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新奧能源控股有限公司
ENN Energy Holdings Limited

(Incorporated in the Cayman Islands with limited liability)
(Stock Code: 2688)

ANNOUNCEMENT PURSUANT TO RULE 3.8 OF THE TAKEOVERS CODE

This announcement is made by ENN Energy Holdings Limited ("**ENN Energy**") pursuant to Rule 3.8 of the Hong Kong Code on Takeovers and Mergers (the "**Takeovers Code**").

Reference is made to (i) the joint announcement (the "**Joint Announcement**") issued by ENN Natural Gas Co., Ltd. ("**ENN-NG**"), Xinneng (Hong Kong) Energy Investment Limited 新能(香港)能源投資有限公司 (the "**Offeror**") and ENN Energy on 26 March 2025 regarding, among others, the pre-conditional proposal by the Offeror to privatize ENN Energy by way of a scheme of arrangement under section 86 of the Companies Act (2025 Revision) of the Cayman Islands (the "**Proposal**") and ENN Share Option Offer; and (ii) the announcements issued by ENN Energy pursuant to Rule 3.8 of the Takeovers Code on 30 March 2025, 31 March 2025, 14 May 2025, 27 May 2025, 4 June 2025, 17 June 2025, 24 August 2025, 16 September 2025, 24 September 2025, 9 October 2025, 13 October 2025, 14 October 2025, 15 October 2025, 23 October 2025, 27 October 2025, 28 October 2025, 5 November 2025, 24 November 2025, 26 November 2025, 27 November 2025, 28 November 2025, 1 December 2025, 3 December 2025, 4 December 2025 and 5 December 2025. Unless otherwise defined, capitalized terms used in this announcement have the same meanings as defined in the Joint Announcement.

UPDATE ON THE NUMBER OF RELEVANT SECURITIES ISSUED BY ENN ENERGY

The board of directors (the "**Board**") of ENN Energy announces that on 8 December 2025, (i) 776 ENN Share Options granted under the ENN 2012 Share Option Scheme had been exercised pursuant to the rules of the ENN 2012 Share Option Scheme; and (ii) 4,524,537 ENN Share Options granted under the ENN 2012 Share Option Scheme had lapsed pursuant to the rules of the ENN 2012 Share Option Scheme.

Following (i) the issue of 776 new shares of ENN Energy (the "**ENN Shares**") as a result of the aforementioned exercise of ENN Share Options, and (ii) the lapse of 4,524,537 ENN Share Options, the relevant securities (as defined in Note 4 to Rule 22 of the Takeovers Code) issued by ENN Energy comprise: (i) 1,131,839,264 ENN Shares in issue; (ii) 224,000 ENN Share Options (which entitle the holders to subscribe for 224,000 new ENN Shares); and (iii) 259,000 ENN Share Awards (which are not convertible into ENN Shares). Save as disclosed above, there are no other relevant securities (as defined in Note 4 to Rule 22 of the Takeovers Code) issued by ENN Energy.

DEALING DISCLOSURE

The respective associates (as defined in the Takeovers Code) of the Offeror, ENN-NG and ENN Energy (including any person who owns or controls 5% or more of any class of the relevant securities (as defined in Note 4 to Rule 22 of the Takeovers Code) of ENN Energy or ENN-NG) are hereby reminded to disclose their dealings in any relevant securities (as defined in Note 4 to Rule 22 of the Takeovers Code) of ENN Energy or ENN-NG under Rule 22 of the Takeovers Code during the offer period.

In accordance with Rule 3.8 of the Takeovers Code, reproduced below is the full text of Note 11 to Rule 22 of the Takeovers Code:

"*Responsibilities of stockbrokers, banks and other intermediaries*

Stockbrokers, banks and others who deal in relevant securities, on behalf of clients have a general duty to ensure, so far as they are able, that those clients are aware of the disclosure obligations attaching to associates of an offeror or the offeree company and other persons under Rule 22 and that those clients are willing to comply with them. Principal traders and dealers who deal directly with investors should, in appropriate cases, likewise draw attention to the relevant Rules. However, this does not apply when the total value of dealings (excluding stamp duty and commission) in any relevant security undertaken for a client during any 7-day period is less than $1 million.

This dispensation does not alter the obligation of principals, associates and other persons themselves to initiate disclosure of their own dealings, whatever total value is involved.

Intermediaries are expected to co-operate with the Executive in its dealings enquiries. Therefore, those who deal in relevant securities, should appreciate that stockbrokers and other intermediaries will supply the Executive with relevant information as to those dealings, including identities of clients, as part of that co-operation."

Shareholders of ENN-NG and ENN Energy, ENN Share Option Holders, ENN Share Award Holders and potential investors of ENN-NG and ENN Energy should be aware that the Proposal and the ENN Share Option Offer are subject to the Pre-Conditions being satisfied and the Conditions being satisfied or waived (where applicable). Accordingly, the Proposal and the ENN Share Option Offer may or may not be made or implemented and the Scheme may or may not be effective. Shareholders of ENN-NG and ENN Energy, ENN Share Option Holders, ENN Share Award Holders and potential investors of ENN-NG and ENN Energy are advised to exercise caution when dealing in the securities of ENN-NG and ENN Energy. Persons who are in doubt as to the action they should take should consult their stockbroker, bank manager, solicitor or other professional advisers.

By order of the Board
ENN Energy Holdings Limited
GONG Luojian
Director

Hong Kong, 8 December 2025

As at the date of this announcement, the ENN Energy Board comprises Mr. WANG Yusuo (Chairman), Mr. ZHANG Yuying (Chief Executive Officer), Mr. GONG Luojian (President), Mr. WANG Dongzhi (Chief Financial Officer), Ms. ZHANG Jin and Ms. SU Li as executive directors; Mr. WANG Zizheng as non-executive director; and Mr. MA Zhixiang, Mr. YUEN Po Kwong, Mr. LAW Yee Kwan, Quinn and Ms. WONG Lai, Sarah as independent non-executive directors.

The directors of ENN Energy jointly and severally accept full responsibility for accuracy of the information contained in this announcement and confirm, having made all reasonable enquiries, that to the best of their knowledge, opinions expressed in this announcement have been arrived at after due and careful consideration and there are no other facts not contained in this announcement, the omission of which would make any statement in this announcement misleading.