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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)

津燃華潤燃氣有限公司
JINRAN CHINA
RESOURCES GAS CO., LTD*

(a company established in the People's Republic of China with limited liability)

**MONTHLY UPDATE
JOINT ANNOUNCEMENT PURSUANT TO RULE 3.7 OF THE TAKEOVERS CODE**

This joint announcement is made by the respective board of directors of Tianjin Jinran Public Utilities Company Limited (the “**Company**”) and 津燃華潤燃氣有限公司 (Jinran China Resources Gas Co., Ltd*) (“**Jinran China Resources**”) pursuant to Rule 3.7 of the Code on Takeovers and Mergers (the “**Takeovers Code**”).

References are made to the joint announcements dated 8 June 2018, 8 July 2018, 7 August 2018, 7 September 2018, 8 October 2018 and 8 November 2018 issued by the Company and Jinran China Resources in respect of the memorandum of understanding entered into between 天津市燃氣集團有限公司 (Tianjin Gas Group Company Limited*) (“**Tianjin Gas**”) and China Resources Gas (Hong Kong) Investment Limited on 7 June 2018, pursuant to which, after a formal agreement being entered into between Tianjin Gas and Jinran China Resources in relation to the transfer of all the domestic shares of the Company currently held by Tianjin Gas and the satisfaction or waiver (as the case may be) of the conditions precedents thereof (the “**Possible Transfer**”), Jinran China Resources (or its wholly-owned subsidiary) and the parties acting in concert with it will hold approximately 70.54% of the issued share capital of the Company. Unless otherwise specified, capitalised terms used herein shall have the same meanings as defined in the joint announcement dated 8 June 2018 issued by the Company and Jinran China Resources.

UPDATE ON THE POSSIBLE TRANSFER

As informed by Jinran China Resources and Tianjin Gas, the Board hereby informs the latest information to the shareholders of the Company and potential investors that, from 8 November 2018 to the date of this announcement:

The impact of the change in the base date for audit and valuation works in respect of the Possible Transfer on the asset valuation works concerned is preliminarily ascertained. Over half of the title documents, transaction materials, work progress and financial data in relation to the changes in assets, completed transactions and ongoing transactions (such as the continuous renewal and refurbishment of the gas facilities) which occurred between the original base date for audit and valuation works and the date of this announcement, have been reviewed. Best endeavors are being put to complete the remaining preparations for the audit and valuation contemplated.

MONTHLY ANNOUNCEMENT(S)

In compliance with Rule 3.7 of the Takeovers Code, monthly announcement(s) will be issued by the Company and Jinran China Resources setting out the progress of the aforesaid discussion will be made until the announcement of a firm intention to make an offer under Rule 3.5 of the Takeovers Code or of a decision not to proceed with an offer is made. Further announcement(s) will be made by the Company and Jinran China Resources as and when appropriate and in accordance with the Listing Rules and the Takeovers Code (as the case may be).

Shareholders of the Company and/or potential investors should be aware that the mandatory unconditional cash offer for all the issued Shares referred to in this joint announcement may or may not be made. There is no assurance that any discussions and/or agreement would develop, materialize or eventually be consummated in relation to the transactions contemplated under the MOU and/or the Joint Venture Restructuring Agreement. Shareholders of the Company and potential investors are advised to exercise caution when dealing in the Shares and/or securities of the Company. Persons who are in doubt as to the action they should take should consult their stockbroker, bank manager, solicitor or other professional advisors.

By order of the Board
Tianjin Jinran Public Utilities Company Limited
Hou Shuang Jiang
Director

By order of the board of directors
津燃華潤燃氣有限公司
Jinran China Resources Gas Co., Ltd*
Li Jinlu
Director

* *for identification purpose only*

Tianjin, PRC, 7 December 2018

As at the date of this joint 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.

As at the date of this joint announcement, the board of directors of Jinran China Resources comprises seven directors, namely Mr. Zhang Shunqiang (Chairman), Mr. Li Jinlu (Vice Chairman and General Manager), Ms. Yu Lizhen, Mr. Zhao Heng Hai, Mr. Ma Jilin, Mr. Han Wenchen and Mr. Tian Xin.

The Directors of the Company jointly and severally accept full responsibility for accuracy of the information contained in this joint announcement (other than information relating to Jinran China Resources) and confirm, having made all reasonable enquiries, that to the best of their knowledge, opinions expressed in this joint announcement (other than those expressed by Jinran China Resources) have been arrived at after due and careful consideration and there are no other facts not contained in this joint announcement, the omission of which would make any statement in this joint announcement misleading.

The directors of Jinran China Resources jointly and severally accept full responsibility for accuracy of the information contained in this joint announcement (other than information relating to the Company) and confirm, having made all reasonable enquiries, that to the best of their knowledge, opinions expressed in this joint announcement (other than those expressed by the Company) have been arrived at after due and careful consideration and there are no other facts not contained in this joint announcement, the omission of which would make any statement in this joint announcement misleading.