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## **Jilin Province Chuncheng Heating Company Limited\***

**吉林省春城熱力股份有限公司**

*(A joint stock limited liability company incorporated in the People's Republic of China)*

**(Stock Code: 1853)**

- (1) PROPOSED APPOINTMENT OF A NON-EXECUTIVE DIRECTOR;  
(2) ADDITIONAL RESOLUTION TO BE PROPOSED AT THE  
2023 ANNUAL GENERAL MEETING; AND  
(3) WITHDRAWAL OF ORDINARY RESOLUTION NO. 11 TO BE PROPOSED  
AT THE 2023 ANNUAL GENERAL MEETING**

References are made to the circular (the “**AGM Circular**”) of Jilin Province Chuncheng Heating Company Limited\* (the “**Company**”), the notice (the “**AGM Notice**”) of the 2023 annual general meeting of the Company (the “**2023 AGM**”) and the proxy form in relation to the 2023 AGM (the “**Proxy Form**”), all dated 26 April 2024 and the announcement of the Company dated 30 April 2024 in relation to, among others, the change of date of the 2023 AGM to Friday, 31 May 2024. Unless otherwise defined in this announcement, capitalised terms used in this announcement shall have the same meanings as those defined in the AGM Circular.

### **PROPOSED APPOINTMENT OF A NON-EXECUTIVE DIRECTOR**

The Board announces that on 16 May 2024, the Board proposed to appoint Mr. Song Chi (宋馳) (“**Mr. Song**”) as a non-executive Director for the third session of the Board. The proposed appointment is subject to the approval by the Shareholders at the 2023 AGM by way of an ordinary resolution.

Set out below are the biographical details of Mr. Song:

Mr. Song, aged 52, graduated from the Party School of Jilin Provincial Party Committee with a master's degree in law.

Mr. Song has extensive work experience, including from May 2001 to March 2004, Mr. Song served as the deputy head of Xingfu Township, Nangan District, Changchun City, the secretary of the Party Working Committee of Quan'an Street; from March 2004 to September 2004, he served as the committee member of the Nangan District Committee of Changchun City, the director of the Research Office of the Changchun City Nangan District Government; from September 2004 to August 2006, he served as a committee member of the Changchun Municipal Party Committee and the director of the County and District Division of the Municipal Government Policy Research Office of the Changchun Municipal Party Committee; from August 2006 to August 2016, he successively served as the deputy head of Chaoyang District, Changchun City, a member of the Standing Committee of the Chaoyang District Committee and the director of the Organization Department of Chaoyang District, Changchun City; from September 2016 to December 2018, he served as secretary of the Party Leadership Group, director of Changchun Public Utility Bureau; from December 2018 to July 2019, he served as secretary of the Party Leadership Group, director of Changchun Municipal Bureau of Commerce; from July 2019 to July 2021, he served as secretary of the Party Leadership Group, director of Changchun Market Supervision and Administration Bureau; from July 2021 to April 2022, he served as secretary of the Kuancheng District Committee of Changchun City of the Communist Party of China; from October 2023 to April 2024, he served as the deputy party secretary and general manager of Changchun Water Investment and Development Group Co., Ltd. Since April 2024, Mr. Song serves as the party secretary and chairman of Chuncheng Investment, the controlling shareholder of the Company.

Save as disclosed above and as at the date of this announcement, Mr. Song does not have any relationship with any Directors, senior management, substantial or controlling shareholder(s) of the Company, nor does he hold any other position with the Company or any of its subsidiaries, or any directorship in other listed companies in the last three years. As at the date of this announcement, Mr. Song does not have any interest in shares of the Company within the meaning of Part XV of the SFO.

It is proposed by the Board that Mr. Song will not receive remuneration for his service as a non-executive Director, as determined by the Board with reference to the recommendation from the remuneration committee of the Company, having taken into account his duties and responsibilities with the Company.

Upon the appointment as a non-executive Director and his remuneration being approved by the Shareholders at the 2023 AGM, Mr. Song will enter into a service contract with the Company for a term of three years from the date of approval by the Shareholders at the 2023 AGM, subject to re-election at the end of the term.

Save as disclosed above, the Board is not aware of any other matters in relation to Mr. Song's appointment as a non-executive Director that need to be brought to the attention of the Shareholders nor any information that is required to be disclosed pursuant to Rules 13.51(2)(h) to (v) of the Listing Rules.

## **ADDITIONAL RESOLUTION TO BE PROPOSED AT THE 2023 AGM**

The AGM Notice has been despatched to the Shareholders on 26 April 2024.

The Board has agreed that an additional ordinary resolution regarding the appointment of Mr. Song will be proposed at the 2023 AGM for consideration and approval by the Shareholders.

The following ordinary resolution will be proposed at the 2023 AGM as ordinary resolution numbered 12(viii):

### **ORDINARY RESOLUTION**

“12(viii) To elect Mr. Song Chi as a non-executive Director.”

## **WITHDRAWAL OF ORDINARY RESOLUTION NO. 11 TO BE PROPOSED AT THE 2023 AGM**

On 19 May 2023, Da Hua Certified Public Accountants (Special General Partnership) (“**Da Hua**”) was appointed as the Company’s auditors for the year 2023 for a term until the conclusion of the 2023 AGM.

On 13 May 2024, Da Hua informed the Company that the Jiangsu Supervision Bureau of China Securities Regulatory Commission (中國證監會江蘇監管局) issued an Administrative Punishment Decision (No. 1 of 2024) (《行政處罰決定書》[2024] 1號) to Da Hua on 10 May 2024, pursuant to which Da Hua is suspended from engaging in securities services business for a period from 10 May 2024 to 9 November 2024 (both days inclusive) (the “**Administrative Punishment Decision**”).

Having considered the Administrative Punishment Decision and the possible impact the Administrative Punishment Decision may have on the Company’s timely compliance with the relevant financial reporting requirements for the year ended 31 December 2024, including any review on the Company’s interim financial statements for the six months ending 30 June 2024 and audit of the Company’s financial statements for the year ending 31 December 2024, the Board, on the recommendation of the audit committee of the Company (the “**Audit Committee**”), decided not to re-appoint Da Hua as the Company’s auditors for the year ending 31 December 2024.

In view of the above, ordinary resolution no. 11 “*Re-appointment of Da Hua Certified Public Accountants (Special General Partnership) as the Company’s auditor for the year 2024*” as set out in the AGM Circular, the AGM Notice and the Proxy Form will be withdrawn and will not be put forward for consideration and approval by the Shareholders at the 2023 AGM. Accordingly, Da Hua will retire as the auditors of the Company upon the expiration of its current term of office at the close of the 2023 AGM.

Da Hua has confirmed with the Company that there is no disagreement between Da Hua and the Company and there are no other matters or circumstances in connection with its cessation as auditors of the Company for the financial year ending 31 December 2024 that need to be brought to the attention of the Shareholders and the Stock Exchange. The Board and the Audit Committee confirm that to their best information, knowledge and belief having made reasonable enquiries, there are no other matters or circumstances in connection with the retirement of Da Hua that need to be brought to the attention of the Shareholders and the Stock Exchange.

The Company is currently in the progress of identifying a suitable auditor to fill the casual vacancy as soon as practicable, and will make further announcement(s) in relation to the appointment of a new auditor as and when appropriate.

Saved as disclosed above, all other resolutions set out in the AGM Notice and the Proxy Form shall continue to be valid and be proposed at the 2023 AGM for Shareholders' consideration and approval and the sequence of other resolutions to be proposed at the 2023 AGM will remain unchanged.

A supplementary notice for convening the 2023 AGM (the "**Supplementary AGM Notice**") containing the abovementioned additional ordinary resolution, together with the revised proxy form (the "**Revised Proxy Form**") for use at the 2023 AGM are expected to be despatched to the Shareholders on or around 16 May 2024.

Shareholders should note that:

- (a) the date, time and venue for holding the 2023 AGM remain unchanged, i.e. 9 a.m. on Friday, 31 May 2024; and
- (b) the Revised Proxy Form shall supersede the Proxy Form despatched to the Shareholders on 26 April 2024 (the "**Old Proxy Form**"). Shareholders who have already submitted the Old Proxy Form are required to complete and submit the Revised Proxy Form in accordance with the instructions as stated in the Revised Proxy Form.

By order of the Board  
**Jilin Province Chuncheng Heating Company Limited\***  
**Wan Tao**  
*Joint Company Secretary*

Jilin, the PRC, 16 May 2024

*As at the date of this announcement, the executive Directors are Mr. Yang Zhongshi, Mr. Shi Mingjun, Mr. Xu Chungang and Mr. Li Yeji; and the independent non-executive Directors are Mr. Wang Yuguo, Mr. Fu Yachen and Mr. Poon Pok Man.*

\* *For identification purpose only*