

Unless otherwise defined herein, capitalised terms in this announcement shall have the same meanings as those defined in the prospectus dated 27 February 2015 (the “**Prospectus**”) issued by Suchuang Gas Corporation Limited (the “**Company**”).

This announcement is for information purposes only and does not constitute an offer or an invitation to induce an offer by any person to acquire, purchase or subscribe for securities. Potential investors should read the Prospectus for detailed information about the Company and the Global Offering described below before deciding whether or not to invest in the Offer Shares.

This announcement is not for release, publication, distribution, directly or indirectly, in or into the United States (including its territories and possessions, any state of the United States and the District of Columbia). This announcement does not constitute or form a part of any offer or solicitation to purchase or subscribe for securities in the United States. The Offer Shares have not been, and will not be, registered under the United States Securities Act of 1933, as amended from time to time (the “**U.S. Securities Act**”). The securities may not be offered or sold, pledged or transferred within the United States except in transactions exempt from, or not subject to, the registration requirements of the U.S. Securities Act. There will be no public offer of securities in the United States.

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In connection with the Global Offering, BNP Paribas Securities (Asia) Limited, as stabilising manager (the “**Stabilising Manager**”), its affiliates or any person acting for it, on behalf of the Underwriters, may over-allocate or effect other transactions with a view to stabilising or maintaining the market price of the Shares at a level higher than that which might otherwise prevail in the open market for a limited period which begins on the commencement of trading of the Shares on the Stock Exchange and ends on the 30th day after the last day for lodging applications under the Hong Kong Public Offering. However, there is no obligation on the Stabilising Manager, or its affiliates or any person acting for it to do this. Such stabilising action, if taken, may be discontinued at any time, and must be brought to an end after a limited period. Such transactions may be effected in all jurisdictions where it is permissible to do so, in each case in compliance with all applicable laws, rules and regulations in place, including the Securities and Futures (Price Stabilizing) Rules, as amended, made under the Securities and Future Ordinance (Chapter 571 of the Laws of Hong Kong).

Potential investors should be aware that stabilising action cannot be taken to support the price of the Shares for longer than the stabilisation period which begins on the Listing Date and ends on the 30th day after the last day for lodging applications under the Hong Kong Public Offering. After this date, no further stabilising action may be taken, demand for the Shares, and therefore the price of the Shares, could fall.

In connection with the Global Offering, the Company is expected to grant the Over-allotment Option to the International Underwriters, exercisable by the Sole Global Coordinator on behalf of the International Underwriters.



**蘇創燃氣**  
**SUCHUANG GAS**

**SUCHUANG GAS CORPORATION LIMITED**

**蘇創燃氣股份有限公司**

*(Incorporated in the Cayman Islands with limited liability)*

**GLOBAL OFFERING**

<b>Number of Offer Shares under the Global Offering</b>	<b>: 200,000,000 Shares (subject to the Over-allotment Option)</b>
<b>Number of Hong Kong Offer Shares</b>	<b>: 20,000,000 Shares (subject to adjustment)</b>
<b>Number of International Placing Shares</b>	<b>: 180,000,000 Shares (subject to adjustment and the Over-allotment Option)</b>
<b>Offer Price</b>	<b>: not more than HK\$2.92 per Offer Share (payable in full on application in Hong Kong dollars, subject to refund, plus brokerage of 1%, SFC transaction levy of 0.0027% and Stock Exchange trading fee of 0.005%) and expected to be not less than HK\$2.08 per Offer Share</b>
<b>Nominal Value</b>	<b>: HK\$0.01 per Share</b>
<b>Stock Code</b>	<b>: 1430</b>

**Sole Sponsor and Sole Global Coordinator**



**BNP PARIBAS**

**Joint Bookrunners and Joint Lead Managers**



**BNP PARIBAS**



Application has been made by the Company to the Listing Committee of the Stock Exchange for the granting of the listing of, and permission to deal in, (i) the Shares in issue and (ii) the Shares to be issued pursuant to the Capitalisation Issue and the Global Offering (including the additional Shares which may be issued pursuant to the exercise of the Over-allotment Option) and (iii) the Shares to be issued pursuant to the exercise of the options granted under the Share Option Scheme. Assuming the Global Offering becomes unconditional at or before 8:00 a.m. in Hong Kong on Wednesday, 11 March 2015, dealings in the Shares on the Main Board are expected to commence at 9:00 a.m. on Wednesday, 11 March 2015. In the event the Over-allotment Option is exercised, an announcement will be made on the Company's website at [www.suchuanggas.com](http://www.suchuanggas.com) and the website of the Stock Exchange at [www.hkexnews.hk](http://www.hkexnews.hk).

The Global Offering comprises the Hong Kong Public Offering of initially 20,000,000 Hong Kong Offer Shares (subject to adjustment), representing 10% of the Shares initially offered in the Global Offering, and the International Placing of initially 180,000,000 International Placing Shares (subject to adjustment and the Over-allotment Option), representing 90% of Shares initially offered in the Global Offering. The allocation of the Shares between the Hong Kong Public Offering and the International Placing will be subject to adjustment as described in the section headed “Structure of the Global Offering – The Hong Kong Public Offering” in the Prospectus.

Subject to the granting of the approval for listing of, and permission to deal in, the Shares on the Stock Exchange and compliance with the stock admission requirements of HKSCC, the Shares will be accepted as eligible securities by HKSCC for deposit, clearance and settlement in CCASS with effect from the date of commencement of dealings in the Shares or any other date HKSCC chooses. Settlement of transactions between Exchange Participants (as defined in the Listing Rules) is required to take place in CCASS on the second business day after any trading day. All activities under CCASS are subject to the General Rules of CCASS and CCASS Operational Procedures in effect from time to time. All necessary arrangements have been made to enable the Shares to be admitted into CCASS.

In connection with the Global Offering, the Company intends to grant the Over-allotment Option to the Sole Global Coordinator on behalf of the International Underwriters. The Over-allotment Option gives the Sole Global Coordinator the right, exercisable at any time from the day on which trading of the Shares commences on the Stock Exchange and ends on the 30th day after the last day for lodging applications under the Hong Kong Public Offering, to require the Company to allot and issue up to an aggregate of 30,000,000 additional Shares, representing 15% of the initial size of the Global Offering at the Offer Price to cover, among other things, over-allocations in the International Placing, if any.

The Offer Price will not be more than HK\$2.92 per Offer Share and will not be less than HK\$2.08 per Offer Share, unless otherwise announced by no later than the morning of the last day for lodging applications under the Hong Kong Public Offering as further explained below. If you apply for the Offer Shares under the Hong Kong Public Offering, you must pay the maximum Offer Price of HK\$2.92 per Offer Share plus a 1.0% brokerage fee, 0.005% Stock Exchange trading fee and 0.0027% SFC transaction levy subject to refund if the Offer Price as finally determined is less than HK\$2.92 per Offer Share.

**Applications for the Hong Kong Offer Shares will only be considered on the basis of the terms and conditions set out in the Prospectus and the Application Forms.** Applicants who would like to have the allocated Hong Kong Offer Shares issued in their own names should either (i) complete and sign the **WHITE** Application Forms, or (ii) submit applications online through the designated website of the **HK eIPO White Form** Service Provider at [www.hkeipo.hk](http://www.hkeipo.hk) under the **HK eIPO White Form** service. Applicants who would like to have the allocated Hong Kong Offer Shares issued in the name of HKSCC Nominees and deposited directly into CCASS for credit to their CCASS Investor Participant stock accounts or the stock accounts of their designated CCASS Participants maintained in CCASS should either (i) complete and sign the **YELLOW** Application Forms, or (ii) give **electronic application instructions** to HKSCC via CCASS.

You can collect a **WHITE** Application Form and a copy of the Prospectus during normal business hours from 9:00 a.m. on Friday, 27 February 2015 to 12:00 noon on Wednesday, 4 March 2015 from:

1. The following offices of the Joint Bookrunners in Hong Kong:

**BNP Paribas Securities (Asia) Limited**

62/F, Two International Finance Centre  
8 Finance Street  
Central, Hong Kong

**Haitong International Securities Company Limited**

22/F, Li Po Chun Chambers  
189 Des Voeux Road Central  
Hong Kong

2. Any of the branches of the following receiving bank for the Hong Kong Public Offering:

**Standard Chartered Bank (Hong Kong) Limited**

	<b>Branch</b>	<b>Address</b>
<b>Hong Kong Island</b>	88 Des Voeux Road Branch	88 Des Voeux Road Central, Central
	Hennessy Road Branch	399 Hennessy Road, Wanchai
	North Point Centre Branch	Shop G, G/F, North Point Centre, 284 King's Road, North Point
<b>Kowloon</b>	Kwun Tong Hoi Yuen Road	G/F, Fook Cheong Building, No. 63 Hoi Yuen Road, Kwun Tong
	Mongkok Branch	Shop B, G/F, 1/F & 2/F, 617-623 Nathan Road, Mongkok
	Mei Foo Stage I Branch	G/F, 1C Broadway, Mei Foo Sun Chuen Stage I, Lai Chi Kok
<b>New Territories</b>	Tsuen Wan Branch	Shop C, G/F & 1/F, Jade Plaza, 298 Sha Tsui Road, Tsuen Wan
	Tseung Kwan O Branch	Shop G37-40, G/F, Hau Tak Shopping Centre East Wing, Hau Tak Estate, Tseung Kwan O

You can collect a **YELLOW** Application Form and a copy of the Prospectus during normal business hours from 9:00 a.m. on Friday, 27 February 2015 until 12:00 noon on Wednesday, 4 March 2015 from the Depository Counter of HKSCC at 1/F, One & Two Exchange Square, 8 Connaught Place, Central, Hong Kong; or from your stockbroker.

Your completed **WHITE** or **YELLOW** Application Form, together with a cheque or a banker's cashier order attached and marked payable to "Horsford Nominees Limited – Suchuang Gas Public Offer" for the payment, should be deposited in the special collection boxes provided at any of the branches of the receiving bank listed above, at the following times:

**Friday, 27 February 2015 – 9:00 a.m. to 5:00 p.m.**

**Saturday, 28 February 2015 – 9:00 a.m. to 1:00 p.m.**

**Monday, 2 March 2015 – 9:00 a.m. to 5:00 p.m.**

**Tuesday, 3 March 2015 – 9:00 a.m. to 5:00 p.m.**

**Wednesday, 4 March 2015 – 9:00 a.m. to 12:00 noon**

You may submit your application to the HK eIPO White Form service at [www.hkeipo.hk](http://www.hkeipo.hk) (24 hours daily, except on the last application day) from 9:00 a.m. on Friday, 27 February 2015 until 11:30 a.m. on Wednesday, 4 March 2015 or such later time as described in the section headed "How to Apply for Hong Kong Offer Shares – 10. Effect of bad weather on the opening of the application lists" in the Prospectus.

CCASS Participants can input **electronic application instructions** from 9:00 a.m. on Friday, 27 February 2015 until 12:00 noon on Wednesday, 4 March 2015 or such later time as described in the section headed "How to Apply for Hong Kong Offer Shares – 10. Effect of bad weather on the opening of the application lists" in the Prospectus.

Please refer to the sections headed "Structure of the Global Offering" and "How to Apply for Hong Kong Offer Shares" in the Prospectus for details of the conditions and procedures of the Hong Kong Public Offering.

The Company expects to publish the announcement on the final Offer Price, the level of indication of interest in the International Placing, the level of applications in the Hong Kong Public Offering and the basis of allocation of the Hong Kong Offer Shares under the Hong Kong Public Offering (i) in South China Morning Post (in English); (ii) in Hong Kong Economic Times (in Chinese); (iii) on the website of the Stock Exchange ([www.hkexnews.hk](http://www.hkexnews.hk)); and (iv) on its own website ([www.suchuanggas.com](http://www.suchuanggas.com)) on Tuesday, 10 March 2015. The results of allocations and the Hong Kong Identity Card/passport/Hong Kong Business Registration numbers of successful applicants under the Hong Kong Public Offering will be available through a variety of channels from Tuesday, 10 March 2015 as described in the section headed "How to apply for Hong Kong Offer Shares – 11. Publication of results" in the Prospectus.

No temporary document of title will be issued in respect of the Shares. Share certificates will only become valid at 8:00 a.m. on Wednesday, 11 March 2015 provided that the Global Offering has become unconditional and the right of termination described in the section headed “Underwriting” in the Prospectus has not been exercised. No receipt will be issued for sums paid on application. Dealings in the Shares on the Stock Exchange are expected to commence at 9:00 a.m. on Wednesday, 11 March 2015. The Shares will be traded on the Main Board of the Stock Exchange in board lots of 2,000 Shares each. The stock code of the Shares is 1430.

By order of the Board  
**Suchuang Gas Corporation Limited**  
**Su Aping**  
*Chairman*

Hong Kong, 27 February 2015

*As at the date of this announcement, the Board comprises Mr. Su Aping, Ms. Zhu Yaying and Mr. Du Shaozhou as executive Directors; Mr. Xu Lei as non-executive Directors; and Mr. Zhou Qingzu, Mr. He Junjie, and Mr. Luk Wai Keung as independent non-executive Directors.*

*Please also refer to the published version of this announcement in South China Morning Post (in English) and Hong Kong Economic Times (in Chinese).*