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天津津燃公用事業股份有限公司

Tianjin Jinran Public Utilities Company Limited

(a joint stock limited company incorporated in the People's Republic of China with limited liability)

(Stock Code: 01265)

NOTICE OF THE EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that the extraordinary general meeting (the “**EGM**”) of Tianjin Jinran Public Utilities Company Limited (the “**Company**”) will be held at 3:00 p.m. on 30 November 2018 (Friday) at Floor 9, Gangao Tower, No. 18 Zhengzhou Road, Heping District, Tianjin, PRC for the purposes of considering and, if thought fit, passing the following resolution:

ORDINARY RESOLUTION

“THAT:

- (a) the transactions between 津燃華潤燃氣有限公司 (Jinran China Resources Gas Co., Ltd*) (“**Jinran Gas**”) and the Company in respect of the supply of natural gas by Jinran Gas to the Company for the year ending 31 December 2018 (the “**Gas Supply**”) be and is hereby approved, confirmed and ratified; and
- (b) any one director of the Company (the “**Director**”) be and is hereby authorised to do or execute for and on behalf of the Company all such acts and things and such other documents under hand (and, where required, under the common seal of the Company together with such other Director or person authorised by the board of Directors (the “**Board**”)) and to take such steps as he or they may consider necessary, appropriate, desirable or expedient to implement or give effect to the Gas Supply and all other matters incidental thereto or in connection therewith and to agree to and make such variation, amendment and waiver of any of the matters relating thereto or in connection therewith.”

By Order of the Board

Tianjin Jinran Public Utilities Company Limited

Zhao Wei

Chairman

Tianjin, PRC, 15 October 2018

* *For identification purpose only*

Notes:–

- (a) Shareholders of the Company are reminded that, pursuant to Article 40 of the articles of association of the Company, the register of members of the Company will be closed from 31 October 2018 (Wednesday) to 30 November 2018 (Friday), both days inclusive, during which period no change to the register of members will be allowed and no transfer of shares will be registered. The shareholders of the Company, whose names appear on the register of members of the Company on 30 November 2018 (Friday), are entitled to attend the EGM and to vote thereat. All transfer of H shares of the Company accompanied by the relevant share certificates and appropriate transfer forms must be lodged with the transfer office of the Company's share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited at Shops 1712-16, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong by 4:30 p.m. 30 October 2018 (Tuesday).
- (b) Shareholders of the Company entitled to attend and vote at the EGM are entitled to appoint a proxy to attend and vote on their behalf in accordance with the articles of association of the Company. A proxy need not be a shareholder of the Company. A shareholder holding two or more shares may appoint more than one proxy.
- (c) Voting at the EGM shall be taken by poll.
- (d) To be valid, the proxy form for the use of shareholders and, if such proxy form is signed by a person on behalf of the appointer pursuant to a power of attorney or other authority, a notarially certified copy of that power of attorney or other authority must be delivered to the Company (for holders of domestic shares) and the Company's H Share Registrar, Computershare Hong Kong Investor Services Limited (for holders of H shares) in accordance with Note (g) as soon as practicable and in any event not later than 24 hours before the time appointed for holding the EGM (or where applicable, any adjournment thereof).
- (e) Shareholders of the Company who intend to attend the EGM are required to complete and return to the Company the enclosed reply slip by 10 November 2018 (Saturday). Further details are set out in the reply slip and explanation thereto.
- (f) Completion and return of the proxy forms and reply slip will not affect the right of the shareholders of the Company to attend and vote at the EGM, if the shareholders of the Company so desire and, in such event, the instrument appointing a proxy shall be deemed to be revoked.
- (g) Shareholders of the Company shall deliver the proxy forms (and a notarially certified copy of the power of attorney or other authority if such proxy is signed by a person on behalf of the appointer pursuant to a power of attorney or other authority) to the office of the Company at Floor 9, Gangao Tower, No. 18 Zhengzhou Road, Heping District, Tianjin, PRC (for holders of Domestic Shares), or to the office of the Company's H share registrar, Computershare Hong Kong Investor Services Limited at 17M, Hopewell Centre, 183 Queen's Road East, Hong Kong (for holders of H Shares) as soon as practicable and in any event not later than 24 hours before the time appointed for holding of the EGM.
- (h) Shareholders of the Company and proxies attending the EGM shall be responsible for their own transportation and accommodation expenses.

As at the date of this announcement, the Board comprises three executive Directors, namely Mr. Zhao Wei (Chairman), Ms. Tang Jie and Mr. Wang Quan Hong, three non-executive Directors, namely Mr. Hou Shuang Jiang, Mr. Wang Jin and Mr. Zhao Heng Hai, and three independent non-executive Directors, namely Mr. Zhang Ying Hua, Mr. Yu Jian Jun and Mr. Guo Jia Li.