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天津津燃公用事業股份有限公司
TIANJIN JINRAN PUBLIC UTILITIES COMPANY LIMITED
(a joint stock limited company incorporated in the People's Republic of China with limited liability)
(Stock Code: 01265)

PROPOSED CHANGE OF DIRECTORS AND SUPERVISOR

The board (the "**Board**") of directors (the "**Directors**") of Tianjin Jinran Public Utilities Company Limited (the "**Company**", together with its subsidiaries, the "**Group**") wishes to announce that (1) Mr. Zhao Wei (趙維)has tendered his resignation as the chairman, an executive Director, and the chairman of the nomination committee of the Company as he would like to devote more time to his other personal commitments; (2) Mr. Zhao Heng Hai (趙恒海), Mr. Hou Shuang Jiang (侯雙江) and Ms. Hou Yuling (侯玉玲)have tendered his/her resignation as a non-executive Director as each of them would like to devote more time to his/her other personal commitments (with Mr. Hou Shuang Jiang also resigning as a member of the remuneration committee of the Company). The above resignations will become effective from the conclusion of the general meeting of the Company upon the shareholders of the Company (the "**Shareholders**") approving the appointment of new Directors.

The Board has resolved to nominate (1) Mr. Chen Tao ("**Mr. Chen**") as an executive Director; and (2) Ms. Wu Fang ("**Ms. Wu**"), Ms. Guan Na ("**Ms. Guan**") and Mr. Zhang Jinghan ("**Mr. Zhang**") as non-executive Directors, in place of the resigning Directors, subject to the approval by the Shareholders. The biographies of the proposed Directors are set out in the paragraph headed "*Biographies of the Proposed Directors*" below.

The Board also wishes to announce that Mr. Sun Guoqing (孫國慶)has tendered his resignation as the shareholders' representative supervisor (the "**Supervisor**") of the Company as he would like to devote more time to his other personal commitments, with effect from the conclusion of the general meeting of the Company upon the Shareholders approving the appointment of a new Supervisor. Mr. Xu Peng ("**Mr. Xu**") has been nominated as the new shareholders' representative Supervisor, subject to the approval by the Shareholders. The biography of Mr. Xu is set out in the paragraph headed "*Biography of the Proposed Supervisor*" below.

The election of the proposed Directors and Supervisor will be considered at an extraordinary general meeting (the "**EGM**") of the Company to be convened and held. A circular containing, among other things, further information of the proposed appointment and election of the Directors and Supervisor, together with a notice of the EGM, will be despatched to the Shareholders in due course.

Each of Mr. Zhao Wei, Mr. Zhao Heng Hai, Mr. Hou Shuang Jiang, Ms. Hou Yuling and Mr. Sun Guoqing has confirmed that he/she has no disagreement with the Board and the Company, and there are no other matters relating to his/her resignation that need to be brought to the attention of the Shareholders or The Stock Exchange of Hong Kong Limited (the "**Stock Exchange**"). The Board would like to express its sincere gratitude to them for their contribution to the Company during their term of office.

BIOGRAPHIES OF THE PROPOSED DIRECTORS

Proposed executive Director

Mr. Chen Tao (陳濤), aged 41, graduated from the College of Mechanical Engineering of Tianjin University of Science and Technology (天津科技大學機械工程學院) in China in June 2003 with a bachelor's degree in engineering. He is qualified as a senior engineer (Specialty: gas) in China.

Mr. Chen has been a deputy chief economist of Jinran China Resources Gas Co., Ltd (津燃華潤燃氣有限公司) ("**Jinran China Resources**", a controlling shareholder of the Company) since October 2021. From November 2003 to April 2004, Mr. Chen worked at the first sales branch of Hexi Sales Office (第一銷售分公司河西營業所) of Tianjin Gas Group Company Limited (天津市燃氣集團有限公司) ("**Tianjin Gas**").

From April 2004 to July 2012, Mr. Chen served in the pipeline network department, and subsequently the asset management department of Tianjin Gas. He acted as a deputy head of the asset management department from July 2012 to May 2014. He also acted as a deputy head of the asset management department of Jinran China Resources from April 2013 to January 2020, including acting as a deputy head (in charge) of the department during December 2013 to January 2020. From May 2017 to January 2020, Mr. Chen also took up the position as a deputy head (in charge) of the comprehensive planning department of Jinran China Resources concurrently. He subsequently served as a deputy manager (in charge) of the strategic planning department of Jinran China Resources from January to July 2020, and as the manager of the same department from July 2020 to October 2021.

Proposed non-executive Directors

Ms. Wu Fang (吳芳), aged 45, is qualified as a senior politic officer (高級政工師) in China. Ms. Wu graduated in Tianjin Chengjian University (天津城建大學) in China in January 2016, majoring in construction environment and equipment engineering.

Ms. Wu has over 20 years of working experience. She joined Tianjin Gas First Sales Branch Company in 2002. She served various roles within the Tianjin Gas group from January 2002 to December 2014, and was (among others) the head of the working department of the party committee, company league secretary, customers center officer and secretary of the institutional party committee branch of the Tianjin Gas Third Sales Branch Company by December 2014. Since December 2014, Ms. Wu has been serving in Jinran China Resources at different positions such as a deputy head of the organisation department (in charge), officer of the female staff committee. She currently is a vice-chairperson of the labour union, the head of organisation department and of the united front work department of the party committee, manager of the human resources department, and chairperson of the institutional union of Jinran China Resources.

Ms. Guan Na (關娜), aged 43, is qualified as a senior politic officer (高級政工師) in China. Ms. Guan majored in English for foreign trade in Tianjin Economic Technology Development Vocational School (天津市經濟技術開發職業中專). She graduated from Nankai University (Night University) in China, majoring in English in July 2004.

Ms. Guan joined Tianjin Gas First Sales Branch Company in October 1998, and has served at various positions in Tianjin Gas from October 1998 to May 2014. She was a deputy officer of the party committee office of Tianjin Gas by May 2014. She concurrently joined Jinran China Resources in May 2013 as a deputy officer of the party committee office of Jinran China Resources. Since then, she has been serving at different positions in Jinran China Resources, among others, deputy league secretary (in charge), deputy head (in charge) of armed department of the party committee, secretary of the committee of the institution first branch, officer of the party committee office. She has been the officer of the general manager office of Jinran China Resources since October 2021.

Mr. Zhang Jinghan (張鏡涵), aged 36, is qualified as a economist (Speciality: Business management) in China. He studied in Northeast Normal University in China in 2009, majoring in international polities, and obtained a master's degree in laws from Tianjin Normal University in June 2012, majoring in international politics.

Mr. Zhang joined Tianjin Thermal Power Co. Ltd. (天津市津燃熱電有限公司) in July 2012, and was seconded to Tianjin Gas as the general manager office secretary, and he continued to acted in such position up to December 2012 after official joining Tianjin Gas in October 2012. He joined Jinran China Resources in December 2012. He served as the general manager officer secretary from December 2012 to July 2019, and became the temporary person-in-charge of the general manager office in July 2019. He subsequently held the position as a deputy head (in charge) of the general manager office from August 2020 to October 2021. He joined the strategic planning department of Jinran China Resources as its deputy manager (in charge) in October 2021, and is now the manager of the department.

Other Matters

If elected, each of the proposed Directors will enter into a service contract with the Company for a term from the conclusion of the EGM and ending on the conclusion of the annual general meeting of the Company to be held in 2024.

If elected as an executive Director by the Shareholders at the EGM, it is proposed that Mr. Chen be elected by the Board as the chairman of the Board. The Board will also consider (and where appropriate, approve changes to) the composition of the Board committees following the election of Directors at the EGM, and the Company will make further announcement as and when appropriate.

Mr. Chen will waive and will not receive any annual remuneration, and will (where applicable) be entitled to pension contribution, discretionary bonuses and benefits provided by the Company pursuant to his service contract to be entered into.

Each of Ms. Wu, Ms. Guan and Mr. Zhang will waive and will not receive any annual remuneration, and will (where applicable) be entitled to pension contribution, discretionary bonuses and benefits provided by the Company pursuant to his/her service contract to be entered into.

Each of the proposed Directors has confirmed that, save as disclosed in this announcement, (i) he/she does not have any other relationship with any Director, senior management, substantial or controlling shareholder of the Company, (ii) he/she does not currently hold any other position(s) within the Group; (iii) he/she did not hold any directorship(s) in other public companies the securities of which are listed on any securities market in Hong Kong or overseas in the last three years; (iv) he/she does not have any interest in the shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong), as at the date of this announcement.

Save as disclosed above, the Company is not aware of any other matters in relation to the appointment of the proposed Directors that need to be disclosed pursuant to the requirements of Rule 13.51(2) of the Rules Governing the Listing of Securities of the Stock Exchange (the "**Listing Rules**"), or that need to be brought to the attention of Shareholders.

BIOGRAPHY OF THE PROPOSED SUPERVISOR

Mr. Xu Peng (徐鵬), aged 45, graduated from Nankai University in China in July 2000, majoring in accounting (correspondence education). Mr. Xu is qualified as a senior accountant, (Speciality: Corporate accounting) a certified public accountant and a certified tax agent in China.

Mr. Xu has been a deputy finance director and the manager of the finance department of Jinran China Resources since December 2019. Mr. Xu joined Zhengzhou Gas Company (鄭州燃氣公司) as a finance staff of the labour union and technical association of Zhengzhou Gas Company in August 1995. He served as an accountant of the finance department of the labour union of Zhengzhou Gas Group (鄭州燃氣集團) and financial person-in-charge of Zhengzhou Gas Corporate Planning Company (鄭燃企業策劃公司), then an accountant of the finance and investment department and person-in-charge of the settlement center of Zhengzhou Gas Group and subsequently a deputy head of the finance and investment department of Zhengzhou Gas Group Company, Ltd. consecutively between January 2000 to June 2007. From June 2007 to May 2011, he was the head of the finance and investment department of Nanyang Zhengran Gas Co., Ltd. (南陽鄭燃燃氣有限公司). Mr. Xu later served as a manager of the planning and finance department of China Resources Gas (Zhengzhou) Municipal Design & Research Institute Co., Ltd. (華潤燃氣(鄭州)市政設計研究院有限公司) from June 2011 to May 2013. He was the financial controller of Datong China Resources Gas Co. Ltd. (大同華潤燃氣有限公司) from June 2013 to September 2016, and the financial controller of Anyang China Resources Gas Co. Ltd. (安陽華潤燃氣有限公司) from September 2016 to December 2019.

If elected, Mr. Xu will enter into a service contract with the Company for a term from the conclusion of the EGM and ending on the conclusion of the annual general meeting of the Company to be held in 2024.

Mr. Xu will waive and will not receive any annual remuneration, and will (where applicable) be entitled to pension contribution, discretionary bonuses and benefits provided by the Company pursuant to his service contract to be entered into.

Mr. Xu has confirmed that, save as disclosed in this announcement, (i) he does not have any other relationship with any Director, senior management, substantial or controlling shareholder of the Company, (ii) he does not currently hold any other position(s) within the Group; (iii) he did not hold any directorship(s) in other public companies the securities of which are listed on any securities market in Hong Kong or overseas in the last three years; (iv) he does not have any interest in the shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong), as at the date of this announcement.

Save as disclosed above, the Company is not aware of any other matters in relation to the appointment of Mr. Xu that need to be disclosed pursuant to the requirements of Rule 13.51(2) of the Listing Rules, or that need to be brought to the attention of Shareholders.

By order of the Board
Tianjin Jinran Public Utilities Company Limited
Zhao Wei
Chairman

Tianjin, PRC, 7 June 2022

As at the date of this announcement, the Board comprises three executive Directors, namely Mr. Zhao Wei (Chairman), Ms. Tang Jie and Mr. Sun Liangchuan, three non-executive Directors, namely Mr. Hou Shuang Jiang, Mr. Zhao Heng Hai and Ms. Hou Yuling, and three independent non-executive Directors, namely Mr. Zhang Ying Hua, Mr. Yu Jian Jun and Mr. Guo Jia Li.

In this announcement, certain Chinese names of institutions, natural persons or other entities have been translated into English and included as unofficial translations for identification purpose only. In the event of any inconsistency, the Chinese names shall prevail.