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CHINA SUNTIEN GREEN ENERGY CORPORATION LIMITED*
新天綠色能源股份有限公司

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

(Stock Code: 00956)

CONNECTED TRANSACTION
LNG PURCHASE AND SALE CONTRACT

The Board hereby announces that New-energy Supply Chain (as the vendor) and Caofeidian Company (as the purchaser) entered into the Purchase and Sale Contract, pursuant to which New-energy Supply Chain will supply 17.24 million cubic meters (approximately 12.184 thousand tons) of LNG to Caofeidian Company for commissioning of two storage tanks 1# and 5#. The Company estimates the total transaction amount (tax inclusive) to be approximately RMB70.7 million.

Caofeidian Company is a non-wholly owned subsidiary of the Company; and HECIC is the controlling shareholder holding 48.95% equity interest in the Company and directly holds 10% or more equity interest in Caofeidian Company. Therefore, Caofeidian Company is a connected subsidiary of the Company and the Transaction constitutes a connected transaction of the Group under Chapter 14A of the Listing Rules. As the highest applicable percentage ratio (as defined in Rule 14.07 of the Listing Rules) in respect of the Transaction (aggregated with the natural gas supply transaction in 2024 under the Natural Gas Services Framework Agreement among Hebei Gas, Caofeidian Company and the Company signed and announced on 24 November 2023) exceeds 0.1% but is less than 5%, the Transaction is therefore subject to the reporting and announcement requirements but exempt from the circular and the independent shareholders' approval requirements under Chapter 14A of the Listing Rules.

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I. PURCHASE AND SALE CONTRACT

The principal terms of the Purchase and Sale Contract are as follows:

Date: 13 September 2024

Parties: (i) New-energy Supply Chain (as vendor); and

(ii) Caofeidian Company (as purchaser)

Purchase and sale and delivery of LNG:

Caofeidian Company needs to purchase 17.24 million cubic meters (approximately 12.184 thousand tons) of LNG from New-energy Supply Chain for the commissioning of two storage tanks 1# and 5# located in the Tangshan LNG terminal. The quality of LNG should meet the national standard (GB17820-2018 Natural Gas).

The LNG resources purchased and sold in accordance with the Purchase and Sale Contract shall be delivered in the designated storage tank of the Hebei Suntien Tangshan LNG Terminal on 15 September 2024 in the quantity, quality and price agreed under the Purchase and Sale Contract, and shall be transported to the gas consumption point by Caofeidian Company. Delivery is deemed as completed when the Letter on the Delivery of LNG Resources issued by New-energy Supply Chain was delivered to Caofeidian Company, and the risk of loss and ownership of the relevant goods are transferred from New-energy Supply Chain to Caofeidian Company.

Charges and pricing basis:

The two parties agree that the Transaction price shall not be lower than the LNG price sold by New-energy Supply Chain to an independent third party during the same period and under the same conditions (excluding the processing fee for the use of terminals).

The Transaction is based on the principle of “payment before delivery”, whereby Caofeidian Company shall make an advanced payment of RMB68.7 million to New-energy Supply Chain on 14 September 2024, and the both parties shall finalize the settlement in accordance with the procedures and deadlines agreed under the agreement after the actual delivery. If there is a discrepancy between the advance payment and the actual amount payable, the overpayment shall be refunded and the deficiency shall be supplemented based on the actual situation at the time of settlement.

The both parties estimate that the sales price range on the day of delivery is between RMB5,000/ton and RMB5,800/ton, and accordingly, the Company estimates the total transaction amount (tax inclusive) to be approximately RMB70.7 million.

II. REASONS FOR AND BENEFITS OF THE TRANSACTION

The Group has invested in the development of the Tangshan LNG Project and the supporting Outbound Pipelines Project through Caofeidian Company. Currently, the Tangshan LNG Project (Phase I) has been put into operation, and the construction of two storage tanks 1# and 5# in Phase I of the second stage has nearly been completed. Through the Transaction, on the one hand, Caofeidian Company can obtain supply of LNG timely to ensure smooth commissioning and early production of the two storage tanks 1# and 5# in Phase 1 of the second stage. On the other hand, the synergies of LNG supply from the Group will be further leveraged to enhance the spot consumption capacity of the LNG trading supply chain. The commencement of operation of the two storage tanks 1# and 5# will increase the Group's LNG storage capacity by 400,000 cubic meters, facilitating the creation of a safe and efficient system for the purchase, storage, transportation, and sale of natural gas by the Group. By transmitting overseas high-quality LNG resources in both gas and liquid forms, it will provide a strong guarantee for the energy supply of Hebei Province and surrounding provinces and improve social and economic benefits.

The Directors (including the independent non-executive Directors) consider that the Purchase and Sale Contract was entered into by the Group in the ordinary and usual course of business and on normal commercial terms and that the contract terms are fair and reasonable and are in the interests of the Company and its shareholders as a whole.

III. IMPLICATIONS UNDER THE LISTING RULES

Caofeidian Company is a non-wholly owned subsidiary of the Company; and HECIC is the controlling shareholder holding 48.95% equity interest in the Company and directly holds 10% or more equity interest in Caofeidian Company. Therefore, Caofeidian Company is a connected subsidiary of the Company and the Transaction constitutes a connected transaction of the Group under Chapter 14A of the Listing Rules. As the highest applicable percentage ratio (as defined in Rule 14.07 of the Listing Rules) in respect of the Transaction (aggregated with the natural gas supply transaction in 2024 under the Natural Gas Services Framework Agreement among Hebei Gas, Caofeidian Company and the Company signed and announced on 24 November 2023) exceeds 0.1% but is less than 5%, the Transaction is therefore subject to the reporting and announcement requirements but exempt from the circular and the independent shareholders' approval requirements under Chapter 14A of the Listing Rules.

As Dr. Cao Xin, Mr. Qin Gang, Mr. Mei Chun Xiao and Mr. Wang Tao hold positions in HECIC, and Mr. Tan Jian Xin holds a position in Caofeidian Company, they have abstained from voting on the Board resolution approving the Transaction in accordance with requirements under the Company's Articles of Association. Save for the above, none of the Directors has a material interest in the Transaction and, therefore, no other Director was required to abstain from voting on the relevant resolution(s) of the Board.

IV. GENERAL INFORMATION

The Company

The Company is one of the leading clean energy companies in Northern China. Its scope of business includes: (i) investment in exploration and utilization projects of natural gas, LNG, compressed natural gas, coalbed methane and coal-made natural gas, etc.; (ii) investment in the development of new energy projects such as wind power and solar power projects; and (iii) development of new energy technology and technical services.

New-energy Supply Chain

New-energy Supply Chain is a wholly-owned subsidiary of the Company. It is a professional natural gas sales platform established to complete the integration of purchase, storage, transmission and sales of natural gas. It is mainly engaged in the sales of piped gas and LNG by relying on the Tangshan LNG Project and the supporting outbound pipelines project, and undertakes the task of distributing natural gas resources at the Tangshan LNG terminals.

Caofeidian Company

Caofeidian Company was incorporated under the laws of the PRC on 22 March 2018, and is held by the Company, HECIC and Tangshan Caofeidian Development Investment Group Limited as to 51%, 29% and 20%, respectively. It is primarily engaged in investment in the development of the Tangshan LNG Project (in three phases), the Hebei Suntien Tangshan LNG Terminal Outbound Pipelines Project (Caofeidian-Baodi section) and the Hebei Suntien Tangshan LNG Terminal Outbound Pipelines Project (Baodi-Yongqing section).

V. DEFINITIONS

In this announcement, unless the context otherwise requires, the following terms shall have the following meanings:

“Board”	the board of Directors of the Company
“Caofeidian Company”	Caofeidian Suntien Liquefied Natural Gas Co., Ltd.* (曹妃甸新天液化天然氣有限公司), a company incorporated in the PRC with limited liability and a connected subsidiary of the Company
“Company”	China Suntien Green Energy Corporation Limited* (新天綠色能源股份有限公司), a joint stock company incorporated in the PRC with limited liability on 9 February 2010, the H shares and A shares of which are listed on the Main Board of the Stock Exchange and the Main Board of the Shanghai Stock Exchange, respectively

“connected person(s)”	has the meaning ascribed to it under the Listing Rules
“controlling shareholder(s)”	has the meaning ascribed to it under the Listing Rules
“Director(s)”	the director(s) of the Company
“Group”	the Company and its subsidiaries
“HECIC”	Hebei Construction & Investment Group Co., Ltd.* (河北建設投資集團有限責任公司), a wholly state-owned enterprise established in the PRC, and the controlling shareholder of the Company
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange
“LNG”	liquefied natural gas
“New-energy Supply Chain”	HECIC New-energy Supply Chain Management Co., Ltd.* (河北建投新能供應鏈管理有限公司), a company incorporated in the PRC and a wholly-owned subsidiary of the Company
“PRC”	the People’s Republic of China, for the purpose of this announcement, excluding the Hong Kong Special Administrative Region, the Macau Special Administrative Region and Taiwan
“RMB”	Renminbi, the lawful currency of the PRC
“Purchase and Sale Contract”	the LNG Purchase and Sale Contract dated 13 September 2024 signed by New-energy Supply Chain and Caofeidian Company
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“subsidiary(ies)”	has the meaning ascribed to it under the Listing Rules
“Transaction”	the supply of LNG to Caofeidian Company by New-energy Supply Chain under the Purchase and Sale Contract

By order of the Board
China Suntien Green Energy Corporation Limited
Tan Jian Xin
Executive Director and President

Shijiazhuang City, Hebei Province, the PRC, 13 September 2024

As at the date of this announcement, the non-executive Directors of the Company are Dr. Cao Xin, Dr. Li Lian Ping, Mr. Qin Gang and Mr. Wang Tao; the executive Directors of the Company are Mr. Tan Jian Xin and Mr. Mei Chun Xiao; and the independent non-executive Directors of the Company are Mr. Guo Ying Jun, Mr. Chan Yik Pun and Dr. Lin Tao.

** For identification purpose only*