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天倫燃气
TIANLUN GAS

Tian Lun Gas Holdings Limited

天倫燃氣控股有限公司

(incorporated in the Cayman Islands with limited liability)

(Stock code: 1600)

**COMPLETION OF TOP-UP PLACING OF EXISTING SHARES
AND
SUBSCRIPTION OF NEW SHARES UNDER GENERAL MANDATE**

Placing Agent



Reference is made to the announcement of the Company dated 21 February 2022 (the “**Announcement**”) in relation to, among other things, the Placing and the Subscription. Unless otherwise defined, capitalised terms used in this announcement shall have the same meanings as those defined in the Announcement.

COMPLETION OF THE PLACING AND THE SUBSCRIPTION

The Board is pleased to announce that the completion of the Placing and the Subscription took place on 24 February 2022 and 28 February 2022, respectively.

On 24 February 2022, an aggregate of 50,000,000 Placing Shares have been successfully placed by the Placing Agent to not less than six Placees at the Placing Price of HK\$8.40 per Placing Share. To the best of the Directors' knowledge, information and belief having made all reasonable enquiry, each of the Placees (and their respective ultimate beneficial owners) are independent of the Company and its connected persons. None of the Placees has become a substantial shareholder of the Company immediately after completion of the Placing.

As all conditions of the Subscription had been fulfilled and completion of the Subscription took place on 24 February 2022, a total of 50,000,000 Subscription Shares (equivalent to the number of the Placing Shares actually sold by the Vendor under the Placing) were subscribed by the Vendor at the Subscription Price of HK\$8.40 per Subscription Share. The Subscription Shares represent approximately 4.95% of the issued share capital of the Company as enlarged by the allotment and issue of the Subscription Shares.

The net proceeds from the Subscription amounted to approximately HK\$414 million. The Company intends to use the relevant net proceeds from the Subscription as follows: (i) approximately HK\$289.8 million or 70% will be used for development of rooftop photovoltaics projects for rural residential users and commercial/industrial users; (ii) approximately HK\$82.8 million or 20% will be used for the development of clean energy heating services; and (iii) approximately HK\$41.4 million or 10% will be used for working capital and general corporate purposes.

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

Zhengzhou, the PRC, 28 February 2022

As at the date of this announcement, the executive Directors are Mr. Zhang Yingcen (Chairman), Mr. Xian Zhenyuan (Chief Executive), Ms. Qin Ling, Mr. Liu Min and Ms. Li Tao; the non-executive Director is Ms. Chen Hong; and the independent non-executive Directors are Mr. Liu Jin, Mr. Li Liuqing, Ms. Zhao Jun and Ms. Ou Yaqun.