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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)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that an extraordinary general meeting (the “**EGM**”) of Tianjin Jinran Public Utilities Company Limited (the “**Company**”) will be held at 2:00 p.m. on 28 December 2023 (Thursday) 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:

SPECIAL RESOLUTION

1. To approve the proposed amendments to the articles of association of the Company (further details of which are set out in appendix I to the circular of the Company dated 7 December 2023), and to authorise any one director of the Company to modify the wordings of such amendment as he/she thinks appropriate or otherwise in accordance with requests or opinion of regulatory authorities or laws, rules and requirements applicable to the Company (such modification will not be required to be approved by the shareholders of the Company), and to execute all such documents and/or do all such acts as the director may, in his/her absolute discretion, deem necessary or expedient and in the interest of the Company to deal with related issues arising from the amendments to the articles of association of the Company.

ORDINARY RESOLUTION

2. **THAT:** (a) the city gas supply and usage contract dated 10 November 2023 (the “**Supply Contract**”, a copy of which is produced before the meeting, marked “A” and initialed by the chairman of the meeting for the purpose of identification) entered into between the Company and Tianjin Binran Pipe Network Construction Co., Ltd. and the transactions contemplated thereunder be and are hereby approved, confirmed and ratified; and (b) any one director of the Company (a “**Director**”) be and is hereby authorised to do or execute for and on behalf of the Company all such acts and things and such other documents under hand (and, where required, under the seal of the Company together with such other Director or person authorised by the board of Directors) and to take such steps as he/she or they may consider necessary, appropriate, desirable or expedient to implement or give effect to the Supply Contract and all other matters incidental thereto or in connection therewith and to agree to and make such variation, amendment and waiver of any of the matters relating thereto or in connection therewith.

By order of the Board

Tianjin Jinran Public Utilities Company Limited

Chen Tao

Chairman of the Board

Tianjin, PRC, 7 December 2023

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 EGM from 22 December 2023 (Friday) to 28 December 2023 (Thursday), 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 28 December 2023 (Thursday) are entitled to attend the EGM and to vote thereat.

To be entitled to attend the EGM 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. 21 December 2023 (Thursday).

- (b) Voting at the EGM shall be taken by poll.
- (c) Shareholders of the Company entitled to attend and vote at the EGM 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 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 Company's office 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 EGM (or where applicable, any adjournment thereof).

Submission of the proxy form will not affect the right of the shareholders of the Company to attend and vote at the EGM in person, 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 EGM shall be responsible for their own transportation and accommodation expenses.

As at the date of this announcement, the Board comprises three executive Directors, namely Mr. Chen Tao (Chairman of the Board), Ms. Tang Jie and Mr. Sun Liangchuan, three non-executive Directors, namely Ms. Wu Fang, Ms. Guan Na and Mr. Zhang Jinghan, and three independent non-executive Directors, namely Mr. Zhang Ying Hua, Mr. Yu Jian Jun and Mr. Guo Jia Li.