

*Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.*



## **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)**

### **RESOLUTIONS RELATING TO THE A SHARE OFFERING**

This announcement is made by the Company pursuant to the requirements Rule 13.09 of the Listing Rules and the Inside Information Provisions of Part XIVA of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

References are made to the 2021 Circular, the announcement dated 21 December 2021 in relation to the poll result of 2021 Shareholders' Meetings held on 21 December 2021, and the announcement dated 29 December 2021 in relation to, among other matters, the revision of plan on investment projects to be financed by proceeds.

On 27 June 2022, the Board resolved to approve the Resolution Regarding Report on the Use of Funds Raised from Previous Fund Raising Activities of the Company and the Resolution Regarding the Adjustment on Investment Projects to be Financed by the Initial Public Offering of the A Shares by the Company. Details of these two resolutions are set out as follows:

#### **THE RESOLUTION REGARDING REPORT ON THE USE OF FUNDS RAISED FROM PREVIOUS FUND RAISING ACTIVITIES OF THE COMPANY**

According to the requirements of relevant laws, regulations and regulatory documents such as the "Administrative Measures for the Issuance of Securities by Listed Companies" (《上市公司證券發行管理辦法》) and the "Regulation on the Report on Use of Proceeds from Previous Fund Raising Activities" (《關於前次募集資金使用情況報告的規定》) issued by the CSRC, the Company has reviewed the use of the previously raised proceeds and formulated the "Special Report on the Use of Previously Raised Proceeds of Jilin Province Chuncheng Heating Company Limited" (《吉林省春城熱力股份有限公司前次募集資金使用情況專項報告》). After reviewing the use of the previously raised proceeds, Da Hua Certified Public Accountants (Special General Partnership) has issued the "Assurance Report on the Use of Previously Raised Proceeds of Jilin Province Chuncheng Heating Company Limited" (October 2019–December 2021) (《吉林省春城熱力股份有限公司前次募集資金使用情況鑒證報告》(2019年10月至2021年12月)). The "Special Report on the Use of Previously Raised

Proceeds of Jilin Province Chuncheng Heating Company Limited” (《吉林省春城熱力股份有限公司前次募集資金使用情況專項報告》) and the “Assurance Report on the Use of Previously Raised Proceeds of Jilin Province Chuncheng Heating Company Limited” (October 2019–December 2021) (《吉林省春城熱力股份有限公司前次募集資金使用情況鑒證報告》(2019年10月至2021年12月)) will be set out in the Circular of the Company to be despatched to the Shareholders.

## **THE RESOLUTION REGARDING THE ADJUSTMENT ON INVESTMENT PROJECTS TO BE FINANCED BY THE INITIAL PUBLIC OFFERING OF THE A SHARES BY THE COMPANY**

The resolution regarding investment projects to be financed by the initial public offering of the A Shares by the Company and its feasibility as set out in the 2021 Circular, and the “Feasibility Report on Use of Proceeds from the Initial Public Offering and Listing of the A Shares by the Company” as set out in Appendix I to the 2021 Circular were considered and passed by the Shareholders at the 2021 Shareholders’ Meetings. As stated in the announcement of the Company dated 29 December 2021 in relation to, among other matters, the revision of plan on investment projects to be financed by proceeds, in accordance with the authorisation granted to the Board by the Shareholders at the 2021 Shareholders’ Meetings, and taking into account the then actual situation and approval progress of the investment projects to be financed by the proceeds from the A Share Offering, the Board then decided not to implement the project of “Chuncheng Heating Gas-fired Peak-shaving Boiler Plant Project at Linhe West Street (春城熱力臨河西街燃氣調峰熱源廠工程)” for the time being, and thereby reducing the total investment amount of that project and the amount of proceeds by RMB210.6256 million.

After taking into account the Company’s actual demand for heat supplied by gas-fired peak-shaving boiler plants and the approval progress of the project of “Chuncheng Heating Gas-fired Peak-shaving Boiler Plant Project at Linhe West Street (春城熱力臨河西街燃氣調峰熱源廠工程)”, the Company proposes to add the “Chuncheng Heating Gas-fired Peak-shaving Boiler Plant Project at Linhe West Street (春城熱力臨河西街燃氣調峰熱源廠工程)” to its investment projects to be financed by the initial public offering of the A Shares. After the revision, the proceeds from the Offering of the A Shares, after deducting issuance expenses, will be used to invest in the following projects:

| No.          | Name of project   | Total<br>investment<br>amount<br>(RMB0'000) | Proceeds<br>utilised<br>(RMB0'000) |
|--------------|---|---|------------------------------------|
| 1            | Intelligent upgrade of heat supply facilities of Jilin Province Chuncheng Heating Company Limited<br>(吉林省春城熱力股份有限公司供熱設施智能化改造項目) | 40,059.65                                   | 40,059.65                          |
| 2            | Chuncheng Heating Gas-fired Peak-shaving Boiler Plant Project at Linhe West Street (春城熱力臨河西街燃氣調峰熱源廠工程)                          | 21,091.67                                   | 21,091.67                          |
| <b>Total</b> |   | <u>61,151.32</u>                            | <u>61,151.32</u>                   |

Before the proceeds from the Offering of the A Shares are in place, the Company may make initial investment with its own capital or bank loans in accordance with the actual progress of the projects, and replace the initial investment and pay for the remaining funds required for project construction after the proceeds are in place. In the event that the actual net proceeds (after deducting issuance expenses) from the Offering of the A Shares are not sufficient to meet the funding requirements of the above investment projects, the shortfall will be financed by bank loans or the Company's own capital.

Save for the above adjustment, there are no other changes to other parts of the Resolution on the Investment Project of the Proceeds from the Initial Public Offering of the A Shares by the Company.

The "Feasibility Report on Use of Proceeds from the Initial Public Offering and Listing of the A Shares by Jilin Province Chuncheng Heating Company Limited" (《吉林省春城熱力股份有限公司首次公開發行A股股票並上市募集資金可行性研究報告》) will be set out in the Circular of the Company to be despatched to the Shareholders.

## **EGM AND CLASS MEETINGS**

The Company will convene the EGM, H Shareholders' Class Meeting and Domestic Shareholders' Class Meeting to seek the approval of Shareholders for the Resolutions. It should be noted that in addition to the Shareholders' approval, the proposed A Share Offering is subject to the approval of the CSRC and other relevant regulatory authorities.

A circular for the EGM, the H Shareholders' Class Meeting and the Domestic Shareholders' Class Meeting containing, among other things, the details of the Resolutions, together with the notices of the EGM, the H Shareholders' Class Meeting and the Domestic Shareholders' Class Meeting, will be despatched to the Shareholders in due course in accordance with the requirements of the Listing Rules and the Company's articles of association.

**As the A Share Offering is subject to the approval of the CSRC and other relevant regulatory authorities and may or may not proceed, Shareholders and potential investors of the Company should exercise caution when dealing in the securities of the Company. Further announcement(s) will be made in due course to disclose the material progress of the A Share Offering as and when appropriate. This announcement is for information purposes only and does not constitute any invitation or offer to acquire, purchase or subscribe for the securities of the Company.**

## DEFINITIONS

In this announcement, unless the context otherwise requires, terms used herein shall have the following meanings:

|  |   |
|--|---|
| “2021 Circular”                        | the circular of the Company dated 2 December 2021 in relation to, among other matters, the proposed A Share Offering  |
| “2021 Shareholders’ Meetings”          | collectively, the third extraordinary general meeting of 2021, the first H Shareholders’ Class Meeting of 2021 and the first Domestic Shareholders’ Class Meeting of 2021 held on 21 December 2021  |
| “A Share(s)”                           | ordinary share(s) proposed to be issued by the Company pursuant to the A Share Offering and subscribed for in RMB   |
| “Board”                                | the board of Directors of the Company   |
| “Circular”                             | a circular containing, among other matters, details of such resolutions for the EGM, H Shareholders’ Class Meeting and Domestic Shareholders’ Class Meeting   |
| “Class Meetings”                       | collectively, the Domestic Shareholders’ Class Meeting and the H Shareholders’ Class Meeting  |
| “Company”                              | Jilin Province Chuncheng Heating Company Limited* (吉林省春城熱力股份有限公司), presently a joint stock company with limited liability which was incorporated in the PRC on 23 October 2017 and the H Shares of which are listed on the Main Board of the Hong Kong Stock Exchange |
| “CSRC”                                 | China Securities Regulatory Commission  |
| “Director(s)”                          | the director(s) of the Company  |
| “Domestic Share(s)”                    | domestic Share(s), which are subscribed for in RMB and held by PRC nationals or PRC incorporated entities, and are not listed or traded on any stock exchange   |
| “Domestic Shareholder(s)”              | holder(s) of the Domestic Share(s)  |
| “Domestic Shareholders’ Class Meeting” | the Domestic Shareholders’ class meeting to be held by the Company for consideration and approval of the Resolutions  |

|                                     |   |
|-------------------------------------|---|
| “EGM”                               | the extraordinary general meeting to be held by the Company for consideration and approval of the Resolutions   |
| “H Share(s)”                        | overseas listed foreign Share(s), which are subscribed for and traded in HK\$ and listed on the Main Board of the Hong Kong Stock Exchange  |
| “H Shareholder(s)”                  | holder(s) of the H Share(s)   |
| “H Shareholders’ Class Meeting”     | the H Shareholders’ class meeting to be held by the Company for the consideration and approval of the Resolutions   |
| “Hong Kong”                         | the Hong Kong Special Administrative Region of the PRC  |
| “Hong Kong Stock Exchange”          | The Stock Exchange of Hong Kong Limited   |
| “Listing Rules”                     | the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited, as amended from time to time  |
| “Offering” or<br>“A Share Offering” | the proposed public offering by the Company of not more than 155.5666 million A Shares, which will be listed on the Shenzhen Stock Exchange   |
| “PRC”                               | the People’s Republic of China, for the purpose of this announcement only, excluding Hong Kong, the Macau Special Administrative Region of the PRC and Taiwan   |
| “RMB”                               | Renminbi, the lawful currency of the PRC  |
| “Resolutions”                       | collectively, the Resolution Regarding Report on the Use of Funds Raised from Previous Fund Raising Activities of the Company and the Resolution Regarding the Adjustment on Investment Projects to be Financed by the Initial Public Offering of the A Shares by the Company |

“Share(s)” the Domestic Share(s) and the H Share(s) of the Company

“Shareholder(s)” the shareholder(s) of the Company

By order of the Board  
**Jilin Province Chuncheng Heating Company Limited\***  
**LIU Changchun**  
*Chairman*

Jilin, the PRC, 27 June 2022

*As at the date of this announcement, the non-executive Director is Mr. Liu Changchun (Chairman); 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*