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天伦燃气
TIANLUN GAS

China Tian Lun Gas Holdings Limited

中國天倫燃氣控股有限公司

(incorporated in the Cayman Islands with limited liability)

(Stock code: 01600)

**PROPOSED APPOINTMENT OF
INDEPENDENT NON-EXECUTIVE DIRECTOR**

The board (the “**Board**”) of directors (the “**Director(s)**”) of China Tian Lun Gas Holdings Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) is pleased to announce that pursuant to the articles of association of the Company, the Board proposed the appointment of Mr. Liu Jin (“**Mr. Liu**”) as an independent non-executive Director.

The above proposed appointment of Director is subject to the approval of the shareholders of the Company (the “**Shareholders**”) by way of ordinary resolution at the forthcoming annual general meeting (the “**AGM**”).

The biographical details of Mr. Liu are set out as follows:

Mr. Liu Jin (劉勁), aged 48, is currently the Vice President and a professor of Accounting and Finance of Cheung Kong Graduate School of Business. Mr. Liu served as an assistant professor from July 1999 to July 2006 and an associate professor with tenure from July 2006 to July 2008 at Anderson School of Management of the University of California, Los Angeles. He also served as an Economics Instructor at the Department of Economics at Columbia University in 1998. He obtained a doctoral degree in Business Administration from Columbia Business School in 1999. Mr. Liu has extensive experience in research on capital markets, financial accounting and equity investment and is an internationally renowned expert in the field of equity investment and securities analysis. Mr. Liu’s research has international influence and has been one of the authors

whose research achievements are most widely quoted in international literatures among Chinese social science scholars in the past decade. He is a long-term reviewer and editorial board member of various international first-level academic journals. Mr. Liu has received the Outstanding Research Award from Cheung Kong Graduate School of Business, the Eric and “E” Juline Faculty Excellence in Research Award, and the Barclays Global Investors Best Paper Award.

Mr. Liu served as an independent director of Zhejiang Red Dragonfly Footwear Co., Ltd. (浙江紅蜻蜓鞋業股份有限公司), the shares of which are listed on the Shanghai Stock Exchange (stock code: 603116.SH) from July 2011 to January 2016, and has been an independent director of Qinchuan Machine Tool & Tool Group Share Co., Ltd. (秦川機床工具集團股份公司), the shares of which are listed on the Shenzhen Stock Exchange (stock code: 000837.SZ) from November 2014 to present, and an independent director of Yunnan Baiyao Group Co., Ltd. (雲南白藥集團股份有限公司), the shares of which are listed on the Shenzhen Stock Exchange (stock code: 000538.SZ) from March 2016 to present.

Save as disclosed above, Mr. Liu does not hold any directorship in other public companies the securities of which are listed on any securities market in Hong Kong or overseas in the last three years or any position with the Company and other members of the Group.

As far as the Board is aware, Mr. Liu does not have any relationships with any Directors, senior management, substantial Shareholders or controlling Shareholders (as defined in the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”)) of the Company. As at the date of this announcement, Mr. Liu does not have any interests in the shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance, Chapter 571 of the Laws of Hong Kong.

Subject to the Shareholder’s approval, Mr. Liu will enter into a service agreement with the Company for a term of 3 years subject to retirement and re-election in accordance with the articles of association of the Company. Pursuant to the service agreement, Mr. Liu will receive a Director’s remuneration amounting to RMB 132,000 per year for serving on the Board.

A further announcement will be made by the Company in accordance with Rule 13.51(2) of the Listing Rules when the appointment of Mr. Liu, as an independent non-executive Director takes effect.

Mr. Liu has confirmed that he has met the independence criteria as set out in Rule 3.13 of the Listing Rules. Save as disclosed above, there are no other matters relating to the appointment that need to be brought to the attention of the Shareholders and there is no other information that should be disclosed pursuant to paragraphs 13.51(2)(h) to (v) of the Listing Rules.

By Order of the Board
China Tian Lun Gas Holdings Limited
Zhang Yingcen
Chairman

Zhengzhou, the PRC, 26 March 2018

As at the date of this announcement, the executive Directors are Mr. Zhang Yingcen (Chairman), Mr. Xian Zhenyuan, Mr. Zhang Suwei, Mr. Feng Yi and Ms. Li Tao; the non-executive Director is Mr. Wang Jiansheng and the independent non-executive Directors are Mr. Li Liuqing, Mr. Yeung Yui Yuen Michael and Ms. Zhao Jun.