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*Unless otherwise defined herein, capitalised terms in this announcement shall have the same meanings as those defined in the prospectus dated Wednesday, 16 December 2020 (the “**Prospectus**”) issued by CHINA GAS INDUSTRY INVESTMENT HOLDINGS CO. LTD. (the “**Company**”).*

This announcement is for information purposes only and does not constitute an offer or an invitation to induce an offer by any person to acquire, purchase or subscribe for the Shares or other securities of the Company. This announcement does not constitute a prospectus. Potential investors should read the Prospectus for detailed information about the Company, the Hong Kong Public Offering and the International Offering described below before deciding whether or not to invest in the Shares. Any investment decision in relation to the Global Offering should be taken solely in reliance on the information provided in the Prospectus.

*This announcement does not constitute an offer to sell or the solicitation of an offer to buy nor shall there be any sale of Offer Shares in any jurisdiction in which such offer, solicitation or sales would be unlawful. This announcement is not for release, publication or distribution, directly or indirectly, in or into the United States or any other jurisdiction where such distribution is prohibited by law, nor is this announcement an offer for sale or solicitation to purchase or subscribe for securities in the United States. The Offer Shares have not been and will not be registered under the United States Securities Act of 1933, as amended from time to time (the “**U.S. Securities Act**”) or any state securities law in the United States and may not be offered, sold, pledged or transferred within the United States, except pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the U.S. Securities Act and applicable U.S. state securities laws. The Offer Shares are being offered and sold outside the United States in offshore transactions in reliance on Regulation S under the U.S. Securities Act and the applicable laws of each jurisdiction where those offers and sales occur. There will not be and is not currently intended to be any public offering of securities of the Company in the United States.*

*In connection with the Global Offering, China Everbright Securities (HK) Limited, as the stabilising manager (the “**Stabilising Manager**”), its affiliates or any person acting for it, on behalf of the Underwriters, may, to the extent permitted by applicable laws of Hong Kong or elsewhere, over-allocate or effect transactions with a view of stabilising or maintaining the market price of the Shares at a level higher than that which might otherwise prevail in the open market for a limited period beginning on the Listing Date. However, there is no obligation on the Stabilising Manager, its affiliates or any person acting for them to do this. Such stabilisation, if commenced, will be conducted at the sole and absolute discretion of the Stabilising Manager, its affiliates or any person acting for them and may be discontinued at any time. Any such stabilising activity is required to be brought to an end on Wednesday, 20 January 2021, being the 30th day after the last day for lodging applications under the Hong Kong Public Offering. Such stabilisation action may be effected in all jurisdictions where it is permissible to do so, in each case in compliance with all applicable laws and regulatory requirements, including the Securities and Futures (Price Stabilising) Rules (Chapter 571W of the Laws of Hong Kong), as amended, made under the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong). The details of the intended stabilisation and how it will be regulated under the Securities and Futures Ordinance are set forth in the section headed “Structure of the Global Offering” in the Prospectus.*

No such stabilising action can be taken to support the price of the Shares for longer than the stabilisation period which is expected to begin on the Listing Date and to expire on Wednesday, 20 January 2021, being the 30th day after the last day for lodging applications under the Hong Kong Public Offering. After this date, no further stabilising action may be taken, and demand for the Shares, and therefore the trading price of the Shares, could fall.

CHINA GAS INDUSTRY INVESTMENT HOLDINGS CO. LTD.

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

GLOBAL OFFERING

- Number of Offer Shares under the Global Offering : 300,000,000 Shares (subject to the Over-allotment Option)
- Number of Hong Kong Offer Shares : 30,000,000 Shares (subject to reallocation)
- Number of International Offer Shares : 270,000,000 Shares (subject to reallocation and the Over-allotment Option)
- Maximum Offer Price: : HK\$1.77 per Offer Share plus brokerage of 1%, SFC transaction levy of 0.0027% and Stock Exchange trading fee of 0.005% (payable in full on application, subject to refund)
- Nominal value : US\$0.0001 per Share
- Stock code : 1940

Sole Sponsor



Joint Global Coordinators, Joint Bookrunners and Joint Lead Managers (in alphabetical order)



Joint Bookrunners and Joint Lead Managers (in alphabetical order)



Joint Lead Managers (in alphabetical order)



Application has been made by the Company to the Listing Committee of the Stock Exchange for the listing of, and permission to deal in, the Shares in issue and to be issued as described in the Prospectus, including the Shares to be issued pursuant to: (i) the Capitalisation Issue; (ii) the Global Offering (including any Shares which may be issued pursuant to any exercise of the Over-allotment Option); and (iii) any exercise of the options to be granted under the Share Option Scheme. Assuming that the Global Offering becomes unconditional at or before 8:00 a.m. in Hong Kong on Tuesday, 29 December 2020, dealings in the Shares on the Stock Exchange are expected to commence at 9:00 a.m. on Tuesday, 29 December 2020. If the Over-allotment Option is exercised, an announcement will be made by the Company on the Company's website (www.cgiiholdings.com) and the Stock Exchange's website (www.hkexnews.hk).

The Global Offering comprises the: (1) Hong Kong Public Offering of 30,000,000 Offer Shares (subject to reallocation, representing 10% of the total number of Offer Shares initially available under the Global Offering); and (2) International Offering of 270,000,000 Offer Shares (subject to reallocation and the Over-allotment Option, representing 90% of the total number of Offer Shares initially available under the Global Offering). The allocation of the Offer Shares between the Hong Kong Public Offering and the International Offering is subject to reallocation as described in the section "Structure of the Global Offering — Hong Kong Public Offering — Reallocation" in the Prospectus.

The Sole Representative may reallocate Offer Shares from the International Offering to the Hong Kong Public Offering to satisfy valid applications under the Hong Kong Public Offering. In accordance with the Stock Exchange's Guidance Letter HKEX-GL91-18, if such reallocation is done other than pursuant to Practice Note 18 of the Listing Rules, i.e. if (i) the International Offer Shares are fully subscribed or oversubscribed and the Hong Kong Offer Shares are fully subscribed or oversubscribed by less than 15 times or (ii) the International Offer Shares are undersubscribed and the Hong Kong Offer Shares are oversubscribed irrespective of the number of times, up to 30,000,000 Offer Shares may be reallocated to the Hong Kong Public Offering from the International Offering, so that the total number of the Offer Shares available under the Hong Kong Public Offering will be increased to 60,000,000 Offer Shares, representing 20% of the number of the Offer Shares initially available under the Global Offering (before any exercise of the Over-allotment Option), and the final Offer Price shall be fixed at HK\$1.37 per Offer Share, being the low-end of the indicative Offer Price range stated in the Prospectus and the maximum total number of Offer Shares that may be reallocated to the Hong Kong Public Offering following such reallocation shall not be more than double of the number of Offer Shares initially allocated to the Hong Kong Public Offering (i.e. 60,000,000 Offer Shares), on the same terms and conditions as the Offer Shares that are subject to the Global Offering.

In connection with the Global Offering and pursuant to the International Underwriting Agreement, the Company is expected to grant an Over-allotment Option to the Sole Representative (for itself and on behalf of the International Underwriters) exercisable at the sole discretion of the Sole Representative (for itself and on behalf of the International Underwriters) at any time from the date of the International Underwriting Agreement until 30 days from the last day of lodging applications under the Hong Kong Public Offering (being Wednesday, 20 January 2021), after which the Over-allotment Option will lapse. Pursuant to the Over-allotment Option, the Company may be required to allot and issue up to 45,000,000 new Shares, representing 15% of the number of the Offer Shares initially available under the Global Offering, at the Offer Price to cover over-allocations in the International Offering, if any. In the event the Over-allotment Option is exercised, an announcement will be made by the Company on the Company's website at www.cgiiholdings.com and the website of the Stock Exchange at www.hkexnews.hk. For details, please refer to the section headed "Structure of the Global Offering" in the Prospectus.

Subject to the granting of the approval for listing of, and permission to deal in, the Shares on the Stock Exchange and compliance with the stock admission requirements of HKSCC, the Shares will be accepted as eligible securities by HKSCC for deposit, clearance and settlement in CCASS with effect from the Listing Date or such other date as determined by HKSCC. Settlement of transactions between participants of the Stock Exchange is required to take place in CCASS on the second business day after any trading day. All activities under CCASS are subject to the General Rules of CCASS and CCASS Operational Procedures in effect from time to time. All necessary arrangements have been made to enable the Shares to be admitted into CCASS.

The Offer Price will not be more than HK\$1.77 per Offer Share and is currently expected to be not less than HK\$1.37 per Offer Share, unless otherwise announced. Applicants for the Hong Kong Offer Shares are required to pay, on application, the maximum Offer Price of HK\$1.77 per Offer Share together with brokerage of 1.0%, SFC transaction levy of 0.0027% and Stock Exchange trading fee of 0.005%, subject to refund if the Offer Price as finally determined is less than HK\$1.77 per Offer Share or if an application is rejected, not accepted or accepted in part only. Appropriate refund payments (including the application monies, or the appropriate portion thereof, together with the related brokerage fee, SFC transaction levy and Stock Exchange trading fee attributable to the surplus application monies) will be made to applicants, without interest or the cheque or banker's cashier order will not be cleared. Further details are set out in the section headed "How to Apply for Hong Kong Offer Shares — 13. Refund of application monies" in the Prospectus.

Applications for the Hong Kong Offer Shares will only be considered on the basis of the terms and conditions set out in the Prospectus and in the Application Forms and in the IPO App and on the designated website (www.hkeipo.hk) for the HK eIPO White Form service. The Global Offering is conditional upon the fulfilment of the conditions set forth under the section headed “Structure of the Global Offering — Conditions of the Global Offering” in the Prospectus. In the event that the conditions of the Global Offering as mentioned therein are not fulfilled or waived (as the case may be) on or before such dates and times, the Global Offering will lapse and all monies received will be refunded to the applicants of the Global Offering without interest or the cheque or banker’s cashier order will not be cleared and the Stock Exchange will be notified immediately. Notice of the lapse of the Global Offering will be published by the Company on the website of the Stock Exchange website at www.hkexnews.hk and the website of the Company at www.cgiiholdings.com on the next business day following the date of such lapse.

Applicants who would like to have the allotted Hong Kong Offer Shares registered in their own names should either (i) complete and sign the **WHITE** Application Forms, or (ii) submit applications online through the **HK eIPO White Form** service in the **IPO App** or on the designated website at www.hkeipo.hk. Applicants who would like to have the allotted Hong Kong Offer Shares registered in the name of HKSCC Nominees and deposited directly into CCASS for credit to their CCASS Investor Participant stock accounts or the stock accounts of their designated CCASS Participants maintained in CCASS should either (i) complete and sign the **YELLOW** Application Forms, or (ii) give **electronic application instructions** to HKSCC via CCASS.

Copies of the Prospectus, together with the **WHITE** Application Forms, may be collected during normal business hours from 9:00 a.m. on Wednesday, 16 December 2020, until 12:00 noon on Monday, 21 December 2020 or such later date and time as may apply as described in the section headed “How to Apply for Hong Kong Offer Shares — 10. Effect of bad weather and/or Extreme Conditions on the opening of the application lists” in the Prospectus from:

1. any of the following offices of the **Hong Kong Underwriters**:

**China Everbright Securities
(HK) Limited**

12/F, Everbright Centre
108 Gloucester Road
Wanchai
Hong Kong

**Soochow Securities International
Brokerage Limited**

Level 17, Three Pacific Place
1 Queen’s Road East
Hong Kong

Zhongtai International Securities Limited	19/F, Li Po Chun Chambers 189 Des Voeux Road Central Central Hong Kong
ABCI Securities Company Limited	10/F, Agricultural Bank of China Tower 50 Connaught Road Central Hong Kong
BOCI Asia Limited	26/F, Bank of China Tower 1 Garden Road Central Hong Kong
BOCOM International Securities Limited	9/F, Man Yee Building 68 Des Voeux Road Central Hong Kong
China Industrial Securities International Capital Limited	7/F, Three Exchange Square 8 Connaught Place Central Hong Kong
CMBC Securities Company Limited	45/F, One Exchange Square 8 Connaught Place Central Hong Kong
Haitong International Securities Company Limited	22/F, Li Po Chun Chambers 189 Des Voeux Road Central Hong Kong
Huarong International Securities Limited	Unit A, 16/F & Unit A, 17/F Two Pacific Place 88 Queensway Hong Kong
Sheng Yuan Securities Limited	Room 2202, 22/F 238 Des Voeux Road Central Hong Kong
Sunfund Securities Limited	18/F, Hip Shing Hong Centre 55 Des Voeux Road Central Central Hong Kong

Yue Xiu Securities Company Limited	Room 1003-1005, 10/F, Siu On Centre 188 Lockhart Road Wanchai Hong Kong
Differ Financial and Securities Limited	Unit 1603, 16/F, Euro Trade Centre 13 Connaught Road Central Central Hong Kong
DL Securities (HK) Limited	Unit 2801, 28/F, Vertical Square 28 Heung Yip Road Wong Chuk Hang Hong Kong
Futu Securities International (Hong Kong) Limited	Unit C1-2, 13/F, United Centre No.95 Queensway Hong Kong
ZMF Asset Management Limited	Unit 2502, 25/F, World Wide House 19 Des Voeux Road Central Hong Kong

2. any of the following branches of **Bank of China (Hong Kong) Limited**, the receiving bank for the Hong Kong Public Offering:

District	Branch name	Address
Hong Kong Island	Lee Chung Street Branch	29-31 Lee Chung Street, Chai Wan, Hong Kong
Kowloon	Ma Tau Kok Road Branch	39-45 Ma Tau Kok Road, To Kwa Wan, Kowloon
New Territories	Yuen Long Branch	102-108 Castle Peak Road, Yuen Long, New Territories

Copies of the Prospectus, together with the **YELLOW** Application Forms, may be collected during normal business hours from 9:00 a.m. on Wednesday, 16 December 2020 until 12:00 noon on Monday, 21 December 2020 from the Depository Counter of HKSCC at 1/F, One & Two Exchange Square, 8 Connaught Place, Central, Hong Kong or your stockbroker, who may have such **YELLOW** Application Forms and the Prospectus available.

The **WHITE** or **YELLOW** Application Form completed in all respects in accordance with the instructions printed thereon, together with a cheque or banker's cashier order payable to "**BANK OF CHINA (HONG KONG) NOMINEES LIMITED — CHINA GAS INDUSTRY INVESTMENT PUBLIC OFFER**" for the payment attached and marked should be securely stapled and deposited in the special collection boxes provided at any of the branches of the receiving bank listed above on such dates, at the following times:

Wednesday, 16 December 2020 — 9:00 a.m. to 4:00 p.m.
Thursday, 17 December 2020 — 9:00 a.m. to 4:00 p.m.
Friday, 18 December 2020 — 9:00 a.m. to 4:00 p.m.
Saturday, 19 December 2020 — 9:00 a.m. to 12:00 noon
Monday, 21 December 2020 — 9:00 a.m. to 12:00 noon

Applicants applying by the **HK eIPO White Form** service may submit applications in the **IPO App** or on the designated website at www.hkeipo.hk (24 hours daily, except on the last application day) from 9:00 a.m. on Wednesday, 16 December 2020 until 11:30 a.m. on Monday, 21 December 2020 and the latest time for completing full payment of application monies in respect of such applications will be 12:00 noon on Monday, 21 December 2020 or such later time as described in the section "How to Apply for Hong Kong Offer Shares — 10. Effect of Bad Weather and/or Extreme Conditions on the Opening of the Application Lists" in the Prospectus.

CCASS Clearing/Custodian Participants can input **electronic application instructions** at the following times on the following dates⁽¹⁾:

Wednesday, 16 December 2020 — 9:00 a.m. to 8:30 p.m.
Thursday, 17 December 2020 — 8:00 a.m. to 8:30 p.m.
Friday, 18 December 2020 — 8:00 a.m. to 8:30 p.m.
Monday, 21 December 2020 — 8:00 a.m. to 12:00 noon

CCASS Investor Participants can input **electronic application instructions** from 9:00 a.m. on Wednesday, 16 December 2020 until 12:00 noon on Monday, 21 December 2020 (24 hours daily, except on Monday, 21 December 2020, the last application day). The latest time for inputting your **electronic application instructions** will be 12:00 noon on Monday, 21 December 2020, the last application day or such later time as described in the section "How to Apply for Hong Kong Offer Shares — 10. Effect of Bad Weather and/or Extreme Conditions on the Opening of the Application Lists" in the Prospectus.

Note:

- (1) The times in this paragraph are subject to change as HKSCC may determine from time to time with prior notification to CCASS Clearing/Custodian Participants and/or CCASS Investor Participants.

Please refer to the sections “Structure of the Global Offering” and “How to Apply for Hong Kong Offer Shares” in the Prospectus for details of the conditions and procedures of the Hong Kong Public Offering.

The Company expects to publish the announcement on the final Offer Price, the indication of the level of interest in the International Offering, the level of applications in the Hong Kong Public Offering and the basis of allocation of the Hong Kong Offer Shares on Monday, 28 December 2020: (i) on the Stock Exchange’s website (www.hkexnews.hk); and (ii) on the Company’s website (www.cgiiholdings.com). The results of allocations and the Hong Kong identity card/passport/Hong Kong business registration numbers of successful applicants under the Hong Kong Public Offering will be available through a variety of channels from Monday, 28 December 2020 as described in the section “How to Apply for Hong Kong Offer Shares — 11. Publication of Results” in the Prospectus.

The Company will not issue temporary documents of title. Share certificates will only become valid at 8:00 a.m. on Tuesday, 29 December 2020 provided that the Global Offering has become unconditional and the right of termination described in the section “Underwriting” in the Prospectus has not been exercised. No receipt will be issued for sums paid on application. Dealings in the Shares on the Stock Exchange are expected to commence at 9:00 a.m. on Tuesday, 29 December 2020. The Shares will be traded in board lots of 2,000 Shares each. The stock code of the Shares is 1940.

On behalf of the Board
CHINA GAS INDUSTRY INVESTMENT HOLDINGS CO. LTD.
David T Chen
Executive Director and Chairman

Hong Kong, 16 December 2020

As of the date of this announcement, the Board of Directors of the Company comprises: (1) Mr. David T CHEN, Mr. YAO Li 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.