

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.



BEIJING GAS BLUE SKY HOLDINGS LIMITED

北京燃氣藍天控股有限公司

(Incorporated in Bermuda with limited liability)

(Stock Code: 6828)

SUPPLEMENTAL ANNOUNCEMENT

**(1) IN RELATION TO THE ANNUAL REPORT OF THE COMPANY
FOR THE YEAR ENDED 31 DECEMBER 2018 AND
THE INTERIM REPORT OF THE COMPANY FOR THE SIX MONTHS
ENDED 30 JUNE 2019**

AND

**(2) FULFILLMENT OF PROFIT GUARANTEE IN RELATION TO THE
ACQUISITION OF 100% OF THE ISSUED SHARE CAPITAL OF TOP GRAND
GLOBAL LIMITED**

**SUPPLEMENTAL INFORMATION IN RELATION TO THE ANNUAL REPORT OF THE
COMPANY FOR THE YEAR ENDED 31 DECEMBER 2018 AND THE INTERIM REPORT
OF THE COMPANY FOR THE SIX MONTHS ENDED 30 JUNE 2019**

Reference is made to the annual report for the year ended 31 December 2018 of Beijing Gas Blue Sky Holdings Limited (the “**Company**”), which was published on the respective websites of the Stock Exchange and the Company on 29 April 2019 (the “**2018 Annual Report**”) and the interim report for the six months ended 30 June 2019 of the Company, which was published on the respective websites of the Stock Exchange and the Company on 18 September 2019 (the “**2019 Interim Report**”). Unless otherwise stated, capitalised terms used herein shall have the same meanings as defined in the 2018 Annual Report and the 2019 Interim Report.

In addition to the information disclosed in the 2018 Annual Report and 2019 Interim Report, the Company would like to provide supplemental information relating to the issuance of convertible bonds completed on 26 June 2018 which generated net proceeds of approximately HK\$173.2 million to be utilised for (i) mergers and acquisition of natural gas projects; and (ii) the general working capital of the Group. The detailed breakdown and description of the actual use of the proceeds for the above-issue is as below:

Intended use of proceeds	Amount utilised for the year ended 31 December 2018 <i>HK\$ million</i>	Amount utilised for the six months ended 30 June 2019 <i>HK\$ million</i>
Acquisition of Zhejiang Bo Xin project in 1HY2019	–	173.2
General working capital of the Group	–	–
Unutilised amount	173.2	–
	<hr/>	<hr/>
Total	173.2	173.2
	<hr/> <hr/>	<hr/> <hr/>

Reference is made to the announcement of the Company dated 12 April 2019, the Company purchased the entire issued share capital of the Rainbow Leap Limited (the “**Acquisition**”) at a consideration of RMB205 million (equivalent to approximately HK\$239.2 million). A sum of RMB60.2 million (equivalent to approximately HK\$70.2 million) was paid on the date of entering into the sales and purchase agreement and the remaining balance of RMB144.8 million (equivalent to approximately HK\$168.9 million) has been paid in cash on the date of completion of the Acquisition on 23 May 2019.

By way of supplemental information, the Company wishes to announce that the net proceeds of HK\$173.2 million were fully utilised for the Acquisition as at 30 June 2019. The supplemental information above does not affect other information contained in the 2018 Annual Report and 2019 Interim report, save as disclosed above, all other information in the 2018 Annual Report and 2019 Interim report remain unchanged.

PROFIT GUARANTEE IN RELATION TO THE ACQUISITION OF THE ENTIRE ISSUED SHARE CAPITAL OF THE TARGET COMPANY

Reference is made to the announcement of the Company dated 8 June 2017 (the “**Announcement**”) and the circular dated 25 September 2017 (the “**Circular**”) in relation to the acquisition of the entire issued share capital of Top Grand Global Limited. Unless otherwise stated herein, capitalized terms used in this announcement shall have the same meanings as those defined in the Announcement and the Circular.

As disclosed in the Announcement and the Circular, pursuant to the Acquisition Agreement, the Guarantor irrevocably and unconditionally guarantees and undertakes to the Purchaser that the audited net profit of the Target Group net of any extraordinary items for the period of one year from date of Completion (the “**Actual Profit**”) shall not be less than RMB50,000,000 (the “**Profit Guarantee**”).

The Board is pleased to announce that the Actual Profit of the Target Group for the year ended 31 October 2018 exceeded RMB50,000,000 and therefore the Profit Guarantee has been fulfilled.

By Order of the Board
Beijing Gas Blue Sky Holdings Limited
Cheng Ming Kit
Co-Chairman

Hong Kong, 12 November 2019

As at the date of this announcement, the executive directors of the Company are Mr. Cheng Ming Kit, Mr. Hung Tao and Mr. Jin Qiang; the non-executive director of the Company is Mr. Zhi Xiaoye; and the independent non-executive directors of the Company are Mr. Lim Siang Kai, Mr. Wee Piew, Mr. Ma Arthur On-hing and Mr. Pang Siu Yin.