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## **CHINA GAS INDUSTRY INVESTMENT HOLDINGS CO. LTD.**

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

**(Stock code: 1940)**

### **NOTICE OF EXTRAORDINARY GENERAL MEETING**

**NOTICE IS HEREBY GIVEN** that an extraordinary general meeting (the “**EGM**”) of China Gas Industry Investment Holdings Co. Ltd. (the “**Company**”) will be held at 10/F., United Centre, 95 Queensway, Admiralty, Hong Kong, on Thursday, 29 December 2022, at 3:00 p.m. (Hong Kong time) to consider, and if thought fit, to pass the following resolution as ordinary resolution of the Company:

#### **ORDINARY RESOLUTION**

**1. “THAT:**

- (a) the renewals of the Master Gas Products and Related Services Agreement and Master Utilities and Related Services Agreement (as defined in the circular of the Company dated 12 December 2022 (the “**Circular**”), a copy of which marked “A” is produced to the EGM and signed by the chairman of the EGM for the purpose of identification) dated 17 June 2020 entered into between the Company and HBIS (as defined in the Circular) for a period of three years from 1 January 2023 to 31 December 2025 be and are hereby approved, confirmed and/or ratified subject to compliance with all applicable provisions of the Listing Rules (as defined in the Circular), and all transactions contemplated thereunder and in connection therewith and any other ancillary documents be and are hereby approved, confirmed and/or ratified;
- (b) the Proposed Gas Products Annual Caps and Proposed Utilities Annual Caps (as defined in the Circular), be and are hereby approved, confirmed and/or ratified; and
- (c) any one of the directors of the Company be and is hereby authorised for and on behalf of the Company to sign such documents or deeds, and take all such steps as he may in his discretion consider necessary, expedient or desirable to implement and/or to give effect to the renewals of the Master Gas Products and Related Services Agreement and the Master Utilities and Related Services Agreement and the transactions contemplated thereunder as they may in his discretion consider to be desirable and in the interests of the Company.”

By Order of the Board of  
**China Gas Industry Investment  
Holdings Co. Ltd.**  
**Yao Li**  
*Chairman*

Hong Kong, 12 December 2022

*Notes:*

1. The approval of each of the (i) renewal of the Master Gas Products and Related Services Agreement and the transactions contemplated thereunder, together with the Proposed Gas Products Annual Caps, and (ii) renewal of Master Utilities and Related Services Agreement and the transactions contemplated thereunder, together with the Proposed Utilities Annual Caps is interdependent on and cannot proceed without the approvals of each other. As such, the Company will seek member's approval for each of the (i) renewal of the Master Gas Products and Related Services Agreement and the transactions contemplated thereunder, together with the Proposed Gas Products Annual Caps, and (ii) renewal of Master Utilities and Related Services Agreement and the transactions contemplated thereunder, together with the Proposed Utilities Annual Caps under the same single resolution at the EGM. As a result, members which exercise their rights to vote will be either voting in favour of the one single resolution which includes all of the (i) renewal of the Master Gas Products and Related Services Agreement and the transactions contemplated thereunder, together with the Proposed Gas Products Annual Caps, and (ii) renewal of Master Utilities and Related Services Agreement and the transactions contemplated thereunder, together with the Proposed Utilities Annual Caps, or voting against it. Members are reminded to exercise their voting rights cautiously.
2. Any member entitled to attend and vote at the EGM is entitled to appoint another person as his proxy to attend and vote instead of him. A member who is the holder of two or more Shares may appoint more than one proxy to represent him and vote on his behalf at the EGM. A proxy need not be a member of the Company.
3. In order to be valid, a form of proxy, together with a power of attorney or other authority (if any) under which it is signed, or a certified copy of such power or authority must be delivered to the Hong Kong branch registrar of the Company, Tricor Investor Services Limited at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong as soon as possible but in any event not less than 48 hours before the time appointed for holding the EGM or any adjournment thereof.
4. The register of members of the Company will be closed from Thursday, 22 December 2022 to Thursday, 29 December 2022 (Hong Kong time) (both dates inclusive), during which period no transfers of Shares will be effected. In order to qualify for the entitlement to attend and vote at the EGM, all transfer of Shares, accompanied by the relevant share certificates, must be lodged with the Hong Kong branch share registrar of the Company, Tricor Investor Services Limited at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong, not later than 4:30 p.m. on Wednesday, 21 December 2022 (Hong Kong time).
5. Where there are joint holders of any Share, any one of such persons may vote at the EGM, either in person or by proxy, in respect of such Share as if he was solely entitled thereto; but if more than one of such joint holders be present at the EGM, the vote of the senior who tenders a vote, whether in person or by proxy, shall be accepted to the exclusion of the votes of the other joint holders, and for this purpose seniority shall be determined by the order in which the names stand in the register of members in respect of the joint holding.
6. All resolutions at the EGM will be taken by poll (except where the chairman decides to allow a resolution relating to a procedural or administrative matter to be voted on by a show of hands) pursuant to the Rules Governing the Listing of Securities on the Stock Exchange (the "**Listing Rules**"). The results of the poll will be published on the websites of the Stock Exchange of Hong Kong Limited and the Company in accordance with the Listing Rules.
7. If tropical cyclone warning signal no. 8 or above, "extreme conditions" caused by super typhoons or a black rainstorm warning signal is in force at 11:00 a.m. on Thursday, 29 December 2022 (Hong Kong time), the EGM will be adjourned in accordance with the Bye-laws and further announcement for details of alternative meeting arrangements will be made. The EGM will be held as scheduled even when tropical cyclone warning signal no. 3 or below is hoisted, or an amber or red rainstorm warning signal is in force. You should make your own decision as to whether you would attend the EGM under bad weather conditions and if you should choose to do so, you are advised to exercise care and caution.

*As of the date of this notice, the Board of the Company comprises: (1) Mr. Yao Li (Chairman) and Ms. Gao Guimin as the executive Directors; (2) Mr. Zhang Aimin, Mr. Lai Yui and Ms. Ng Shuk Ming as the non-executive Directors; and (3) Mr. Siu Chi Hung, Mr. Xiao Huan Wei and Ms. Li Chun Elsy as the independent non-executive Directors.*