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## **TL Natural Gas Holdings Limited**

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 8536)**

### **LAPSE OF PLACING OF NEW SHARES UNDER GENERAL MANDATE**

Reference is made to the announcements of TL Natural Gas Holdings Limited (the “**Company**”) dated 31 October 2023 and 21 November 2023 (the “**Announcements**”) in relation to the placing of new shares of the Company. Unless defined otherwise, capitalised terms used herein shall have the same meanings as those defined in the Announcements.

The Board announces that as the conditions under the Placing Agreement have not been fulfilled on or before 12 December 2023, the Placing Agreement has lapsed on 12 December 2023. Pursuant to the Placing Agreement, all obligations and liabilities of the parties thereunder in relation to the Placing shall cease and determine and none of the parties shall have any claim against the others in respect of the Placing save for any antecedent breach.

The Directors are of the view that the lapse of the Placing has no material adverse impact on the existing business operation and financial position of the Group.

By Order of the Board

**TL Natural Gas Holdings Limited**

**LIU Yong Cheng**

*Executive Director, Chairman and Chief Executive Officer*

Hong Kong, 12 December 2023

*As at the date of this announcement, the Board comprises Mr. LIU Yong Cheng, Mr. LIU Yong Qiang and Mr. LIU Yong Sheng as executive Directors; and Ms. LUO Hongru, Ms. ZENG Li and Mr. YEUNG Chun Yue David as independent non-executive Directors.*

*This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the GEM Listing Rules for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that to the best of their knowledge and belief, the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this announcement misleading.*

*This announcement will remain on the “Latest Listed Company Information” page on the website of the Stock Exchange of Hong Kong Limited at [www.hkexnews.hk](http://www.hkexnews.hk) for a minimum period of seven days from the date of its publication and on the Company’s website at [www.tl-cng.com](http://www.tl-cng.com).*