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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)

**FURTHER DELAY IN DESPATCH OF CIRCULAR
IN RESPECT OF RENEWAL OF CONTINUING CONNECTED TRANSACTIONS IN
RELATION TO GAS PROVISION**

**POSTPONEMENT OF EXTRAORDINARY GENERAL MEETINGS
AND
CHANGE OF BOOK CLOSURE PERIOD**

Reference is made to (i) the announcement of Tianjin Jinran Public Utilities Company Limited (the “**Company**”) dated 23 August 2017, the circular of the Company and the notice of extraordinary general meeting both dated 13 November 2017 in relation to the extraordinary general meeting to be convened for the purpose of considering, and if thought fit, passing the resolutions regarding, among other things, the proposed alignment in the preparation of financial statements in accordance with CASBE, the proposed amendments to the Articles of Association, and the proposed change of auditors of the Company (the “**First EGM**”); (ii) the announcements of the Company dated 10 November 2017 and 30 November 2017, and the notice of extraordinary general meeting dated 13 November 2017 in respect of the extraordinary general meeting to be convened for the purpose of considering, and if thought fit, passing the resolutions regarding renewal of continuing connected transactions in relation to the Gas Provision (the “**Second EGM**”); and (iii) the notice of extraordinary general meeting dated 13 November 2017 in relation to the extraordinary general meeting to be convened for the purpose of considering, and if thought fit, passing the resolutions regarding the continuing connected transactions regarding the supply of natural gas to the Company for the three years ending 31 December 2020 (“**Gas Purchase**”) from 津燃華潤燃氣有限公司 (Jinran China Resources Gas Co., Ltd*, “**Jinran Gas**”) (the “**Third EGM**”). Capitalised terms used herein shall have the same meaning as ascribed to them in the Company’s announcement dated 10 November 2017 unless the context otherwise requires.

The Company originally scheduled to convene (i) the First EGM, (ii) the Second EGM and (iii) the Third EGM at Floor 9, Gangao Tower, 18 Zhengzhou Road, Heping District, Tianjin, the PRC, on Friday, 29 December 2017 at 3:00 p.m., 3:30 p.m. and 4:00 p.m., respectively.

Due to the reasons set out below, the Second EGM and the Third EGM will be postponed to Thursday, 1 March 2018 at 3:00 p.m. and 3:30 p.m., respectively.

For the avoidance of doubt, the First EGM will remain to be held at Floor 9, Gangao Tower, 18 Zhengzhou Road, Heping District, Tianjin, the PRC on Friday, 29 December 2017 at 3:00 p.m. and the period for closure of the register of members of the Company remains unchanged which has been closed from Wednesday, 29 November 2017 to Friday, 29 December 2017 (both days inclusive) for the purpose of determining the entitlement of the shareholders of the Company (“**Shareholders**”) to attend the First EGM.

FURTHER DELAY IN DESPATCH OF CIRCULAR IN RESPECT OF RENEWAL OF CONTINUING CONNECTED TRANSACTIONS IN RELATION TO GAS PROVISION

As disclosed in the announcement of the Company dated 30 November 2017, it was expected that the despatch of a circular (the “**Circular**”) containing, among other things, further details of the Continuation of Gas Provision and the New Taihua Gas Provision Contract would be despatched to the Shareholders on or before 14 December 2017.

As more time is required for the Company to finalise certain information in the Circular, it is expected that the despatch of the Circular will be further postponed to a date not later than 14 February 2018.

POSTPONEMENT OF EXTRAORDINARY GENERAL MEETINGS

In light of the aforesaid delay in despatch of the Circular, in order to allow the Shareholders sufficient time to make an informed decision in relation to the resolutions to be proposed at the Second EGM, the Second EGM, which was originally scheduled to be held on Friday, 29 December 2017 at 3:30 p.m., will be postponed to Thursday, 1 March 2018 at 3:00 p.m..

For the Gas Purchase to be considered at the Third EGM, as at the date of this announcement, the Company and Jinran Gas are unable to conclude a written agreement. In this regard, the Company has applied to the Stock Exchange for a waiver from strict compliance with the requirement under Rule 14A.34 and Rule 14A.51 of the Listing Rules to enter into a written agreement for the continuing connected transactions regarding the Gas Purchase, which is still under review by the Stock Exchange. Therefore, the Third EGM, which was originally scheduled to be held on Friday, 29 December 2017 at 4:00 p.m., will be postponed to Thursday, 1 March 2018 at 3:30 p.m..

The Company will make further announcement and/or despatch to the Shareholders a circular regarding the Gas Purchase as and when required by the Listing Rules.

Proxy form

Save for the aforesaid changes, the proxy forms published on 10 November 2017 relating to the Second EGM and the Third EGM will remain unchanged and valid for the postponed meetings. Shareholders who have not yet returned the proxy form but intend to attend and vote at the postponed meetings are advised to complete and return the proxy form in accordance with the instructions printed thereon to the office of the Company at Floor 9, Gangao Tower, 18 Zhengzhou Road, Heping District, Tianjin, the PRC (for holders of domestic shares of the Company), or to the office of the Company’s share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited at 17M, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong (for holders of H shares of the Company) not less than 24 hours before the time appointed for the holding of the respective postponed meeting. For the avoidance of doubt, any proxy form duly completed and returned in accordance with the instructions printed thereon by the Shareholders remains valid for the postponed meetings, and the relevant Shareholders are not required to submit the proxy forms again. If any Shareholder chooses to re-submit the proxy form, the last proxy form received by the Company will revoke and supersede the proxy form previously submitted by such Shareholder.

Reply slips

Save for the aforesaid changes, the reply slips published on 10 November 2017 relating to the Second EGM and the Third EGM remain valid for the postponed meetings. The deadline for returning the reply slip will be extended from Saturday, 9 December 2017 to Friday, 9 February 2018. Shareholders who have not yet returned their reply slips but intend to attend and vote at the postponed meetings are required to complete and return the reply slips in accordance with the instructions printed thereon to the Company on or before the aforementioned date. For the avoidance of doubt, any reply slip duly completed and returned in accordance with the instructions printed thereon by the Shareholders remains valid for the postponed meetings, and the relevant Shareholders are not required to submit the reply slips again.

Save as disclosed in this announcement, the venue, the way of conduct and the resolutions of the Second EGM and the Third EGM will remain unchanged. For details, please refer to the notice of the Second EGM and the notice of the Third EGM, both dated 13 November 2017.

CHANGE OF BOOK CLOSURE PERIOD

Due to the postponement of the Second EGM and the Third EGM, the period of closure of the register of members of the Company will be changed to the period from Tuesday, 30 January 2018 to Thursday, 1 March 2018, during which period no change to the register of members will be allowed and no transfer of shares will be registered. Shareholders, whose names appear on the register of members of the Company on Thursday, 1 March 2018, are entitled to attend the postponed meetings 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, Wanchai, Hong Kong by 4:30 p.m. on Monday, 29 January 2018.

By Order of the Board
Tianjin Jinran Public Utilities Company Limited
Zhang Tian Hua
Chairman

Tianjin, PRC, 14 December 2017

As at the date of this announcement, the Board comprises 5 executive Directors, namely Mr. Zhang Tian Hua (Chairman), Ms. Tang Jie, Ms. Wang Wen Xia, Mr. Zhang Guo Jian and Mr. Hou Shuang Jiang, 1 non-executive Director, namely Mr. Li Da Chuan, and 3 independent non-executive Directors, namely Mr. Zhang Ying Hua, Mr. Yu Jian Jun and Mr. Guo Jia Li.