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**CHINA RESOURCES GAS (HONG KONG)  
INVESTMENT LIMITED**

**華潤燃氣(香港)投資有限公司**

*(incorporated in Hong Kong with limited liability)*



**蘇創燃氣  
SUCHUANG GAS**

**SUCHUANG GAS CORPORATION LIMITED**

**蘇創燃氣股份有限公司**

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 1430)**

## **JOINT ANNOUNCEMENT**

### **MONTHLY UPDATE**

**(1) PROPOSAL FOR THE TAKE-PRIVATE OF SUCHUANG GAS  
CORPORATION LIMITED BY  
THE OFFEROR BY WAY OF A SCHEME OF ARRANGEMENT UNDER  
SECTION 86 OF THE COMPANIES ACT**

**(2) PROPOSED WITHDRAWAL OF LISTING**

**(3) IRREVOCABLE UNDERTAKINGS BY THE IU SHAREHOLDERS TO  
APPROVE THE PROPOSAL**

**AND**

**(4) SPECIAL DEAL, CONNECTED TRANSACTIONS AND  
DISCLOSEABLE TRANSACTION IN RELATION TO  
THE PROPOSED ASSETS DISPOSAL**

**Financial Adviser to the Offeror**



## **INTRODUCTION**

Reference is made to (i) the joint announcement dated 25 August 2021 issued jointly by Suchuang Gas Corporation Limited and China Resources Gas (Hong Kong) Investment Limited in relation to, among other things, the proposed take-private of the Company by the Offeror by way of a scheme of arrangement (the “**Rule 3.5 Announcement**”), (ii) the joint announcement dated 29 September 2021 jointly issued by the Offeror and the Company in relation to the delay in despatch of the Scheme Document (the “**Delay in Despatch Announcement**”), (iii) the joint announcement dated 29 October 2021 and 29 November 2021 jointly issued by the Offeror and the Company in relation to, among other things, the status and progress of the Proposal and the Scheme (the “**Monthly Update Announcements**”), (iv) the joint announcement dated 29 December 2021 jointly issued by the Offeror and the Company in relation to the further delay in despatch of the Scheme Document (the “**Further Delay in Despatch Announcement**”). Unless otherwise specified, capitalised terms used in this announcement shall have the same meanings as those defined in the Rule 3.5 Announcement.

## **FURTHER EXTENSION OF TIME FOR DESPATCH OF SCHEME DOCUMENT**

Pursuant to Rule 8.2 of the Takeovers Code, as the Proposal constitutes a securities exchange offer, unless the Executive’s consent is obtained, the Scheme Document containing, among others, further details of the Proposal, the Scheme, the Option Offer, the Special Deals, the expected timetable, an explanatory statement, recommendations from the Takeovers Code IBC and the Listing Rules IBC, the letter of advice from the Independent Financial Adviser, a notice of the Court Meeting and a notice of General Meeting, should be despatched to the Scheme Shareholders within 35 days of the Announcement Date, which in this case would be on or before 29 September 2021. As stated in the Further Delay in Despatch Announcement, the Offeror and the Company had made an application to the Executive for, and the Executive had granted, consent to a further extension to the time limit for despatching the Scheme Document to 29 March 2022.

## **UPDATE ON THE PROPOSAL AND THE SCHEME**

As disclosed in the Further Delay in Despatch Announcement, the Company and the Offeror are in the course of finalising the information to be included in the Scheme Document and ascertaining the financial position of the Group.

In addition, in respect of the discussions between the Offeror and the Controlling Shareholders in relation to the Controlling Shareholders Irrevocable Undertakings, the Proposal and the Scheme, further to the Further Delay in Despatch Announcement, the Company and the Offeror would like to inform the Shareholders and investors that all relevant parties have been in continuous discussions relating to formulating a further proposal.

Further announcement(s) regarding the status and the progress in connection with the Proposal will be made by the Offeror and the Company in accordance with the Listing Rules and the Takeovers Code as and when appropriate, and Shareholders will be informed of any new material information of the Company as soon as possible in accordance with Rule 9.1 of the Takeovers Code.

**WARNING: Shareholders and/or potential investors should be aware that the implementation of the Proposal is subject to the Conditions being fulfilled or waived, as applicable, and therefore the Proposal may or may not be implemented. This joint announcement is made in compliance with the Takeovers Code. Shareholders and/or potential investors should therefore exercise caution when dealing in the securities of the Company. Persons who are in doubt as to the action they should take should consult their stockbroker, licensed securities dealer, registered institution in securities, bank manager, solicitor or other professional advisers.**

By Order of the board of  
**China Resources Gas (Hong Kong)  
Investment Limited**  
**Wang Chuandong**  
*Director*

By Order of the board of  
**Suchuang Gas Corporation Limited**  
**Su Yi**  
*Chairman and Executive Director*

Hong Kong, 28 January 2022

*As at the date of this joint announcement, the directors of the Offeror are Mr. Wang Chuandong, Mr. Li Xiaoshuang and Mr. Huang Weizhong, and the directors of CR Gas are Mr. GE Bin, being the executive director; Mr. WANG Chuandong, Mr. WANG Gaoqiang, Mr. LIU Xiaoyong and Mr. LIU Jian, being non-executive directors; and Mr. WONG Tak Shing, Mr. YU Hon To, David, Mr. YANG Yuchuan and Mr. HU Xiaoyong, being independent non-executive directors.*

*The directors of the Offeror and CR Gas jointly and severally accept full responsibility for the accuracy of the information contained in this joint announcement (other than that relating to the Group) and confirm, having made all reasonable inquiries, that to the best of their knowledge, opinions expressed in this joint announcement (other than those expressed by the Directors) have been arrived at after due and careful consideration and there are no other facts not contained in this joint announcement, the omission of which would make any statement in this joint announcement misleading.*

*As at the date of this joint announcement, the executive Directors are Ms. Su Yi, Mr. Du Shaozhou, Mr. Li Jianyi, and Ms. Su Wen; the non-executive Directors are Mr. Xu Lei and Mr. Jin Bo; and the independent non-executive Directors are Mr. Zhou Qingzu, Mr. Zhu Tong, and Mr. Feng Yijing.*

*The directors of the Company jointly and severally accept full responsibility for the accuracy of the information contained in this joint announcement (other than that relating to the Offeror and the Offeror Concert Parties) and confirm, having made all reasonable inquiries, that to the best of their knowledge, opinions expressed in this joint announcement (other than those expressed by directors of the Offeror) have been arrived at after due and careful consideration and there are no other facts not contained in this joint announcement, the omission of which would make any statement in this joint announcement misleading.*