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JiaXing Gas Group Co., Ltd.*
嘉興市燃氣集團股份有限公司

(A joint stock company incorporated in the People's Republic of China with limited liability)
(Stock Code: 9908)

**CHANGE OF JOINT COMPANY SECRETARY,
AUTHORISED REPRESENTATIVE AND
PROCESS AGENT; AND
WAIVER FROM STRICT COMPLIANCE WITH
RULES 3.28 AND 8.17 OF THE LISTING RULES**

**CHANGE OF JOINT COMPANY SECRETARY, AUTHORISED REPRESENTATIVE
AND PROCESS AGENT**

The board (the “**Board**”) of directors (the “**Directors**”) of JiaXing Gas Group Co., Ltd.* (the “**Company**”) announces that due to the resignation of Ms. Lo Ka Man (“**Ms. Lo**”), she has ceased to act as (i) a joint company secretary of the Company (the “**Joint Company Secretary**”); (ii) an authorised representative of the Company (the “**Authorised Representative**”) pursuant to Rule 3.05 of the Rules Governing the Listing of Securities of The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) (the “**Listing Rules**”); and (iii) an agent for acceptance of service of process and notices on behalf of the Company in Hong Kong (the “**Process Agent**”) under Rule 19A.13(2) of the Listing Rules and under Part 16 of the Companies Ordinance (Chapter 622 of the Laws of Hong Kong) (the “**Companies Ordinance**”), with effect from 10 May 2022. Ms. Lo confirmed that she has no disagreement with the Board and there is no matter relating to her resignation that needs to be brought to the attention of the shareholders of the Company or the Stock Exchange.

The Board further announces that Ms. Pun Ka Ying (“**Ms. Pun**”) has been appointed as a Joint Company Secretary, an Authorised Representative and the sole Process Agent with effect from 10 May 2022.

Ms. Pun possesses more than 14 years of experience in the company secretary profession. She is familiar with the Listing Rules, the Companies Ordinance as well as compliance work for offshore companies. She is now a Senior Manager of Corporate Services of Tricor Services Limited and has been providing corporate secretarial and compliance services to Hong Kong listed companies as well as multinational, private and offshore companies. Ms. Pun is a Chartered Secretary, a Chartered Governance Professional and an associate of both The Hong Kong Chartered Governance Institute and The Chartered Governance Institute in the United Kingdom.

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.

Reference is made to the waiver granted to the Company by the Stock Exchange (the “**Waiver**”) from strict compliance with the requirements under Rule 3.28 and Rule 8.17 of the Listing Rules in respect of the eligibility of Ms. Zhou Caihong (“**Ms. Zhou**”) to act as the Joint Company Secretary during the waiver period from 26 February 2021 (being the date of appointment of Ms. Lo as the other Joint Company Secretary) to 15 July 2023 (the “**Waiver Period**”), on the condition that Ms. Zhou would be assisted by Ms. Lo, who possesses the qualifications required under Rule 3.28 of the Listing Rules, during the Waiver Period and the Waiver would be revoked if Ms. Lo ceases to be a Joint Company Secretary.

Ms. Zhou has been a Joint Company Secretary since 25 October 2019. Ms. Zhou graduated from Zhejiang University in the People’s Republic of China with a bachelor’s degree in administration in June 2009. She has extensive experience in business administration. She joined the Company in July 2009 soon after graduation from university and served successively as a clerk, assistant officer manager, deputy office manager and was promoted to the position of office manager in January 2013. She was appointed as the secretary to the Board in January 2017. The Company is of the view that, by virtue of Ms. Zhou’s day-to-day knowledge of the Company’s affairs and close working relationship with the Board and management, as well as her experience, it would be in the best interests of the Company and its corporate governance to have Ms. Zhou to act as a Joint Company Secretary. However, Ms. Zhou currently does not possess the relevant qualification or experience as required under Rule 3.28 of the Listing Rules and her appointment as a company secretary alone does not strictly comply with the requirements under Rule 3.28 of the Listing Rules. The Company has therefore appointed Ms. Pun who possesses the qualifications as set out in Rule 3.28 of the Listing Rules as a Joint Company Secretary to assist Ms. Zhou in discharging her functions as company secretary of the Company and in gaining the relevant experience as required under Rule 3.28 of the Listing Rules.

The Company has applied to the Stock Exchange for, and the Stock Exchange has granted, a new waiver (the “**New Waiver**”) from strict compliance with the requirements under Rules 3.28 and 8.17 of the Listing Rules for the remaining period of the Waiver (the “**Remaining Waiver Period**”) on the conditions that:

- (i) Ms. Zhou will be assisted by Ms. Pun during the Remaining Waiver Period; and
- (ii) the New Waiver will be revoked if there are material breaches of the Listing Rules by the Company.

Before the end of the Remaining Waiver Period, the Company must demonstrate and seek the confirmation from the Stock Exchange that Ms. Zhou, having had the benefit of Ms. Pun’s assistance during the Remaining Waiver Period, has attained the relevant experience and is capable of discharging the functions of company secretary under Rule 3.28 of the Listing Rules such that a further waiver will not be necessary.

The Board would like to express its gratitude to Ms. Lo for her valuable contributions to the Company during her tenure of service and take the opportunity to express its welcome to Ms. Pun on her appointment.

By order of the Board
JiaXing Gas Group Co., Ltd.*
Sun Lianqing
Chairman and Executive Director

Jiaying, the PRC
10 May 2022

As at the date of this announcement, the Board comprises Mr. Sun Lianqing and Mr. Xu Songqiang as executive Directors; Mr. He Yujian, Mr. Zheng Huanli, Mr. Fu Songquan and Mr. Ruan Hongliang as non-executive Directors; Mr. Yu Youda, Mr. Cheng Hok Kai Frederick and Mr. Zhou Xinfu as independent non-executive Directors.

* *For identification purpose only*