital, is an associate of CTF Capital. Accordingly, the Lessor is a connected person of the Company, and the entering of the Offer Letter of Tenancy constitutes a connected transaction of the Company under Chapter 14A of the Listing Rules.

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APPROVAL BY THE BOARD OF DIRECTORS

Mr. CHENG, Kam Chiu Stewart, a Director and the chairman of the Company, is a relative (as defined in the Listing Rules) of Dr. CHENG, Kar Shun Henry, the chairman of NWD (the immediate parent company of the Lessor). Therefore, Mr. CHENG, Kam Chiu Stewart abstained from voting on the relevant resolution to approve the entering of the Offer Letter of Tenancy.

Save as disclosed above, none of the other Directors have a material interest in the transaction contemplated under the Offer Letter of Tenancy, and after due consideration of the relevant resolutions, the entering of the Offer Letter of Tenancy was approved.

DEFINITIONS

The following terms have the following meanings in this announcement, unless the context otherwise requires:

"associate"	has the meaning ascribed to it under the Listing Rules
"Board"	the board of Directors
"Company"	New Times Energy Corporation Limited, a company incorporated in Bermuda with limited liability, the shares of which are listed on the Main Board of the Stock Exchange
"connected person"	has the meaning ascribed to it under the Listing Rules

"CTF Capital"	Chow Tai Fook Capital Limited, a company incorporated in the British Virgin Islands with limited liability, the holding company of CTFH and a substantial shareholder of the Company
"CTFH"	Chow Tai Fook (Holding) Limited, a company incorporated in the British Virgin Islands with limited liability, a subsidiary of CTF Capital
"Directors"	the directors of the Company
"Group"	the Company and its subsidiaries
"HKFRS 16"	Hong Kong Financial Reporting Standard 16 "Leases" issued by the Hong Kong Institute of Certified Public Accountants
"HK$"	Hong Kong dollars, the lawful currency of Hong Kong
"Hong Kong"	the Hong Kong Special Administrative Region of the People's Republic of China
"Jumbo Hope"	Jumbo Hope Group Limited, a company incorporated in Hong Kong, a wholly-owned subsidiary of the Company
"Lease Premise"	Room 1403, 14/F, New World Tower I, 16-18 Queen's Road Central, Hong Kong
"Lessor"	New World Tower Company Limited, a company incorporated in Hong Kong with limited liability, a wholly owned subsidiary of NWD
"Listing Rules"	the Rules Governing the Listing of Securities on the Stock Exchange
"NWD"	New World Development Company Limited, a company incorporated in Hong Kong with limited liability, the shares of which are listed on the Main Board of the Stock Exchange

"Offer Letter of Tenancy"	the offer letter of tenancy dated 25 May 2022 entered into between Jumbo Hope and the Lessor respect of Lease Premise, and "Tenancy" means the tenancy thereunder
"Stock Exchange"	The Stock Exchange of Hong Kong Limited
"subsidiary"	has the meaning ascribed to it under the Companies Ordinance (Chapter 622 of the Laws of Hong Kong)
"substantial shareholder"	has the meaning ascribed to it under the Listing Rules
"%"	per cent

By order of the Board
New Times Energy Corporation Limited
CHENG, Kam Chiu Stewart
Chairman

Hong Kong, 25 May 2022

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

EXECUTIVE DIRECTORS:
Mr. CHENG, Kam Chiu Stewart *(Chairman)*
Mr. TANG, John Wing Yan *(Chief Executive Officer)*

NON-EXECUTIVE DIRECTOR:
Mr. LEE, Chi Hin Jacob

INDEPENDENT NON-EXECUTIVE DIRECTORS:
Mr. YUNG, Chun Fai Dickie
Mr. CHIU, Wai On
Mr. HUANG, Victor