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This document is the Form of Acceptance referred to in the accompanying scheme document addressed to the Scheme Shareholders and the Optionholders dated 4 May 2022 in relation to, among other things, a scheme of arrangement between Suchuang Gas Corporation Limited (the "Company") and the Scheme Shareholders (the "Scheme Document") for use by the Optionholders to declare their choice in respect of the Option Offer. You should read it in conjunction with the Scheme Document and the Option Offer Letter sent by the Offeror dated 4 May 2022 in relation to the Option Offer.

If you fail to sign and return this Form of Acceptance in accordance with the instructions set out in this Form of Acceptance, unless otherwise expressly indicated in this Form of Acceptance, you will be treated as if you had rejected the Option Offer in respect of all the Share Options held by you as at the Option Record Date. Terms defined in the Scheme Document have the same meanings in this Form of Acceptance.



蘇創燃氣
SUCHUANG GAS

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)

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)

- (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 CASH OFFER TO CANCEL ALL OUTSTANDING OPTIONS
(3) PROPOSED WITHDRAWAL OF LISTING
(4) IRREVOCABLE UNDERTAKINGS BY THE IU SHAREHOLDERS, MINORITY IU SHAREHOLDERS AND ENTRUSTMENT MINORITY SHAREHOLDERS TO APPROVE THE PROPOSAL
(5) SPECIAL DEALS, CONNECTED TRANSACTIONS AND MAJOR TRANSACTION IN RELATION TO THE PROPOSED ASSETS DISPOSAL

If you are in any doubt as to any aspect of this Form of Acceptance or as to the action to be taken, you should consult a licensed securities dealer, or other registered institution in securities, a bank manager, solicitor, professional accountant or other professional advisor.

You should return the completed Form of Acceptance to the Offeror, care of Suchuang Gas Corporation Limited at 116 Loujiang South Road, Taicang City, Suzhou, Jiangsu Province, the PRC, 215400 for the attention of the Company Secretarial Department of the Company and marked "Suchuang Gas Corporation Limited – Option Offer", by no later than 4:00 p.m. on Tuesday, 12 July 2022 (or such later date and time as may be notified to you by the Offeror or CICC or by way of joint announcement by the Offeror and the Company on the website of the Stock Exchange).

Before returning the Form of Acceptance to the Company Secretarial Department of the Company, please ensure that you have completed and signed the Form of Acceptance and that your signature has been witnessed.

To: **The Offeror, the Company and CICC**

With reference to the Option Offer made by the Offeror dated 4 May 2022, I hereby declare my choice in respect of the Option Offer by ticking the relevant boxes below in respect of ALL the Share Options with such Share Option exercise price(s) that I hold as at the Option Record Date on the terms and subject to the conditions set out in the Option Offer ^(Note 1):

ACCEPT ^(Note 2)	<input type="checkbox"/> Share Options with an exercise price of HK\$2.00 <input type="checkbox"/> Share Options with an exercise price of HK\$2.28 <input type="checkbox"/> Share Options with an exercise price of HK\$3.06
REJECT ^(Note 2)	<input type="checkbox"/> Share Options with an exercise price of HK\$2.00 <input type="checkbox"/> Share Options with an exercise price of HK\$2.28 <input type="checkbox"/> Share Options with an exercise price of HK\$3.06

By signing and returning this Form of Acceptance, I:

- confirm that I have read, understood and agreed to the terms and conditions of the Option Offer (including, without limitation, those set out in the Option Offer Letter and this Form of Acceptance), and that I have received the Scheme Document and the Option Offer Letter;
- warrant and confirm that each Share Option in respect of which I accept the Option Offer is valid and subsisting, free from all liens, charges, mortgages and third party interests of any nature whatsoever and I acknowledge that any option certificate or documents in respect of such Share Option shall become void once that Share Option has been cancelled as a result of my acceptance of the Option Offer pursuant to this Form of Acceptance;
- acknowledge that I cease to have any rights or obligations, and waive all rights and claims against any party (including the Offeror and the Company), in respect of such Share Option I hold in respect of which I accept the Option Offer (including any Share Option with an exercise price of HK\$2.00 I hold for which I am only entitled to receive a cash consideration of HK\$0.50 for every Share Option, any Share Options with an exercise price of HK\$2.28 I hold for which I am only entitled to receive a cash consideration of HK\$0.22 for every Share Option, and/or any Share Options with an exercise price of HK\$3.06 I hold for which I am only entitled to receive a nominal amount of cash consideration of HK\$0.001 per Share Option), and I agree that all rights and obligations under all Share Options held by me in respect of which I accept the Option Offer will be cancelled;
- confirm that any acceptance of the Option Offer cannot be withdrawn or altered;
- authorise the Company, the Offeror and/or CICC, jointly and severally, or any director or officer of the Company or the Offeror or CICC or any agent of such person to do all acts and things and to execute any document as may be necessary or desirable to give effect to or in consequence of my acceptance of the Option Offer, and I hereby undertake to execute any further assurance that may be required in respect of such acceptance; and
- undertake to confirm and ratify any action properly or lawfully taken on my behalf by any attorney or agent appointed by or pursuant to the Option Offer Letter or this Form of Acceptance.

This Form of Acceptance shall be governed by and construed in accordance with the laws of the Cayman Islands.

Signature of Optionholder: _____ ^(Note 3)

Witness' Signature: _____ ^(Note 4)

Name of Optionholder: _____

Witness' Name: _____

Employee Number: _____

Witness' Identity Card Number: _____

Date: _____

Notes:

- This Form of Acceptance is subject to the terms and conditions of the Option Offer as set out in the Option Offer Letter sent by the Offeror dated 4 May 2022 in relation to the Option Offer. The Option Offer is made in respect of your Share Options that you hold as at the Option Record Date, in respect of which the underlying Shares are not registered in your name (or in the name of your nominee holding for your behalf) as at the Scheme Record Date.
- You may only elect to either accept or reject the Option Offer in respect of all Share Options with the same Share Option exercise price. If you have (i) inserted a tick in both the "accept" and "reject" boxes in respect of such Share Options with the same Share Option exercise price or (ii) fail to tick either the "accept" or "reject" box in respect of such Share Options with a particular Share Option exercise price, you will be treated to have elected to reject the Option Offer in respect of all Share Options with such Share Option exercise price.
- Please sign at the place indicated to signify your choice in respect of the Option Offer and/or insert the date of signing. If you fail to sign and return the Form of Acceptance to the Offeror as instructed above, you will be treated as not having accepted the Option Offer in respect of all of the Share Options you hold as at the Option Record Date notwithstanding completion of the other parts of this Form of Acceptance.
- The witness must be physically present when you sign this Form of Acceptance. The witness should be an individual but should not be a close relative of yours, a minor, a bankrupt or a person of unsound mind.
- You are recommended to consult your professional adviser if you are in any doubt as to the taxation implications of the Option Offer and, in particular, whether the receipt of the consideration under the Option Offer will make you liable to taxation in the PRC, Hong Kong or in other jurisdictions. You should inform yourself about and observe any applicable legal and regulatory requirements. If you wish to accept the Option Offer, it is your responsibility to satisfy yourself as to the full observance of the laws of your own jurisdiction in connection therewith, including the obtaining of any governmental or exchange control or other consents which may be required, or the compliance with other necessary formalities and the payment of any issue, transfer or other taxes due in such jurisdiction.