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## **Jilin Province Chuncheng Heating Company Limited\***

### **吉林省春城熱力股份有限公司**

*(A joint stock limited liability company incorporated in the People’s Republic of China)*

**(Stock code: 1853)**

#### **CHANGE OF JOINT COMPANY SECRETARY AND PROCESS AGENT AND WAIVER FROM STRICT COMPLIANCE WITH RULES 3.28 AND 8.17 OF THE LISTING RULES**

The Board announces that (i) Ms. TONG has resigned as a Joint Company Secretary of the Company and a Process Agent, with effect from 14 August 2020; (ii) Mr. LEE is appointed as a Joint Company Secretary and a Process Agent of the Company, with effect from 14 August 2020. The Company has applied to the Stock Exchange and has been granted a New Waiver by the Stock Exchange from strict compliance with the requirements under Rules 3.28 and 8.17 of the Listing Rules, regarding to the requirement of qualification of a joint company secretary.

Mr. WAN will continue to act as the other Joint Company Secretary of the Company.

#### **CHANGE OF JOINT COMPANY SECRETARY AND PROCESS AGENT**

The board (the “**Board**”) of directors (the “**Directors**”) of Jilin Province Chuncheng Heating Company Limited\* (the “**Company**”) announces that Ms. TONG Suet Fong

(“**Ms. TONG**”), due to her personal reason, has resigned as a joint company secretary of the Company (“**Joint Company Secretary**”) and an authorized representative for acceptance of service of process and notices on behalf of the Company in Hong Kong as required under Rule 19A.13(2) of the Rules Governing the Listing of Securities (the “**Listing Rules**”) on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) and Part 16 of the Companies Ordinance (Chapter 622 of the Laws of Hong Kong) (the “**Process Agent**”) with effect from 14 August 2020. Ms. TONG has confirmed that she has no disagreement with the Board and that there is no other matters in relation to her resignation that needs to be brought to the attention of the shareholders of the Company and the Stock Exchange.

The Board further announces that Mr. LEE Chung Shing (“**Mr. LEE**”) is appointed as Joint Company Secretary of the Company and Process Agent, with effect from 14 August 2020. Mr. WAN Tao (“**Mr. WAN**”) will continue to act as the other Joint Company Secretary of the Company.

The biography of Mr. LEE is set out below:

Mr. LEE is currently the assistant vice president of the company secretarial services department of Computershare Hong Kong Development Limited. He has over 20 years of professional experiences in listed companies audit, finance, risk management, investor relation and company secretarial services. Mr. LEE holds a bachelor’s degree in accountancy and a master’s degree in business administration. He is an associate member of Hong Kong Institute of Certified Public Accountant and fellow member of the Association of Chartered Certified Accountants, and therefore meets the qualification requirements under Rule 3.28 of the Listing Rules and is in compliance with Rule 8.17 of the Listing Rules.

**WAIVER FROM STRICT COMPLIANCE WITH RULES 3.28 AND 8.17 OF THE LISTING RULES**

Pursuant to Rule 8.17 of the Listing Rules, a listed issuer must appoint a company secretary who meets the requirements under Rule 3.28 of the Listing Rules. Rule 3.28 of the Listing Rules provides that a listed issuer must appoint as its company secretary an individual who, in the opinion of the Stock Exchange, is capable of discharging the functions of company secretary of the listed issuer by virtue of his/her academic or professional qualifications or relevant experience.

The Stock Exchange has granted a waiver to the Company from strict compliance with the requirements of Rules 3.28 and 8.17 of the Listing Rules in respect of the acting of Mr. WAN as the Joint Company Secretary of the Company for a period of three years (the “**Waiver Period**” i.e. 24 October 2019 to 23 October 2022) from the date of listing of the Company’s H shares on the Main Board of the Stock Exchange, being 24 October 2019, (the “**Waiver**”), on the condition that Mr. WAN will be assisted by Ms. TONG, the Joint Company Secretary, during the Waiver Period to acquire the relevant experience as is required of a company secretary under note 2 to Rule 3.28 of the Listing Rules and discharge his functions as the Joint Company Secretary. The Waiver was revoked upon Ms. TONG’s resignation on 14 August 2020.

The Company has therefore applied to the Stock Exchange for, and the Stock Exchange has granted on 13 August 2020, a new waiver from strict compliance with the requirements under Rules 3.28 and 8.17 of the Listing Rules with respect to the eligibility of Mr. WAN to act as a Joint Company Secretary of the Company (the “**New Waiver**”) for the remaining period of the Waiver from the date on which Mr. LEE is appointed as the other Joint Company Secretary of the Company, being 14 August 2020 (the “**New Waiver Period**”, i.e. 14 August 2020 to 23 October 2022). The New Waiver is granted on the following conditions:

- (i) Mr. WAN will be assisted by Mr. LEE during the New Waiver Period;
- (ii) the Company shall notify the Stock Exchange at the end of the New Waiver

Period for the Stock Exchange to re-visit the situation. The Stock Exchange expects that after the end of the New Waiver Period, the Company will be able to demonstrate that Mr. WAN satisfies the Rule 3.28 and 8.17 of the Listing Rules, having had the benefit of Mr. LEE's assistance such that a further waiver will not be necessary; and

- (iii) the Company will announce the details of the New Waiver, including the reasons and conditions.

The New Waiver applies to this case only and will be revoked immediately if and when Mr. LEE ceases to provide assistance to Mr. WAN. The Stock Exchange may withdraw or change the New Waiver if the Company's situation changes.

The Board wishes to take this opportunity to express its gratitude to Ms. TONG for her contribution to the Company during her tenure of service and extend a warm welcome to Mr. LEE on his new appointment as Joint Company Secretary and Process Agent of the Company.

By Order of the Board  
**Jilin Province Chuncheng Heating Company Limited\***  
**LIU Changchun**  
*Chairman*

Jilin, the PRC, 14 August 2020

*As at the date of this announcement, the non-executive Director of the Company is Mr. Liu Changchun (Chairman); the executive Directors of the Company are Mr. Yang Zhongshi, Mr. Shi Mingjun, Mr. Xu Chungang and Mr. Li Yeji; and the independent non-executive Directors of the Company are Mr. Wang Yuguo, Mr. Fu Yachen and Mr. Poon Pok Man.*

*\* For identification purpose only*