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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)

CHANGE OF BOARD COMPOSITION

The board (the “**Board**”) of directors (the “**Directors**”) of Tianjin Jinran Public Utilities Company Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) announces the following changes/proposed changes:

- (1) Ms. Yan Ying, through election at the Company’s staff representatives meeting, will be an employee Director with effect from 31 December 2025;
- (2) Ms. Sha Caiping has resigned as a non-executive Director in order to devote her time on her other work engagement. She will also cease to be a member of the remuneration committee of the Company upon her resignation as a Director taking effect;
- (3) Mr. Wang Cong has resigned as the chairman of the Board and an executive Director in order to devote his time on his other work engagement. He will also cease to be the chairman of the nomination committee of the Company upon his resignation as a Director taking effect;
- (4) Mr. Yang Zufeng has resigned as a non-executive Director with effect from 31 December 2025 in order to devote his time on his other work engagement;
- (5) Mr. Wang Yang has been nominated for election as an executive Director; and
- (6) Ms. Hao Yunhe has been nominated for election as a non-executive Director.

The proposed appointment of Mr. Wang Yang and Ms. Hao Yunhe is subject to the approval by the shareholders of the Company (the “**Shareholders**”) at an extraordinary general meeting (the “**EGM**”) to be convened. Upon the Shareholders (if thought fit) approving the appointment of the nominated Directors, their appointment and the resignation of Mr. Wang Cong and Ms. Sha Caiping will take effect at the conclusion of the EGM. The notice of the EGM will be issued in due course.

Each of Mr. Wang Cong, Mr. Yang Zufeng and Ms. Sha Caiping 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**”).

Biographies of Mr. Wang Yang, Ms. Hao Yunhe and Ms. Yan Ying are as follows:

Candidate for Executive Director

Mr. Wang Yang (王揚), aged 42, was conferred a Bachelor of Management from the Beijing Institute of Petrochemical Technology in China in July 2007, and a Master of Human Resources Management from the Central Queensland University in Australia in March 2009. Mr. Wang Yang worked in China Resources Gas group and has undertaken various positions, including (among others), assistant general manager of the Beijing branch department of the strategic investment department of China Resources Gas Group Limited, deputy general manager and member of the party committee of Qinhuangdao China Resources Gas Co., Ltd.. He was appointed as a deputy general manager of Jinran China Resources Gas Co., Ltd. (“**Jinran China Resources**”, a controlling shareholder of the Company) in May 2025.

Candidate for Non-executive Director

Ms. Hao Yunhe (郝雲鶴), aged 47, graduated from the Northeastern University at Qinhuangdao, China in July 1999, majoring in accounting. She was conferred the qualification of a senior accountant in China. Ms. Hao has been a deputy financial controller of Jinran China Resources and the manager of its finance department since November 2024. Ms. Hao joined Qinhuangdao City Coal Gas Company in October 1999, and Qinhuangdao City Gas Company in January 2008. She had been (among others) the financial controller of Qinhuangdao City Gas Company Vehicle Repair Factory, the head of the finance department of Qinhuangdao City Gas Engineering Company, the head of the finance department of Qinhuangdao China Resources Gas Co., Ltd. Engineering and Installation Branch Company, the manager of the finance department of Qinhuangdao China Resources Gas Co., Ltd., the financial controller of China Resources Gas Liaoyuan Regional Company and of Liaoyuan China Resources Gas Co., Ltd.. Ms. Hao was a shareholders’ representative supervisor of the Company from March 2025 to September 2025.

New Employee Director

Ms. Yan Ying (閻英), aged 53, is a deputy general manager of the Company since November 2022. She has more than 30 years of working experience with companies in the energy business, including serving in Tianjin Gas Group Company Limited from July 1995 to April 2012, and Tianjin Reli Power Co., Ltd. from April 2012 to September 2018. She joined Tianjin Zhongyuan Natural Gas Engineering Co., Ltd. in September 2018, and was the deputy secretary of its party committee and chairperson of its staff union prior to joining the Group in November 2022. Ms. Yan is a member of the general party branch committee and deputy secretary of the Company since October 2022, and the chairperson of the trade union of the Company since October 2023. She is a director of Tianjin Binhai Gas Group Company Limited since July 2025. She has been elected as an employee Director at the employees’ representative meeting of the Company held in December 2025. Ms. Yan is qualified as a senior politic officer in China. She graduated from Nankai University branch, with a bachelor of science in July 1995. She further completed the in-service postgraduate course in economics (economic management) at the Party School of the Central Committee of the Communist Party of China in July 2012. Ms. Yan received/will receive a remuneration of approximately RMB227,636 as an employee of the Company for the year ended 31 December 2025.

Other Matters

The appointment/election of Mr. Wang Yang, Ms. Hao Yunhe and Ms. Yan Ying have been considered and recommended by the Board, taking into account the recommendations of the nomination committee of the Company.

If Mr. Wang Yang is elected as an executive Director by the Shareholders at the EGM, it is proposed that he 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(s) as and when appropriate.

It is expected that Ms. Yan Ying will enter into a service contract with the Company for her role as an employee Director, with a term from 31 December 2025 to the conclusion of the annual general meeting of the Company to be held in 2028. She has waived and will not receive fixed remuneration for her role as an employee Director. She will be entitled to pension contribution, benefits and discretionary bonus under such service contract to be entered into.

It is expected that Mr. Wang Yang and Ms. Hao Yunhe will enter into a service contract with the Company, if his/her appointment is approved at the EGM, with a term commencing from the conclusion of the EGM and ending on the annual general meeting of the Company to be held in 2028. Each of Mr. Wang Yang and Ms. Hao Yunhe has indicated that he/she will waive and will not receive any fixed remuneration for his/her directorship. Each of Mr. Wang Yang and Ms. Hao Yunhe will be entitled to pension contribution, benefits and discretionary bonus under the service contract to be entered into.

The remuneration package of the new Director/Director candidates was determined based on the Company's remuneration policy for Directors, taking into account a variety of factors such as roles and responsibilities to be assumed by him/her in the Group, his/her individual qualifications and experience, the Company's actual circumstances, market practices, and the market remuneration standard and conditions in China.

Each of Mr. Wang Yang, Ms. Hao Yunhe and Ms. Yan Ying 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 as of the date of this announcement, (ii) 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; (iii) he/she does not currently have any interest in the shares of the Company and its associated corporations within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong); and (iv) there is no other matters in relation to the his/her respective appointment/proposed appointment that need to be disclosed pursuant to the requirements of Rule 13.51(2) of the Rules Governing the Listing of Securities on the Stock Exchange, or that need to be brought to the attention of the Shareholders.

By order of the Board
Tianjin Jinran Public Utilities Company Limited
Wang Cong
Chairman of the Board

Tianjin, PRC, 31 December 2025

As at the date of this announcement, the directors of the Company are:

Executive Directors: Mr. Wang Cong (*Chairman of the Board*), Ms. Tang Jie and Mr. Sun Liangchuan

Non-executive Directors: Mr. Zhang Jinghan and Ms. Sha Caiping

Independent Non-executive Directors: Mr. Yu Jian Jun, Ms. Ji Xuefeng and Mr. Bai Mo

Employee Director: Ms. Yan Ying

In this announcement, certain Chinese names of natural persons or 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.