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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)

FORMULATION OF THE “14TH FIVE-YEAR” DEVELOPMENT PLAN OF THE COMPANY, APPOINTMENT OF AUDITOR AND NOTICE OF ANNUAL GENERAL MEETING

The notice convening the AGM to be held on 27 June 2023 (Tuesday) is set out on pages 30 to 31 of this circular.

Whether or not you are able to attend the AGM, you are reminded to complete the proxy form in accordance with the instructions printed thereon and return the same to the Company's office at Floor 9, Gangao Tower, No. 18 Zhengzhou Road, Heping District, Tianjin, PRC (for holders of Domestic Shares), or to the Company's H Share Registrar, Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong (for holders of H Shares) as soon as practicable and in any event not later than 24 hours before the time appointed for holding of the AGM (or where applicable, any adjournment thereof). Completion and return of the proxy form will not preclude you from attending and voting in person at the AGM or at any adjournment thereof if you so wish, and in such event, the instrument appointing the proxy shall be deemed to be revoked.

All times and dates specified herein refer to local times and dates of Hong Kong.

12 May 2023

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DEFINITIONS

The following words and phrases used in this circular have the meanings set out below unless the context requires otherwise:

“14th Five-Year Development Plan”	the “14th Five-Year” development and strategic planning outline of the Company
“AGM”	the annual general meeting of the Company to be convened and held on 27 June 2023
“Board”	the board of Directors
“Company”	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 PRC, whose H Shares are listed on the Stock Exchange
“Director(s)”	director(s) of the Company
“Domestic Share(s)”	ordinary domestic share(s) of nominal value of RMB0.10 each in the registered capital of the Company which are subscribed for in RMB
“EY Hua Ming”	Ernst & Young Hua Ming LLP
“H Share(s)”	overseas listed foreign invested share(s) of nominal value of RMB0.10 each in the share capital of the Company, which are listed on the main board of the Stock Exchange
“Hong Kong”	the Hong Kong Special Administrative Region of the People’s Republic of China
“KPMG Huazhen”	KPMG Huazhen LLP
“Latest Practicable Date”	8 May 2023, being the latest practicable date prior to the printing of this circular for ascertaining certain information contained herein
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange

DEFINITIONS

“PRC” or “China”	the People’s Republic of China which, for the purposes of this circular only, excludes Hong Kong, the Macau Special Administrative Region of the People’s Republic of China and Taiwan
“RMB”	Renminbi, the lawful currency of the PRC
“Share(s)”	share(s) of the Company, including Domestic Share(s) and H Share(s), unless specified otherwise
“Shareholder(s)”	holder(s) of Share(s)
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“%”	per cent.

In this circular, 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.

LETTER FROM THE BOARD



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)

Executive Directors:

Mr. Chen Tao (*Chairman of the Board*)

Ms. Tang Jie

Mr. Sun Liangchuan

Legal address:

Weishan Road

Chang Qing Science Industry and Trade Park

Jinnan District

Tianjin, PRC

Non-executive Directors:

Ms. Wu Fang

Ms. Guan Na

Mr. Zhang Jinghan

Principal place of business in the PRC:

Floor 9, Gangao Tower

No. 18 Zhengzhou Road

Heping District

Tianjin, PRC

Independent non-executive Directors:

Mr. Zhang Ying Hua

Mr. Yu Jian Jun

Mr. Guo Jia Li

12 May 2023

To Shareholders:

Dear Sir or Madam,

**FORMULATION OF THE “14TH FIVE-YEAR” DEVELOPMENT PLAN
OF THE COMPANY
AND
APPOINTMENT OF AUDITOR**

INTRODUCTION

The purpose of this circular is to give you notice of the AGM and to provide information in relation to the resolutions to be proposed at the AGM.

LETTER FROM THE BOARD

THE “14TH FIVE-YEAR” DEVELOPMENT PLAN OF THE COMPANY

The period covered by the “14th Five-Year” Plan will be critical for the Company to ground its efforts in the new development stage, apply new development philosophy, create a new pattern of development and promote high quality development. The 14th Five-Year Development Plan of the Company defines the guiding ideology, development strategy, major tasks and supporting measures during the period covered by the “14th Five-Year” Plan, and serves as an important basis and program of action of the Company in its reform and development. The 14th Five-Year Development Plan of the Company has been considered and approved by the Board. An ordinary resolution would be proposed at the AGM to approve the 14th Five-Year Development Plan of the Company. Details of the plan are set out in the Appendix to this circular.

Any financial or performance indicator in the 14th Five-Year Development Plan of the Company serves as the Company’s internal management and control indicator for its operation plan and does not constitute a performance commitment or profit forecast. Achievement of any indicator is affected by factors such as macro-economy, industry development situations, market demand, the epidemic and other factors, and subject to uncertainty. Shareholders and potential investors are reminded to exercise caution in dealing in securities of the Company.

PROPOSED APPOINTMENT OF AUDITOR

In order to better ensure the independence and objectivity of the Company’s audit process and to improve the audit quality of the Company’s financial statements, EY Hua Ming, the existing independent auditor of the Company, will retire upon expiration of its term of office with effect from the conclusion of the AGM and it is proposed that EY Hua Ming will not be re-appointed.

The Company has received a confirmation letter from EY Hua Ming, confirming that there are no circumstances connected with its termination which it considered should be brought to the attention of the members or creditors of the Company in relation to the change of auditor. The Board has confirmed that there are no disagreements or outstanding matters between the Company and EY Hua Ming, and there are no matters in relation to the proposed change of auditor that need to be brought to the attention of the Shareholders.

The Board has resolved, with the recommendation of the audit committee of the Company, to propose the appointment of KPMG Huazhen as the new independent auditor of the Company following the retirement of EY Hua Ming, subject to the approval of the Shareholders at the AGM. An ordinary resolution will be proposed at the AGM for the appointment of KPMG Huazhen as the new independent auditor of the Company, and to authorise the Board to fix its remuneration.

LETTER FROM THE BOARD

AGM

The notice of the AGM is set out on pages 30 to 31 of this circular. Pursuant to the Listing Rules, voting at the AGM shall be taken by poll except where the chairman of the AGM, in good faith, decides to allow a resolution which relates purely to a procedural or administrative matter to be voted on by a show of hands.

Whether or not you are able to attend the AGM, you are reminded to complete the proxy form in accordance with the instructions printed thereon and return the same to the Company's office at Floor 9, Gangao Tower, No.18 Zhengzhou Road, Heping District, Tianjin, the PRC (for holders of Domestic Shares), or the Company's H Share Registrar, Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong (for holders of H Shares) as soon as practicable and in any event not later than 24 hours before the time appointed for holding of the AGM (or where applicable, any adjournment thereof). Completion and delivery of the proxy form will not preclude you from attending and voting at the AGM or any adjournment thereof if you so wish, and in such event, the instrument appointing a proxy shall be deemed to be revoked.

To the best of the Directors' knowledge, information and belief after having made all reasonable enquiries, as of the Latest Practicable Date, no Shareholder is required to abstain from voting at the AGM.

CLOSURE OF REGISTER OF MEMBERS

The register of members of the Company will be closed to ascertain the Shareholders who are entitled to attend and vote at the AGM from 28 May 2023 (Sunday) to 27 June 2023 (Tuesday) (both days inclusive), during which period no transfer of Shares will be registered. Shareholders whose names appear on the register of members of the Company on 27 June 2023 (Tuesday) are entitled to attend the AGM and to vote thereat.

To be entitled to attend the AGM and to vote thereat, all transfer of H Shares accompanied by the relevant share certificates and appropriate transfer forms must be lodged with the transfer office of the Company's H share registrar, Computershare Hong Kong Investor Services Limited at Shops 1712-16, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong by 4:30 p.m. 25 May 2023 (Thursday).

LETTER FROM THE BOARD

RECOMMENDATION

The Directors believe that each of the resolutions to be proposed at the AGM, including the resolutions to approve the 14th Five-Year Development Plan of the Company and the appointment of the new auditor, is in the interests of the Company and the Shareholders as a whole. Accordingly, the Directors recommend the Shareholders to vote in favour of all the resolutions.

By order of the Board
Tianjin Jinran Public Utilities Company Limited
Chen Tao
Chairman of the Board

INTRODUCTION

The period covered by the “14th Five-Year” Plan will be critical for the Company to ground its efforts in the new development stage, apply new development philosophy, create a new pattern of development and promote high quality development.

This Plan has been prepared in accordance with the Proposals of Tianjin Committee of the Communist Party on Formulating the 14th Five-Year Plan for National Economic and Social Development and the Long-term Goals for 2035 of Tianjin City (《中共天津市委關於制定天津市國民經濟和社會發展第十四個五年規劃和二〇三五年遠景目標的建議》), Outline of the 14th Five-Year Plan for National Economic and Social Development and the Long-term Goals for 2035 of Tianjin City (《天津市國民經濟和社會發展第十四個五年規劃和二〇三五年遠景目標綱要》), Planning of the “14th Five-Year” Development Strategy of Tianjin Energy Investment Company Limited (《天津能源投資集團有限公司「十四五」發展戰略規劃》) and Planning of the “14th Five-Year” Development Strategy of Jinran China Resources Gas Co., Ltd (Draft for Comments) (《津燃華潤燃氣有限公司「十四五」發展戰略規劃(徵求意見稿)》). This Plan mainly defines the guiding ideology, development strategy, major tasks and supporting measures during the period covered by the “14th Five-Year” Plan, and serves as an important basis and program of action of Tianjin Jinran Public Utilities Company Limited in its reform and development.

The period covered by the Plan is 2021 to 2025.

PART I CURRENT SITUATION OF THE COMPANY

I. Basic Information

Tianjin Jinran Public Utilities Company Limited was established on 16 December 1998, and listed on the GEM of the Stock Exchange on 9 January 2004. As approved by the Ministry of Commerce of the People’s Republic of China, the Company changed to a foreign investment limited liability company in August 2007. The Company’s listing has been transferred from the GEM to the Main Board of the Stock Exchange since 18 October 2011. In August 2012, the Company changed its name from “Tianjin Tianlian Public Utilities Company Limited (天津天聯公用事業股份有限公司)” to “Tianjin Jinran Public Utilities Company Limited (天津津燃公用事業股份有限公司)”. Jinran China Resources Gas Co., Ltd holds 70.54% of the shares of the Company, Ms. Tang Jie holds 2.26% of the shares of the Company, and the remaining 27.2% of the shares are held by holders of H Shares.

The Company is responsible for the gas supply for Heping District, Hedong District, Hebei District, Dongli District, Hexi District, Xiqing District, Ninghe District, Hangu District and the relevant regions of Jinnan District in Tianjin, as well as Jining District of Ulanqab City, Inner Mongolia. As of the end of 2020, the Company had 530,000 piped gas subscribers, supplying 520 million cubic metres of gas annually. There are 2,405.82 kilometres of gas pipelines and 632 gas regulating and metering stations and facilities in areas covered by the Company’s operation.

The Company has established a sound corporate governance structure and has set up its General Meeting, the Board and its Committees (the Nomination Committee, Remuneration Committee and Audit Committee) and the Supervisory Committee. Under the senior management, the Company sets up 11 departments, namely the Party Work Department, General Office, General Management Department, Securities and Legal Department, Finance Department, Sales Department, Development Department, Engineering Operations Department, Safety Department, Planning Department and Internal Audit Department. The Company has 9 branch offices, namely Hexi Branch Office, Jining Branch Office, Heping Branch Office I and Heping Branch Office II Office, Hedong Branch Office I and Hedong Branch Office II, Xi Qing Branch Office, Ninghe Branch Office and Hangu Branch Office. As of the end of 2020, the Company had total assets of RMB2,458 million, with owner’s equity of RMB1,744 million and a gearing ratio of 29.1%.

II. “13th Five-Year Plan” Development Achievements

Since the “13th Five-Year Plan”, guided by the Xi Jinping Thought on Socialism with Chinese Characteristics for a New Era, the Company adheres to the “people-centered” development philosophy, and actively performs the “Three Functions”. The Party leadership has been strengthened comprehensively, the Company’s supporting services capability has been improved rapidly, the quality of assets and the management system have been optimized and improved continuously, and the income of employees has increased steadily. Compared with the period covered under the “12th Five-Year Plan”, the total assets and the owners’ equity of the Company increased by RMB254.30 million and RMB82.05 million respectively by the end of the period covered under the “13th Five-Year Plan”. During the “13th Five-Year Plan” period, total revenue and total profit reached RMB7,032.75 million and RMB140.07 million, respectively. The main achievements are as follows:

The Company implements new development ideology and continues to improve its comprehensive supporting capability. The Company continued to expand its operations with an investment of RMB345.04 million, with a year-on-year increase of 16% in gas sales volume. During the “13th Five-Year Plan” period, the Company reformed 233.61 kilometers of obsolescent gas pipeline networks under the Pro-people Project (民心工程), and has successfully completed the tasks of securing gas supply in various major events and during important periods, such as the National Games of China, the World Intelligence Congress and the 70th Anniversary Celebration of the Founding of the People’s Republic of China.

The Company has strengthened the safety management and has continuously deepened the inherent safety construction. The Company promoted the construction of its safety responsibility system and improved the safety responsibility system for personnel at all levels by revising and amending 47 safety management systems and 30 safety operating procedures. Safety certification and continuing education to principal persons in charge, safety management staff and other practitioners have been conducted to enhance the safety awareness and skills of staff on an ongoing basis. Dual prevention mechanism for safety risk prevention and control as well as for the identification and rectification of potential hazards has been in place, coupled with the identification of dangerous sources in various business areas, which has enhanced the ability of all staff, especially frontline staff, to identify sources of hazards. Works have been carried out to identify and rectify various specialized safety accident hazards such as gas safety, dangerous chemicals, fire-fighting and engineering construction, and safety inspections were being put forward at the team, branch and company levels to form a closed-loop supervision mechanism to eliminate all kinds of potential hazards in a timely manner. The Company strengthened the safety supervision of key businesses, enhanced the whole-process safety control of key operations such as gas pipelines, users and engineering construction, intensified the training of safety operation skills of frontline staff, and implemented improvement and rehearsal of various emergency plans, therefore comprehensively preventing the occurrence of safety accidents in order to achieve the annual target of “Four Zeros” in safety work on an ongoing basis.

The Company has deepened reform of state-owned enterprises and has continued to advance key working tasks. The Company launched the reform of the “Three Systems”, improved the reward and punishment mechanism for employees, deepened the reform of the total salary and remuneration system, and optimized the appraisal of the operating performance of enterprises. The reforms of Guizhou Jinwei Company and Guoxin Company were promoted to lay a solid foundation for the liquidation, while the reform of Jining Branch Office saw the listing of its assets on the Tianjin Property Rights Exchange.

With a strong commitment to the “people-centered” development philosophy , our business environment and service standards have improved for consecutive years. 28 items of services realized “No Visit at All” (一次不用跑) and service windows were extended to 8:00 p.m.. The Company has implemented the Tianjin government’s pro-people initiatives for five consecutive years to advance and extend heating hours to ensure the supply of gas. The centralized replacement of 210,900 smart gas meters has completed to continue to upgrade the smart services.

The Company has strengthened the management structure and continuously improved the internal management and control system. The Company has established a modern enterprise system with Chinese characteristics and continued to build a scientific, unified and efficient governance structure. By adhering to the integrated development of business and finance, the Company has realized the closed-loop control over the whole process of the comprehensive budget, whereby the bottom line of debt risk is guarded by hierarchical management, and capital management is strengthened by the “three-tier control” model. The Company has also realized the first stage of information management in all business areas through the construction of “global informationization”. By insisting on strengthening the management of environmental, social and governance issues, the Company has established several systems related to the above issues, and set up an ESG working group, to effectively manage the organization planning, indicator management and performance evaluation of the Company’s ESG issues. Furthermore, in order to improve the internal audit system, the Company has established a professional department to carry out special audits in line with the actual corporate management and key areas, so as to promote the improvement of internal control management and form a long-term mechanism.

Looking back on the implementation of the “13th Five-Year Plan”, it has become clear to us that to achieve success in state-owned enterprises, we must adhere to the guidance of Xi Jinping Thoughts on Socialism with Chinese Characteristics for a New Era, uphold the leadership of the Party in all work, and resolutely implement the decisions of the Central Government and the work requirements of the municipal Party Committee, municipal government and municipal State-owned Assets Supervision and Administration Commission. In addition, we must practice the new development philosophy, place an emphasis on putting people at the center, take energy services as an imperative guarantee for the business environment, and spare no efforts to provide high-quality services. In innovating and reforming, we must insist on emancipating the mind as our guide and seek motivation and vitality. As the Chinese saying goes, “A pine tree can stand firmly on a mountain”, we must insist on grasping the implementation with a “hammering” spirit, so as to accept the examination of the history and the people with performance, commitment and dedication.

PART II ANALYSIS OF THE DEVELOPMENT ENVIRONMENT**I. Analysis of the Macroeconomic Environment**

At present, we are witnessing significant changes unseen in a century, as well as a pivotal period for realizing the dream of the great rejuvenation of the Chinese nation. China has reached a critical point in its struggle for the Second Centenary Goal. The Fifth Plenary Session of the 19th Central Committee has adopted the Outline of the 14th Five-Year Plan for National Economic Development and the Long-term Goals for 2035, indicating that both the development of our country and the realization of the dream of the great rejuvenation of the Chinese nation are irresistible. Under the new development paradigm featuring “dual circulations”, with domestic circulation as the mainstay and domestic and international circulations reinforcing each other, economic development is inseparable from the protection of energy. As a result, the natural gas industry continues to play an important role in pushing national progress and promoting economic development.

Tianjin is responsible for promoting the synergetic development of Beijing, Tianjin and Hebei, serving the construction of the Belt and Road Initiative and other major national strategic tasks. By achieving Tianjin’s positioning of “one base and three areas” and the goal of building Tianjin as a leading city for the energy revolution, it will be able to build an efficient platform and provide a strong market for high-level energy reform and high-quality development. At the same time, with the urban development of Tianjin, the adjustment of the industrial layout, the optimization of the industrial structure, the continuous improvement of Tianjin’s economy, as well as the expansion of the middle-income group and the improvement of the living standards of the city’s people, provide a deep market base for the continuous growth of our natural gas demand. In particular, with the upgrade of the application of gas technology and the combination and promotion of supply-side and demand-side reforms, gas applications will become more widespread, especially the coordinated and integrated use of complex (multiple) energy sources will become more common, which will bring huge room for natural gas business development and market expansion.

II. Analysis of Industry Environment

The national energy strategy featuring “Four Reforms and One Cooperation” proposed by General Secretary Xi Jinping, has always been a fundamental guideline for energy development, including natural gas. The “Four Reforms and One Cooperation” means one reform to improve the energy consumption structure by containing unnecessary consumption, one reform to build a more diversified energy supply structure by promoting energy supply revolution, one reform to improve energy technologies to upgrade the industry, and one reform to optimize the energy system for faster growth of the energy sector, as well as comprehensive cooperation with other countries to realize energy security in an open environment. Meanwhile, the “Dual Carbon” goals, namely the carbon peaking and carbon neutrality, have been incorporated into the overall strategic plan of building a national ecological civilization. To this end, natural gas is the most feasible alternative to coal for cleanliness and low carbonization, and also the “lifelong partner” of renewable energy. Therefore, as a key energy for promoting “carbon neutrality”, natural gas will definitely play a vital role in our journey to the “Dual Carbon” goals.

III. Analysis of Our Competitiveness

(I) Core strengths

High quality and efficient services. Based on Jinran China Resources Gas Co., Ltd stable gas supply, the Company provides users with high quality and efficient services. The Company also endeavors to promote our brand and enhance our influence, thereby gaining high market recognition in regions where the Company operates.

Excellent asset quality. By strengthening investment control and tightening cash flow, the Company reports sufficient funds, reasonable asset and liability structure, low debt and liquidity risks and a low gearing ratio.

Standardized internal control management. The Company continues to optimize our systems by focusing on internal control risk management and building a system with the Articles of Association as the core and full coverage of business processes. Therefore, our capability to preserve and increase the value of state-owned assets continues to be enhanced.

Strong awareness of legal compliance. Adhering to Xi Jinping Thought on the Rule of Law, the Company deeply integrates legal compliance into our businesses by promoting corporate rule-of-law governance and operation compliance, thus establishing the rule-of-law management system and legal service system.

(II) Weaknesses and Deficiencies

In terms of gas supply, the Company has little control over gas sources and few means for gas storage and peaking;

As for development, the Company has few sizable, high-quality and new projects in pipeline, weak development momentum and insufficient value-added services and innovative business models for existing customer resources;

Regarding operation, the Company is under huge pressure from market-oriented reforms, price regulation, charges by the cleaning industry, rising costs, and etc.;

In respect of market, the Company lacks the awareness of competition, which results in loss of users. Therefore, our competitiveness needs to be enhanced, so do our mechanism to adapt to the market-oriented competition;

With respect to safety, safety accountability system requires further refinements, inspection of pipeline facilities and informational means to maintain safety requires updates. There are still tasks to be achieved in reaching the goal of building an inherently safe enterprise.

Concerning reform, certain historical difficulties have not been resolved and the vitality of reform has not been fully unleashed. The “Three Systems” reform remains to be completed. The enterprise personnel management system needs to be further improved, the existing talents cannot meet the needs of enterprise reform and development, and the talent team construction and the reserve talent management are weak;

With regard to innovation, our innovation mechanism is lagging behind with insufficient transformation in new technology applications. Great efforts need to be made for planning and integrating digital gas and smart gas;

About capital operation, our utilization of capital markets is inadequate and our equity financing capacity needs to be enhanced.

**PART III GUIDING IDEOLOGY, DEVELOPMENT PRINCIPLES,
STRATEGIES AND OVERALL GOALS****I. Guiding Ideology**

Under the guidance of Xi Jinping’s Thought on Socialism with Chinese Characteristics for a New Era, we will thoroughly implement the decisions and arrangements of the Party Central Committee, put into practice the new development philosophy throughout the whole-process of our work, and forge ahead the implementation of General Secretary Xi Jinping’s important requirements of the “Three Focuses”, and important instructions on party construction, reform and development in state-owned enterprises as well as new energy security strategy of “Four Revolutions, One Cooperation” in the Company. The new requirements for the high-quality development of the energy industry, including the Belt and Road Initiative, the coordinated development strategy of Beijing-Tianjin-Hebei region and the development orientation of “One Base and Three Regions”, will also be implemented. Additionally, the Company will accelerate its green and intelligent transformation to give full play to its functions of gas supply guarantee, quality service and economic efficiency, thereby making greater achievement, commitment and contribution in the new journey of building Tianjin into a socialist modern metropolis.

II. Development Principles

We spearhead our development with innovation. With full understanding of the core position of innovation in leading the high-quality development of enterprises, we will give fully play to the leading role of enterprises in innovation and stimulate the innovation and entrepreneurship vitality of all employees to form a comprehensive innovation pattern.

We take coordinated development as the intrinsic requirement. We will coordinate development and security, as well as development and environmental protection, so as to build a solid foundation for safety and environmental protection.

We take green development as a necessary condition for development. We will fully implement the plans of the central government and our city for carbon peaking and carbon neutrality, and accelerate the promotion of green and low-carbon development.

We take open development as a must for corporate development. We will pay equal attention to “going global” and “bringing in”, and strengthen project cooperation to achieve the effects of complementary advantages and multi-win development momentum.

We take shared development as an essential requirement to enhance our service capacity. We will enhance our ability to guarantee and improve people’s livelihood with quality services, allowing users to share the fruits of gas development; and to build a community with shared future for our employees and create a new landscape of corporate governance of co-construction, co-governance and sharing.

III. Development Strategies

Adhering to and strengthening the overall leadership of the Party, we will rely on and take the initiative to engage in the “14th Five-Year Development Plan” of Tianjin. Looking towards the new era and setting foot on the new stage, we will fully implement the new development philosophy and optimize the new development pattern to lead the overall development of Jinran Public to a new level with “new thinking, new momentum, new mechanism and new measures”. We are committed to enhancing and strengthening its “innovation capacity, competitiveness, control and risk resistance”, which will serve as a fundamental support to the Company’s sound, sustainable and quality development. We strive to build the Company into a first-class comprehensive clean energy service provider with customer reliance, excellent branding and green energy efficiency.

IV. Overall Goals

(I) Key economic indicators projection

It is aimed that in 2025, the Company could achieve revenue of RMB2 billion from its principal operations, to reach 700 million cubic meters in volume of gas supply, and to keep the gas leakage rate to be under 2%.

(II) Business development goals

To proactively develop ancillary products and comprehensive services related to the gas business, to make breakthroughs in and development of the comprehensive energy business and to gradually transform and upgrade itself from an traditional city gas enterprise into a comprehensive service provider of clean energy.

(III) Safety and environmental goals

To continuously perform properly on basic safety management, to improve the essential safety of gas, to enhance the construction of emergency maintenance system, and to implement the reformation of old gas pipeline network and the project on enhancement and reformation of facility safety, to build an urban lifeline. To continuously promote the correction and treatment of tying up of gas pipeline facilities.

(IV) Social service goals

To continuously promote the “1+3” reform to develop higher-quality services, to achieve 100% customer satisfaction rate and timeliness rate, “zero” negative notification, “zero” customer complaint and dynamic “zero”-dissatisfaction with services.

(V) Intelligentialize goals

By adhering to data-driven approach, to develop smart gas by leveraging informatization to achieve smart gas transmission and distribution in a safe and efficient manner, and to deliver first-class experience of agile customer services to become a benchmark for digitization project in the industry, thereby ultimately realizing the optimization of resources allocation and maximization of value creation.

(VI) Environmental and emission reduction goals

To continuously perform energy and reduce emission, to implement green operation, to stay aware of national policies, laws and regulation on environmental protection and energy, to proactively identify emission sources and formulate plan on energy saving and emission reduction, to reduce its carbon emissions. To reduce carbon emission by 3% in 2025, when compared with that in 2020.

PART IV TASKS AND MEASURES

Facing of the new centenary situation and the new development situation of energy and gas, in particularly severe difficulties and challenges in front of us, all staff of the Company should move forward with its burden, proactively making changes with the mindset of putting up a desperate fight, untied together and, work hard, in bid to achieve transformation and greater development in the new stage of development.

I. Main Tasks

With the deepening regulation of national macroeconomic policies and continuous optimization of industrial structure, together with the increased coverage of the gas user market, the development of urban gas enterprises in the new era should pay special attention to exploring the user market deeply, in addition to further expanding the user market scale and enhance user development. With user-oriented approach as the premise, the Company will strive to achieve optimized user experience and increased customer stickiness by comprehensively applying the organic combination of new concepts, new technologies, new facilities and compound energy systems, so as to increase the Company’s principal businesses in multiple ways.

(I) Taking user development as the orientation in achieving the sustainable development of the Company

The Company will adhere to the “1+3” reform, continue to optimize its business environment and promote upgrade thereof, and facilitate the interconnection between the systems, such as the gas installation application services, and the regulatory platform for approving investment projects of Tianjin online, so as to deeply integrate its services with Tianjin online public service websites and “Jinxinban (津心辦)” APP. For providing more convenient initiatives through expanding service channel, the Company will enhance the acceptance of online gas installation application and establish a smart service portal website covering comprehensive services for building a one-stop service center. Besides, advanced experience of cities such as Beijing and Shanghai will be served for refining the installation application procedures to improve the Company’s services and to optimize the gas installation application process. The construction period of small-and-micro projects which meet all conditions shall be shortened for complying with the time limit requirement of accepting rapid gas supply. The Company will continuously make return visits to users in the form of phone call and physical visit to collect their opinions and suggestions, thereby promoting the installation application work and services, and striving to improve users’ satisfaction and sense of fulfillment.

While seeking support from upstream gas sources actively, the Company will also accelerate user development and establish a sound follow-up service mechanism for users. The Company will proactively strive for the planning and construction of pipeline network in areas such as the land on the west of the Hongnihe River (洪泥河), the Baitangkou (白塘口) resettlement area and the land of 2.6 square kilometers in Xinzhuang (辛莊). With support from the designing institute, the Company will scientifically coordinate the overall planning of its existing pipeline network, thus improving the capacity of the pipeline network for gas supply. In addition, the Company will take the initiative to follow the policy of coal-to-gas conversion for heating boiler rooms to strive to achieve a case-by-case pipeline network construction.

(II) Actively promoting new mechanisms for innovative and integrated energy development and services for building a new development pattern of “gas+”

The Company will make full use of information technology and digital means to deeply exploit the diversified energy consumption needs of customers, and realize the synergistic development by virtue of the “system-integration” energy industry chain comprising energy design, energy equipment and engineering management of Jinran China Resources Gas Co., Ltd to customize energy supply service solutions. Also, the Company will endeavor to develop comprehensive energy projects of “multi-energy supply + energy storage + intelligent micro-grid + value-added services”. With a variety of clean energy sources, the Company will build a multi-energy complementary, flexible and reliable “energy local area network” that integrates supply and demand. Meanwhile, the Company will construct distributed energy systems in areas with high cooling (heating) supply demand including large commercial complexes, enterprises, hospitals, schools and transportation hubs, with an aim to build itself as a comprehensive energy supplier through promoting various energy services and figuring out user-centered, one-stop energy solutions.

(III) Proactively participating in the construction, investment and acquisition of the gas pipeline networks of Jinran China Resources Gas Co., Ltd by taking advantage of the Company’s capital

The Company will actively participate in the investment and construction of the gas pipeline networks of Jinran China Resources Gas Co., Ltd to provide financial support for the construction of the “all-in-one network” gas supply system in Tianjin, which may not only expand the Company’s main business, but also obtain favorable upstream gas sourcing price for the continuously healthy and steady development of the Company. The Company will also actively play its role as a listed platform for financing, and process acquisitions of urban gas enterprises of different ownerships in Tianjin in various means via market financing to achieve the expansion of the market share for the main business of the Company.

(IV) Actively exploring new businesses and adding new highlights to the Company’s operation

The Company will actively explore new business of LNG, hydrogen refueling stations and charging piles for vehicles to add new growth points for corporate development. In accordance with the specific requirements for “studying the attributes of financial products and market-oriented trading rules of gas spot trading and carbon emission trading to enhance the market-oriented trading level of energy products” under the 14th Five-Year Plan issued by Tianjin Energy Investment Group Co., Ltd., the Company has actively explored and studied the economic benefits brought by the attributes of financial products of carbon emission trading, thereby improving the capacities in managing carbon assets.

(V) Ensuring the healthy development of the Company with safety risk prevention and control

The Company will adhere to the principle of “safety first, precaution crucial”, strengthen the construction of the Company’s safety prevention and control system, prevent and resolve various safety risks, and closely coordinate with the top-level design of safety development in the 14th Five-Year Plan for the Natural Gas Development in Tianjin. By coordinating safety and development with systematic thinking, the Company aims to achieve scientific, professional, informational, intelligent and modern safety control.

II. Main Measures***(I) Comprehensively strengthening the leadership of the Party and promoting the new practice of “Remaining true to our original aspiration and keeping our mission firmly in mind”***

The Company will thoroughly study and implement Xi Jinping’s Thought on Socialism with Chinese Characteristics for a New Era, strengthen our commitment to the Four Consciousnesses, the Four-sphere Confidence and the Two Upholds, and give full play to the leading role of the Party in setting the right direction, keeping in mind the big picture and ensuring the implementation of Party policies and principles, thereby enabling the Party’s leadership over state-owned enterprises carried out in the whole process and all areas of the Company’s reform and development, energy security and service to people’s livelihood. The Company will strengthen the comprehensive coordination of Party organizations in relation to major issues concerning the implementation of the plan and improve the organizational system that links departments at all levels with efficiency to ensure the effective implementation of the plan. The Company will work to implement the spirit of the National Conference on Party Building of State-owned Enterprises, the general requirements for Party building in the new era, and the “Regulations on the Work at Primary-level Party Organizations of State-owned Enterprises (For Trial Implementation) (《中國共產黨國有企業基層組織工作條例(試行)》)”. Projects of “improving organizational capacity, enhancing the competence of Party leaders and members, and improving the integration of Party building and business operation” will be carried out, and efforts will be made to study the Party’s history, understand its theories, do practical work and make new advances to consolidate the educational achievements on the theme of “Remain true to our original aspiration and keep our mission firmly in mind”. The Company will adhere to the construction of normal long-term mechanism, promote the deep integration of Party building and production and operation, and test the efficacy of the work of Party organizations with the effectiveness of enterprise reform and development. The Company will give full play to the battle fortress role of primary-level Party organizations and the the exemplary role of Party members, and promote Party members and cadres to focus on the actual performance of work, achieving real results with hard work. The Company will constantly stimulate their vitality, enhance their ambition and spirit, and strengthen their confidence in development and undertaking, so as to improve the ability and level of implementing the new development concept and building a new development pattern, and transform the effectiveness of learning Xi Jinping’s Thought on Socialism with Chinese Characteristics for a New Era into ideas, methods and concrete practices to promote reform and development and improve energy security services. The Company will implement the accountability system for comprehensive and strict governance of the Party, contribute our efforts to it, and provide strong political guarantee for the reform and development of the Company with high-quality Party building.

(II) Continuing to strengthen the construction of safety and environmental protection system and advancing the development of intrinsic safety to a new level

The Company will thoroughly study General Secretary Xi Jinping’s important expositions on safety production, adhere to the principles of “people first” and “life first”, insist on prevention-oriented and systematic governance and strengthen forward-looking thinking, territorial layout and overall promotion. The Company will also strive to solidify its foundation, fill in the gaps and strengthen its weaknesses, and give full play to the “safeguard” function to plan a new pattern of intrinsic safety control of the Company.

The Company will strengthen the responsibility system and management system for safety and environmental protection. Specifically, with the principle of “managing the industry must manage safety, managing the business must manage safety, and managing production and operation must manage safety”, the Company will strictly put into practice the main responsibilities as an enterprise by developing improved lists of duties, works and assessment for all staff to clarify the main body of responsibility, refine responsibility division, strengthen supervision and assessment and fulfill responsibilities layer by layer, ensuring that the safety and environmental protection responsibilities are assigned to every department, every position in all areas, at all times and fulfilled by all staff. In addition, the Company will continue to improve the safety and environmental protection system and implement dynamic management in accordance with the principles of systemization, standardization and regularization. Adhering to the integration of construction and management, the Company will upgrade the safety and environmental protection standards system in a systematic manner to realize a closed loop of safety management throughout the life cycle of planning, design, construction, acceptance and operation and maintenance. The Company will also optimize the management and coordination mechanism for relevant parties, making the system more scientific, more operational and more practical.

The Company will continue to strengthen the construction of safety and environmental protection prevention and control system through the deep integration of production safety with information technology. On one hand, the Company will focus on early warning and pre-control, source remediation, and systematic governance to persistently perfect the dual prevention mechanism for risks and hazards. Insisting on “zero tolerance” for hazards, the Company will carry out comprehensive and thorough investigation and rectification of hazards on a regular basis and step up the investigation of near misses, in order to prevent small risks from causing major accidents. The Company will also take measures in rectifying accidents and enforce accountability with adherence to the “Four Iron” principle and rigorous implementation of “Four No Admission”. On the other hand, with emphasis on the basic issues of accident prevention and control, the Company will keep pushing forward the information construction of “Internet + Safety Supervision”. In particular, the Company will tap into the use of technology for advanced prediction, dynamic monitoring and proactive early warning, and strengthen the monitoring of the health status of pipeline facilities to prevent external damage and leakage from adjacent pipelines. Meanwhile, pipeline tying-up management will be continuously conducted, and the construction, security and inspection will be supervised by visual technology to achieve a supervision standard that is more accurate, more intelligent and more scientific. Additionally, the Company will upgrade the safety technology equipment and facilities and cultivate safety production management and technical talents, so as to enhance the standard of intrinsic safety management.

The Company will build up its emergency response capacity by improving the scientific emergency planning system that is comprehensive, well-connected, well-managed and practical. Through creating an emergency management system that is closely linked with higher-level units and with unified command, regular and professional functions, classified disposal, sensitive response and upper and lower linkage, the Company will be equipped with sound emergency command mechanism and system at the company and branch levels to coordinate the management of the whole process of accident rescue. In addition, the Company will comprehensively enhance the ability of monitoring, early warning and emergency response for potential accidents, and build a complete system for prevention, warning and emergency protection against various safety risks, especially major safety risks by providing emergency training and drills, strengthening drill evaluation, improving emergency materials and equipment support and enhancing the building of emergency response teams.

The Company will systematically focus on developing a safety culture and insist on the social governance. By strengthening the concept of “I want to be safe (我要安全)”, the Company will foster the awareness of bottom line and red line for safety and environmental protection, so as to guide all our employees to raise their awareness of the responsibilities for safe production. Besides, the Company will deepen the safety education and training for all our employees by setting up a modern safety training mechanism, as well as organising immersion training in respect of professional knowledge and skills including production safety, disaster prevention, mitigation and relief, and emergency response, with an aim to facilitate the targeted and effective safety training, thereby improving the safety skills of all our employees as a whole. Adhering to the principle of “joint safety responsibilities for Party members and government authorities, two duties for one post (黨政同責、一崗雙責)”, the Company will jointly fulfil both duties, and conduct prevention and treatment on a group basis. Furthermore, the Company will strengthen the publicity for the safety of our users, and continuously make efforts in rewarding the public for reporting. By implementing the mass line, the Company will also strengthen the safe consumption of gas, so as to effectively prevent the accidents and enhance the well-beings of our users.

(III) Actively performing the function of “services”, practicing the responsibility of energy concentration and building up a new image of quality and reliable energy brand

The Company will promote the application and development of “Internet+” to strengthen our ability to provide convenient services for the public and help to build a smart city. By continuously optimising the implementation of “No Visit at All (一次不用跑)”, the Company will also consolidate the achievements of the service reform. The Company will continue to optimise the business environment and implement the deployment of optimising the business environment as required by the PRC and Tianjin, so as to promote the setup of a long-term mechanism for optimising the business environment. In order to achieve the in-depth integration of services with Tianjin online service hall and “Jinxin Office (津心辦)” APP, the Company will share and connect with government data. Furthermore, the Company will integrate the service stations and halls within our service scope and build comprehensive intelligent service halls for all business, thereby realising “one-stop service (一站通辦)” for application, charging, security inspection and maintenance. The Company will coordinate online services and closely connect with the multi-level customer service network to effectively connect with the government service hotline 12345, thereby continuously enhancing the influence of the service hotline 96677 of the Group and realising the goal of “solving problems through one phone number (一號即辦)”. In addition, the Company will promote the development of our quality gas service system and propagate our culture of commitment, with an aim to build up a credible and professional image with outstanding protection capabilities, prominent service brand, stable operation of major business and sustainable development capabilities. The Company will facilitate

the street communities and enterprises to jointly develop a working mechanism for mutual integration as well as the connection and sharing of livelihood services. By implementing the new service model of “housekeeper in position at the request of users; Party members and departments in position at the request of housekeeper (用戶吹哨，管家報到；管家吹哨，黨員報到、部門報到)”, the Company will establish a sound service mechanism for rapid response and set up an energy housekeeper service system, with a focus on the one-to-one services for key customers such as “the elder and child care institutions (一老一小)” and medical institutions. Furthermore, the Company will take the initiative to fulfil our social responsibility by maintaining good and long-term cooperation with relevant parties and gaining widespread recognition from the authority and various sectors of the society, so as to establish a high level of recognition and trust among our customers as well as high market reputation and brand influence.

(IV) Breaking new ground for Company’s survival by actively leveraging the function of “benefit-making” to create revenue and save costs, and enhance quality and effectiveness

The Company will increase income and effectiveness in an all-round way to expand new room for corporate development. In order to retain large users, the Company will conduct data statistics and analysis on gas consumption data of all industrial and commercial users for the recent years based on the gas consumption level and customer status. Gas consumption data and status of users are monitored by increasing access to key users driven by the increasing awareness over market competition and crisis. The Company will develop targeted plans tailored to the different conditions of its users and maintain business relationships with major customers to cope with penetration by competing companies and to exert all its strength to maintain the fundamentals of gas sales. Focusing on developing user base for dual gas sources, the Company will establish close contact with users through increased visits, monitor user status and work closely with them to deliver precise and refined services. In order to increase the proportion of gas volume, the Company will expand the share of gas supply through high-quality services and other measures as well as preferential pricing. Besides, to promote value-added services, the Company will strive to create new momentum for corporate growth and carry out marketing activities to promote gas insurance business, providing value-added services to customers and reducing corporate safety risks. The Company will also develop online and offline business cooperation with intelligent gas appliance manufacturers, and carry out online and offline marketing promotion of intelligent gas appliances on the WeChat public account and business halls respectively to expand the business portfolio of the Company. The Company will actively take advantage of its existing funds and financing edge of the platform for the acquisition and replacement of valuable assets and disposal of inefficient assets, and it will establish a long-lasting mechanism to enhance asset efficiency, so as to maintain the vitality and growth potential as a listed company and increase new profit growth points for the enterprise.

The Company will save costs and enhance effectiveness in an all-round way to extend its life cycle. It will strengthen the concept of practice austerity (真過緊日子), effectively save costs and reasonably control operating costs and expenses. To achieve quantifiable and comparable service standards for tenders, the intermediary fees are reduced from year to year in line with the principle that the bidding price for intermediary fees on the same basis should be lower than the actual amounts incurred in the previous year. The Company will give full play to the strength of its pricing auditing talents, further quantify and refine engineering construction costs and formulate an engineering materials directory to increase the transparency of construction costs.

(V) Deepening the internal reform of enterprises and establishing a new mechanism for fostering the vitality of enterprise reform and competition

The Company will continue to overcome difficulties and complete the liquidation and cancellation of Tianlian Technology Co., Ltd.* (天聯科技公司) and its subsidiaries, and actively push forward the reform of Jining Branch Office. By improving corporate governance, the Company will clearly outline the boundaries of authority and responsibility. This will ensure that the general meeting, the Board of Directors and the management of the Company are empowered with legal and fair authority, coordinated operations, and effective checks and balances. Consequently, the Company will actively promote the reform of its organizational structure to stimulate its internal dynamics. In addition, the Company will improve a cadre selection and appointment mechanism that combines organizational and market allocation. By implementing such a mechanism, the Company will be able to strengthen the cultivation and introduction of its talents, establish an internal talent market, expand market-oriented employment, improve the reserve talent pool, establish a cadre exchange mechanism, boost the intrinsic power of the cadre force, and practically promote cadre exchange in a normal manner, while at the same time strengthening the construction of business backbone team, implementing “dual channels” between management and business, and selecting and hiring professional and technical backbones for emerging positions on the platform of business competitions and technological innovation activities. Moreover, the Company will be able to strengthen performance management construction, so as to improve performance assessment management methods and performance assessment indicators, which in turn will enhance the close connection between the completion of key indicators and the medium- and long-term development of the Company, and establish a scientific and innovative key indicators system for performance assessment. The Company will deepen the reform of the three mechanisms, namely optimizing the incentive, reward and punishment mechanism, further optimizing the salary structure and continuously increasing the proportion of performance-based salaries, as well as improving the distribution mechanism that determines salaries based on performance contributions.

(VI) Enhancing internal control and lean management through comprehensive efforts, and exploring the concept of “management for efficiency” in a new light

The Company will coordinate the establishment of an internal control system to improve the quality of risk control. To prevent all risks, the Company will continue to implement the “Risk Control Quality Project”, establish comprehensive and unified internal control management, and thoroughly implement the “Three Ones” system of “one internal control manual, one set of process sheets, and one set of rules and regulations”.

The Company will improve and strengthen financial management construction, enhance financial risk control and early warning, implement risk management at source, improve risk response capability, and ensure that financial risks are under control, as well as promote standardized business processes and improve accounting information and accounting efficiency.

The Company will improve its audit management and enhance its ability to perform audit duties and audit work. It will strengthen the construction of audit mechanisms and systems, promote the cooperation of internal supervisory forces of the Company, enrich the organization of audit, innovate audit techniques and methods, optimize audit procedures, and improve the efficiency and quality of audit work. Additionally, it will strengthen the rectifying responsibilities of audit, coordinate internal audit resources and external forces, adopt diversified audit methods, organize and carry out audit supervision of the entire field and process of the Company, and give full play to the supervision and protection role of internal audit.

The Company will fully strengthen management of budget and comprehensive statistics, and optimize forecast and statistical analysis. By strengthening fixed assets management and revitalizing real estate and land assets to ensure accurate static data and dynamic management, the Company strives to achieve the whole process management of assets.

The Company will continue to advance the law-based operation, and promote the modernization of the governance system and capacity of state-owned enterprises, thereby building a new framework of modern enterprise governance system with Chinese characteristics. It will transform the institutional advantages into governance effectiveness, continue to improve the regulatory system based on the Articles of Association with hierarchical responsibility and classified control, in order to achieve a better match between the strategic control system and the governance structure. The Company will try to establish a decision-making mechanism for legal participation to effectively prevent and control legal risks. It will strengthen the litigation management, further implement the litigation management system, and improve the closing report system. Specifically, it will carry out law popularization activities during the Eighth Five Year Plan period, seek opportunities to establish a legal practice base with law firms and universities, deepen the cooperation between social organizations and enterprises, build a legal publicity front for grass-roots communities, increase the publicity of law, and enhance the influence of law popularization activities.

The Company will fully strengthen the construction of the integrity compliance system, build a compliance system with complete structure, sound rules and standardized processes, and establish different rules based on the Integrity and Compliance Manual, including a code of conduct, management methods, workflows, and management sheets, so as to deeply integrate integrity and compliance with business affairs, and organize an integrity and compliance network in key areas, links and posts. It will optimize the legal affairs management information system and the legal real-time query information system to ensure more standardized and information-based legal compliance management.

The Company will establish and improve the rules and regulations system. It will regulate the establishment, amendment, abolishment and interpretation of rules and regulations, enhance their systematicness, standardization and scientificity, and strengthen their publicity, implementation and supervision, so as to provide a solid institutional guarantee for efficient operation in accordance with laws and regulations.

(VII) Insisting on innovation driven in developing new methods for smart gas business transformation

The Company will emphasize the core position of innovation in enterprise modernization and the subject of enterprise innovation, improve the innovation mechanism, introduce incentive policy for science and technology advancement, and create a strong scientific and technological innovation atmosphere within the Company.

The Company will promote the application of information technology across the Company and adopt a visualized work site management mode, which is applied to work sites such as indoor maintenance, surveying and inspection, gas replacement, gas connection and ignition, on-site construction and occupancy clearance, etc. Live video broadcasting is used to improve site supervision and achieve smooth communication and efficient coordination among various business units. The Company will continue to strengthen business cooperation with meter manufacturers, technology companies, banks and others, promoting the use of Internet of Things meters, gradually improving the “Internet Plus Multi-Channel Payment” system based on various software and hardware such as Alipay, WeChat public platform, self-service gas sales terminals, etc., in order to explore more online payment channels and bring convenient services to a broader coverage. Empowered by such smart gas and digital gas mode, the Company will be able to improve safety management, production and operation and livelihood services, as well as optimise client experience in a more efficient and excellent manner.

The Company will implement the requirements of “Smart Pipeline Network”, improve the inspection level of our intelligent pipeline inspection system, and gradually build a well-established mechanism that include intelligent leakage test nodes, a Smart Cloud inspection and monitoring system, a decision-making system to assist emergency rescue and coordinating, and a monitoring and auxiliary system installed in portable terminal equipment, aiming to effectively safeguard the stable operation of the gas pipeline network. In accordance with the standardized construction requirements of intelligent field stations, the Company will promote the renovation of old pipeline networks and the upgrading of facilities and equipment, shift to proactively carry out inspection and maintenance of field station equipment, reinforce the use of practical technology in the emergency rescue process, in a view to enhance the maintenance efficiency, the stability of field station equipment operation, and lower maintenance costs.

With ERP as the core, the Company will optimise and improve the construction of the mobile terminal for gas management, promote the integration of ERP system, sales and billing, customer service and other systems, and actively build a information system for contract management, as well as implement and strengthen the “Three Bases and Six Defenses (三化六防)” network security measures to ensure risks are under control.

APPENDIX THE “14TH FIVE-YEAR” DEVELOPMENT PLAN

PART V. KEY MILESTONES OF THE 14TH FIVE-YEAR PLAN

2021: Reaching the historical highest gas sales volume

2022: Completing the mixed ownership reform under the gas classification, making a breakthrough from zero in the integrated service business

2023: Fully completing the institutional reform of the Company, realising development of the integrated energy business

2024: Utilizing its function as an investment platform, making breakthrough in investments, mergers and acquisitions in the gas market

2025: Activating the fund raising function through capital operation

** The “14th Five-Year” Development Plan is prepared and written in Chinese, and the English translation is for reference only. In case of any discrepancies between the Chinese version and the English version, the Chinese version shall prevail.*

NOTICE OF AGM



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)

NOTICE OF THE ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that an annual general meeting (the “AGM”) of Tianjin Jinran Public Utilities Company Limited (the “Company”) will be held at 3:00 p.m. on 27 June 2023 (Tuesday) at Floor 9, Gangao Tower, No. 18 Zhengzhou Road, Heping District, Tianjin, the People's Republic of China for the purposes of considering and, if thought fit, passing the following resolutions:

ORDINARY RESOLUTIONS

- (1) To receive and adopt the audited financial statements and the reports of the directors, supervisors and auditors of the Company for the year ended 31 December 2022.
- (2) To approve the appropriation to statutory surplus reserve for the year ended 31 December 2022.
- (3) To appoint KPMG Huazhen LLP as the Company's auditor and authorise the board of directors of the Company to fix its remuneration.
- (4) To approve the “14th Five-Year” Development Plan of the Company.

By Order of the Board

Tianjin Jinran Public Utilities Company Limited

Chen Tao

Chairman of the Board

Tianjin, PRC, 12 May 2023

NOTICE OF AGM

Notes:

- (a) Pursuant to articles of association of the Company, the register of members of the Company will be closed to ascertain the Shareholders who are entitled to attend and vote at the AGM, from 28 May 2023 (Sunday) to 27 June 2023 (Tuesday) (both days inclusive) during which period no change to the register of members will be allowed and no transfer of shares will be registered. Shareholders of the Company whose names appear on the register of members of the Company on 27 June 2023 (Tuesday) are entitled to attend the AGM and to vote thereat.

To be entitled to attend the AGM and to vote thereat, all transfer of H shares of the Company accompanied by the relevant share certificates and appropriate transfer forms must be lodged with the transfer office of the Company's H share registrar, Computershare Hong Kong Investor Services Limited at Shops 1712-16, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong by 4:30 p.m. 25 May 2023 (Thursday).

- (b) Voting at the AGM shall be taken by poll except where the chairman of the AGM, in good faith, decides to allow a resolution which relates purely to a procedural or administrative matter to be voted on by a show of hands.
- (c) Shareholders of the Company entitled to attend and vote at the AGM are entitled to appoint a proxy to attend and vote on their behalf in accordance with the articles of association of the Company. A proxy need not be a shareholder of the Company. A shareholder holding two or more shares may appoint more than one proxy.

To be valid, the proxy form for the use of shareholders and, if such proxy form is signed by a person on behalf of the appointer pursuant to a power of attorney or other authority, a notarially certified copy of that power of attorney or other authority must be delivered to the office of the Company at Floor 9, Gangao Tower, No. 18 Zhengzhou Road, Heping District, Tianjin, PRC (for holders of domestic shares), or to the office of the Company's H share registrar, Computershare Hong Kong Investor Services Limited at 17M, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong (for holders of H Shares) as soon as practicable and in any event not later than 24 hours before the time appointed for holding of the AGM (or where applicable, any adjournment thereof).

Completion and return of the proxy form will not affect the right of the shareholders of the Company to attend and vote at the AGM, if the shareholders of the Company so desire and, in such event, the instrument appointing a proxy shall be deemed to be revoked.

- (d) Shareholders of the Company and proxies attending the AGM shall be responsible for their own transportation and accommodation expenses.
- (e) The Company may implement further changes and precautionary measures for the holding of the AGM appropriate.
- (f) All times and dates specified herein refer to local times and dates of Hong Kong.