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LIMING HOLDING LIMITED

(Incorporated in Hong Kong with limited liability)

PRE-CONDITIONAL VOLUNTARY PARTIAL CASH OFFER BY

CITIGROUP GLOBAL MARKETS ASIA LIMITED

ON BEHALF OF LIMING HOLDING LIMITED

TO ACQUIRE A MAXIMUM OF 50.5% OF THE ISSUED SHARE CAPITAL OF

AAG ENERGY HOLDINGS LIMITED

AND

TO CANCEL A MAXIMUM OF 50.5% OF ITS OUTSTANDING OPTIONS AND RSUS

ANNOUNCEMENTS RELEASED ON THE SHANGHAI STOCK EXCHANGE

Reference is made to the announcement issued by Liming Holding Limited (the “**Offeror**”) regarding the Offers dated 14 May 2018 (the “**Announcement**”). Unless otherwise defined, capitalised terms used in this announcement have the same meanings as defined in the Announcement.

The Offeror is an indirect wholly-owned subsidiary Xinjiang Xintai Natural Gas Co., Ltd., a company listed on the Shanghai Stock Exchange (stock code: 603393) (“**Xinjiang Xintai**”). In accordance with the regulatory requirements in the PRC, Xinjiang Xintai has published certain announcements relating in whole or in part to the Offers on the website of the Shanghai Stock Exchange (www.sse.com.cn) during the period from 10 April 2018 to 31 May 2018 (the “**Xinjiang Xintai Announcements**”). The Xinjiang Xintai Announcements may be summarised as follows:

Date of publication	Chinese Title	English Title	Link
A. Approvals by the shareholders, board of supervisors, board of directors and independent directors of Xinjiang Xintai in relation to the Offers:			
15 May 2018	关于召开 2018 年第二次临时股东大会的通知	Notice of the 2nd Extraordinary Shareholder Meeting in 2018	http://www.sse.com.cn/disclosure/listedinfo/announcement/c/2018-05-15/603393_20180515_15.pdf
15 May 2018	第二届董事会第十五次会议决议公告	Announcement on the 15th Resolution of the 2nd Board	http://www.sse.com.cn/disclosure/listedinfo/announcement/c/2018-05-15/603393_20180515_1.pdf
15 May 2018	第二届监事会第十二次会议决议公告	Announcement on the 12th Resolution of the 2nd Supervisory Board	http://www.sse.com.cn/disclosure/listedinfo/announcement/c/2018-05-15/603393_20180515_3.pdf

15 May 2018	独立董事关于公司第二届董事会第十五次会议相关事宜的独立意见	Independent Opinion by the Independent Directors in respect of the 15th Resolution of the 2nd Board	http://www.sse.com.cn/disclosure/listedinfo/announcement/c/2018-05-15/603393_20180515_2.pdf
24 May 2018	新天然气 2018 年第二次临时股东大会会议资料	Materials of the 2nd Extraordinary Shareholder Meeting in 2018	http://www.sse.com.cn/disclosure/listedinfo/announcement/c/2018-05-24/603393_20180524_2.pdf
31 May 2018	2018 年第二次临时股东大会决议公告	Announcement of the 2nd Extraordinary Shareholder Meeting in 2018	http://www.sse.com.cn/disclosure/listedinfo/announcement/c/2018-05-31/603393_20180531_1.pdf
31 May 2018	2018 年第二次临时股东大会的法律意见书	PRC Legal Opinion by JunHe LLP in respect of the 2nd Extraordinary Shareholder Meeting in 2018	http://www.sse.com.cn/disclosure/listedinfo/announcement/c/2018-05-31/603393_20180531_2.pdf
B. Trading of the shares in Xinjiang Xintai:			
i. unusual fluctuations in the share price of Xinjiang Xintai			
ii. trading suspension and resumption of trading of the shares in Xinjiang Xintai			
10 April 2018	新天然气重大资产重组停牌进展公告	Announcement on Trading Suspension Progress in relation to Material Asset Restructuring of Xinjiang Xintai	http://www.sse.com.cn/disclosure/listedinfo/announcement/c/2018-04-10/603393_20180410_1.pdf
11 April 2018	新天然气重大资产重组停牌进展公告	Announcement on Trading Suspension Progress in relation to Material Asset Restructuring of Xinjiang Xintai	http://www.sse.com.cn/disclosure/listedinfo/announcement/c/2018-04-11/603393_20180411_1.pdf
18 April 2018	新天然气重大资产重组停牌进展公告	Announcement on Trading Suspension Progress in relation to Material Asset Restructuring of Xinjiang Xintai	http://www.sse.com.cn/disclosure/listedinfo/announcement/c/2018-04-18/603393_20180418_1.pdf
25 April 2018	新天然气重大资产重组停牌进展暨继续停牌公告	Announcement on Progress and Continued Trading Suspension in relation to Material Asset Restructuring of Xinjiang Xintai	http://www.sse.com.cn/disclosure/listedinfo/announcement/c/2018-04-25/603393_20180425_1.pdf
3 May 2018	新天然气重大资产重组停牌进展公告	Announcement on Trading Suspension Progress in relation to Material Asset Restructuring of Xinjiang Xintai	http://www.sse.com.cn/disclosure/listedinfo/announcement/c/2018-05-03/603393_20180503_1.pdf

		Restructuring of Xinjiang Xintai	
10 May 2018	新天然气重大资产重组停牌进展公告	Announcement on Trading Suspension Progress in relation to Material Asset Restructuring of Xinjiang Xintai	http://www.sse.com.cn/disclosure/listedinfo/announcement/c/2018-05-10/603393_20180510_1.pdf
15 May 2018	关于披露重大资产购买报告书暨公司股票暂不复牌的公告	Announcement on Disclosure of Material Asset Acquisition Report and Continued Suspension of Trading	http://www.sse.com.cn/disclosure/listedinfo/announcement/c/2018-05-15/603393_20180515_13.pdf
17 May 2018	新天然气重大资产重组停牌进展公告	Announcement on Trading Suspension Progress in relation to Material Asset Restructuring of Xinjiang Xintai	http://www.sse.com.cn/disclosure/listedinfo/announcement/c/2018-05-17/603393_20180517_1.pdf
24 May 2018	新天然气重大资产重组停牌进展公告	Announcement on Trading Suspension Progress in relation to Material Asset Restructuring of Xinjiang Xintai	http://www.sse.com.cn/disclosure/listedinfo/announcement/c/2018-05-24/603393_20180524_1.pdf
29 May 2018	新天然气关于公司股票复牌的提示性公告	Suggestive Announcement on the resumption of Trading of Xinjiang Xintai	http://www.sse.com.cn/disclosure/listedinfo/announcement/c/2018-05-29/603393_20180529_5.pdf
31 May 2018	股票交易异常波动暨风险提示公告	Announcement on abnormal fluctuations in trading and risk warning	http://www.sse.com.cn/disclosure/listedinfo/announcement/c/2018-05-31/603393_20180531_3.pdf
31 May 2018	股票交易异常波动问询函的回复	Reply to the enquiry of SSE on abnormal fluctuations in trading	http://www.sse.com.cn/disclosure/listedinfo/announcement/c/2018-05-31/603393_20180531_4.pdf
<p>C. Information published in accordance with the disclosure requirements of the PRC laws and regulations in relation to Xinjiang Xintai's proposed acquisition of the Company through the Offeror (the "Acquisition"), which constitutes a "major asset acquisition" under the Shanghai Listing Rules:</p> <ul style="list-style-type: none"> i. reports on the Acquisition issued by Xinjiang Xintai and various professional parties (the "Reports") ii. responses by Xinjiang Xintai and its financial adviser, Cinda Securities Co. Ltd. ("Cinda"), to address the enquiries from the Shanghai Stock Exchange in relation to the Reports 			
15 May 2018	重大资产购买报告书(摘要)	Material Asset Acquisition Report (Summary)	http://www.sse.com.cn/disclosure/listedinfo/announcement/c/2018-05-15/603393_20180515_6.pdf
15 May 2018	重大资产购买报告书	Material Asset Acquisition Report	http://www.sse.com.cn/disclosure/listedinfo/announcement/c/2018-05-15/603393_20180515_7.pdf

15 May 2018	关于暂缓按中国会计准则编制并披露标的公司审计报告及备考合并财务报告的说明	Explanation of Delaying the Disclosure of Audited Reports of Target Company and Pro Forma Consolidated Financial Reports Based on Accounting Standards for Chinese Enterprises	http://www.sse.com.cn/disclosure/listedinfo/announcement/c/2018-05-15/603393_20180515_9.pdf
15 May 2018	关于暂缓按中国会计准则编制并披露标的公司审计报告及备考合并财务报告的公告	Announcement on Delaying the Disclosure of Audited Reports of Target Company and Pro Forma Consolidated Financial Reports Based on Accounting Standards for Chinese Enterprises	http://www.sse.com.cn/disclosure/listedinfo/announcement/c/2018-05-15/603393_20180515_14.pdf
15 May 2018	信达证券股份有限公司关于新疆鑫泰天然气股份有限公司重大资产购买之估值报告	Valuation Report by Cinda in respect of the Material Asset Acquisition Undertaken by Xinjiang Xintai Natural Gas Co Ltd	http://www.sse.com.cn/disclosure/listedinfo/announcement/c/2018-05-15/603393_20180515_10.pdf
15 May 2018	西部证券股份有限公司关于新疆鑫泰天然气股份有限公司变更部分募集资金投资项目事项的核查意见	Inspection Opinion by Western Securities in respect of the Change in Use of the IPO Proceeds	http://www.sse.com.cn/disclosure/listedinfo/announcement/c/2018-05-15/603393_20180515_5.pdf
15 May 2018	信达证券股份有限公司关于新疆鑫泰天然气股份有限公司重大资产购买之独立财务顾问报告	Independent Financial Adviser Report by Cinda in respect of the Material Asset Acquisition undertaken by Xinjiang Xintai Natural Gas Co Ltd	http://www.sse.com.cn/disclosure/listedinfo/announcement/c/2018-05-15/603393_20180515_8.pdf
15 May 2018	北京市君合律师事务所关于新疆鑫泰天然气股份有限公司重大资产购买的法律意见书	PRC Legal Opinion by Junhe in respect of the Material Asset Acquisition Undertaken by Xinjiang Xintai Natural Gas Co Ltd	http://www.sse.com.cn/disclosure/listedinfo/announcement/c/2018-05-15/603393_20180515_11.pdf
15 May 2018	关于变更部分募集资金投资项目的公告	Announcement on the Change in Use of the IPO Proceeds	http://www.sse.com.cn/disclosure/listedinfo/announcement/c/2018-05-15/603393_20180515_4.pdf
15 May 2018	关于亚美能源控股有限公司部分股东签署《不可撤销承诺函》的公告	Announcement on the Execution of Irrevocable Undertaking Letters	http://www.sse.com.cn/disclosure/listedinfo/announcement/c/2018-05-15/603393_20180515_12.pdf

		with Certain AAG Energy Shareholders	
23 May 2018	关于新疆鑫泰天然气股份有限公司的重大资产重组预案信息披露的问询函	Enquiry of SSE on the disclosure of Material Asset Restructuring of Xinjiang Xintai (“Enquiry”)	http://www.sse.com.cn/disclosure/credibility/supervision/inquiries/maaraoc/8132758217563287.pdf
24 May 2018	新天然气关于收到《上海证券交易所对公司重大资产购买报告书信息披露问询函》的公告	Announcement of Xinjiang Xintai’s receipt of the Enquiry	http://www.sse.com.cn/disclosure/listedinfo/announcement/c/2018-05-24/603393_20180524_3.pdf
29 May 2018	新天然气重大资产购买报告书（修订版）	Material Asset Acquisition Report (Revision)	http://www.sse.com.cn/disclosure/listedinfo/announcement/c/2018-05-29/603393_20180529_3.pdf
29 May 2018	新天然气：信达证券股份有限公司关于上海证券交易所《关于对新疆鑫泰天然气股份有限公司重大资产购买报告书信息披露的问询函》的回复	Reply by Cinda in relation to the Enquiry	http://www.sse.com.cn/disclosure/listedinfo/announcement/c/2018-05-29/603393_20180529_4.pdf
29 May 2018	新天然气关于上海证券交易所《关于对新疆鑫泰天然气股份有限公司重大资产购买报告书信息披露的问询函》的回复的公告	Announcement on the reply by Xinjiang Xintai to the Enquiry	http://www.sse.com.cn/disclosure/listedinfo/announcement/c/2018-05-29/603393_20180529_1.pdf
29 May 2018	新天然气：北京市君合律师事务所关于新疆鑫泰天然气股份有限公司重大资产购买之补充法律意见书（一）	Supplemental PRC Legal Opinion by Junhe in respect of the Material Asset Acquisition Undertaken by Xinjiang Xintai Natural Gas Co Ltd (1)	http://www.sse.com.cn/disclosure/listedinfo/announcement/c/2018-05-29/603393_20180529_2.pdf
D. Announcement on the Company’s announcement in relation to the potential offer			
25 May 2018	新天然气关于亚美能源控股有限公司发布潜在要约人的公告	Announcement on the Company’s Announcement in relation to the Potential Offer	http://www.sse.com.cn/disclosure/listedinfo/announcement/c/2018-05-25/603393_20180525_1.pdf

The Offeror confirms that no material new information was contained, and no significant new opinions were expressed, in the Xinjiang Xintai Announcements in relation to the Offers or the Company, save for the analysis prepared by Cinda which is included in the announcement dated 15 May 2018 entitled “Valuation Report by Cinda in respect of the Material Asset Acquisition Undertaken by Xinjiang Xintai Natural Gas Co Ltd”, and certain related statements made by Cinda and the

controlling shareholder and directors of Xinjiang Xintai in the announcement dated 15 May 2018 entitled “Material Asset Acquisition Report” (and replicated in the announcement dated 29 May 2018 entitled “Material Asset Acquisition Report (Revision)”). Such analysis and statements have been reproduced and included in an announcement by the Offeror dated the date of this announcement and released on the Stock Exchange.

Shareholders of and potential investors in the Company are advised to refer to the documents published by the Offeror on the website of the Stock Exchange for information about the Offers. Shareholders and potential investors are advised to exercise caution when dealing in the securities of the Company, and if they are in any doubt about their position, they should consult their own professional advisers.

By order of the sole director
LIMING HOLDING LIMITED

Guo Zhihui

Hong Kong, 21 June 2018

As at the date of this announcement, the sole director of the Offeror is Guo Zhihui.

The sole director of the Offeror accepts full responsibility for the accuracy of the information contained in this announcement, and confirms, having made all reasonable enquires, that to the best of his knowledge, opinions expressed in this announcement have been arrived at after due and careful consideration and there are no other facts not contained in this announcement, the omission of which would make any statement in this announcement misleading.

As at the date of this announcement, the board of directors of Xinjiang Xintai Natural Gas Co., Ltd. comprises Mr. Ming Zaiyuan, Mr. Ming Zaifu, Mr. Yin Xianfeng, Mr. Guo Zhihui, Mr. Duan Xianqi, Mr. Zhang Hongxing, Mr. Huang Jian (Independent Director), Mr. Qu Xuezhong (Independent Director) and Ms. Zhang Yinjie (Independent Director).

The directors of Xinjiang Xintai Natural Gas Co., Ltd. jointly and severally accept full responsibility for the accuracy of the information contained in this announcement, and confirm, having made all reasonable enquires, that to the best of their knowledge, opinions expressed in this announcement have been arrived at after due and careful consideration and there are no other facts not contained in this announcement, the omission of which would make any statement in this announcement misleading.