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Jilin Province Chuncheng Heating Company Limited*

吉林省春城熱力股份有限公司

(A joint stock limited liability company incorporated in the People's Republic of China)

(Stock Code: 1853)

PROPOSED APPOINTMENT OF A NON-EXECUTIVE DIRECTOR

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The board (the “**Board**”) of directors (the “**Directors**”) of Jilin Province Chuncheng Heating Company Limited* (the “**Company**”) hereby announces that on 8 March 2023, the Board proposed to appoint Mr. SUN Huiyong (孫會勇) (“**Mr. Sun**”) as a non-executive Director. The proposed appointment is subject to the approval by the Shareholders (the “**Shareholders**”) at the extraordinary general meeting to be held in accordance with the Company’s articles of association (the “**EGM**”). Mr. Sun’s appointment will take effect from the date of approval by the Shareholders at the EGM.

Biographical details of Mr. Sun

Mr. SUN Huiyong (孫會勇), aged 46, is a senior engineer of electronic information (電子信息正高級工程師). He obtained a bachelor degree in computer science and technology from Jilin Institute of Engineering* (吉林工學院) (now known as Changchun University of Technology (長春工業大學)) in Jilin Province, the PRC in July 1999.

Between July 1999 and March 2020, Mr. Sun held various positions in Changchun Rail Transit Company Limited* (長春市軌道交通有限責任公司) (“**Changchun Rail Transit**”), including the office cadre from July 1999 and February 2003, office secretary from February 2003 to February 2006, deputy office director and office director from February 2006 to April 2012. He was promoted as the assistant to the general manager of Changchun Rail Transit between April 2012 and July 2016 and became the deputy general manager of Changchun Rail Transit between July 2016 and March 2020.

Mr. Sun gained vast senior management experience for other enterprises. From March 2020 to December 2022, Mr. Sun was a director and general manager of Changchun City Public Transport Development Group Co., Ltd.* (長春城市公共交通發展集團有限公司). Between August 2017 and February 2020 and since May 2021, Mr. Sun is a director of Changchun Vanke Subway Real Estate Development Co., Ltd.* (長春萬科地鐵置業發展有限公司). Since May 2021, Mr. Sun has served as the chairman of Changchun Wanxiao Property Development Co., Ltd.* (長春萬曉房地產開發有限公司). He has also been the chairman of Changchun Public Transport TELD Charging Network Operation Co., Ltd.* (長春公交特來電充電網運營有限公司) since August 2021. In addition, Mr. Sun has been a party secretary (黨委書記) and chairman (董事長) of Changchun Chuncheng Investment Development Group Company Limited* (長春市春城投資發展集團有限公司) (a controlling shareholder of the Company), since December 2022 and January 2023, respectively.

Save as disclosed above and as at the date of this announcement, Mr. Sun does not have any relationship with any Directors, senior management, substantial or controlling shareholder(s) of the Company, nor does he hold any other position with the Company or any of its subsidiaries, or any directorship in other listed companies in the last three years. As at the date of this announcement, Mr. Sun does not have any interest in shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance (Cap. 571 of the Laws of Hong Kong).

It is proposed by the Board that Mr. Sun will not receive remuneration for his service as a non-executive Director, as determined by the Board with reference to the recommendation from the remuneration committee of the Company, having taken into account his duties and responsibilities with the Company.

Upon the appointment as a non-executive Director and his remuneration being approved by the Shareholders at the general meeting, Mr. Sun will enter into a service contract with the Company for a term commencing from the date of appointment and until the end of the second session of the Board, subject to re-election at the end of the term.

Save as disclosed above, the Board is not aware of any other matters in relation to Mr. Sun's appointment as non-executive Director that need to be brought to the attention of the Shareholders nor any information that is required to be disclosed pursuant to Rules 13.51(2)(h) to (v) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "**Listing Rules**").

PROPOSED CHANGES TO THE AUDIT COMMITTEE AND THE STRATEGY COMMITTEE AND ELECTION OF CHAIRMAN OF THE BOARD

Following the appointment of Mr. Sun as a non-executive Director becoming effective, Mr. Sun will be appointed as a member of the Audit Committee of the Board (the "**Audit Committee**") and a member of the Strategy Committee of the Board (the "**Strategy Committee**"). In addition, a Board meeting will be convened to elect a new chairman of the Board and the chairman of the Strategy Committee.

In light of the above, it is expected that the Company will then be able to fulfil the minimum requirement prescribed in Rule 3.21 of the Listing Rules and the respective terms of reference of the Audit Committee and the Strategy Committee and re-comply with Code Provision C.2.1 of the Corporate Governance Code stipulated by The Stock Exchange of Hong Kong Limited under Appendix 14 to the Listing Rules.

Further announcement(s) will be made by the Company as and when appropriate.

GENERAL AND CLOSURE OF REGISTER OF MEMBERS

The EGM will be held on Wednesday, 29 March 2023 to consider and, if thought fit, to pass resolution to approve the appointment of Mr. Sun as a non-executive Director and the remuneration proposed by the Board, and to authorize the Board to enter into the service contract with Mr. Sun.

For the purpose of determining the Shareholders' rights to attend and vote at the EGM, the register of members of the Company will be closed from Friday, 24 March 2023 to Wednesday, 29 March 2023 (both days inclusive), during which period no transfer of the Company's shares will be registered.

Shareholders whose names appear on the register of members of the Company on Wednesday, 29 March 2023 shall be entitled to attend and vote at the EGM. In order to be eligible to attend and vote at the EGM, all transfer documents together with relevant share certificates and other appropriate documents must be lodged for registration with the head office of the Company in the PRC at No. 28, Block B Nanhu Road Community, No. 998 Nanhu Road, Nangan District, Changchun City, Jilin Province, the PRC (in the case of the Company's domestic Shareholders), or the Company's H share registrar, Computershare Hong Kong Investor Services Limited, at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong (in the case of the Company's H Shareholders) no later than 4:30 p.m. on Thursday, 23 March 2023.

The notice of the EGM and a circular of the Company containing detailed information in relation to the above-mentioned proposal will be dispatched to the Shareholders in due course.

By order of the Board
Jilin Province Chuncheng Heating Company Limited*
Wan Tao
Joint Company Secretary

Jilin, the PRC, 8 March 2023

As at the date of this announcement, the executive Directors are Mr. Yang Zhongshi, Mr. Shi Mingjun, Mr. Xu Chungang and Mr. Li Yeji; and the independent non-executive Directors are Mr. Wang Yuguo, Mr. Fu Yachen and Mr. Poon Pok Man.

* *For identification purpose only*