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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  
AGENT FOR THE SERVICE OF PROCESS IN HONG KONG; AND  
WAIVER FROM STRICT COMPLIANCE WITH  
RULES 3.28 AND 8.17 OF THE LISTING RULES**

**CHANGE OF JOINT COMPANY SECRETARY, AUTHORISED REPRESENTATIVE  
AND AGENT FOR THE SERVICE OF PROCESS IN HONG KONG**

The board of directors (the “**Board**”) of JiaXing Gas Group Co., Ltd.\* (the “**Company**”) announces that due to the resignation of Ms. SUN Ah Tsang (孫亞錚) (“**Ms. Sun**”), 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 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 Part 16 of the Companies Ordinance (Chapter 622 of the Laws of Hong Kong) (the “**Authorised Representative**”); and (iii) an agent for service of process and notices on the Company’s behalf in Hong Kong under Rule 19A.13(2) of the Listing Rules (the “**Process Agent**”) with effect from 26 February 2021. Ms. Sun confirmed that she has no disagreement with the Board and there is no matter relating to her cessation that needs to be brought to the attention of the shareholders of the Company or the Stock Exchange.

The Board further announces that Ms. LO Ka Man (“**Ms. Lo**”) has been appointed as a Joint Company Secretary, the Authorised Representative and the Process Agent in replacement of Ms. Sun with effect from 26 February 2021. Ms. Lo is a 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. Lo possesses more than 10 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. Ms. Lo is currently the company secretary of China Greenland Broad Greenstate Group Company Limited (a company listed on the Main Board of the Stock Exchange, stock code: 1253). Ms. Lo is a Chartered Secretary, a Chartered Governance Professional and an associate member of both The Hong Kong Institute of Chartered Secretaries and The Chartered Governance Institute and therefore meets the qualification requirements under Rule 3.28 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.

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 acting by Ms. ZHOU Caihong (“**Ms. Zhou**”) as the Joint Company Secretary for a period of three years from 16 July 2020 to 15 July 2023 (the “**Waiver Period**”), on the condition that Ms. Zhou would be assisted by Ms. Sun, 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. Sun ceases to be a Joint Company Secretary.

Ms. Zhou has been one of our Joint Company Secretaries 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 knowledge and experience, it would be in the best interests of the Company and its corporate governance to have Ms. Zhou to act as the 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. Lo 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 from strict compliance with the requirements under Rules 3.28 and 8.17 of the Listing Rules for the remaining of the Waiver Period (the “**New Waiver**”) on the condition that:

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

The Board would like to express its gratitude to Ms. Sun for her valuable contributions to the Company and take the opportunity to express its welcome to Ms. Lo on her appointment.

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

Jiaxing, the PRC  
26 February 2021

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

\* *For identification purpose only*