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TL Natural Gas Holdings Limited

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 8536)

POLL RESULTS OF THE EXTRAORDINARY GENERAL MEETING HELD ON 20 MARCH 2020

Reference is made to the circular (the “**Circular**”) and the notice of extraordinary general meeting of TL Natural Gas Holdings Limited (the “**Company**”) both dated 3 March 2020. Unless otherwise defined, capitalised terms used in this announcement shall have the same meanings as those defined in the Circular.

The Board is pleased to announce that the ordinary resolutions proposed at the EGM held on 20 March 2020 were duly passed by the Independent Shareholders by way of poll. The poll results of the resolutions proposed at the EGM are as follows:

Ordinary Resolutions		Number of Votes (%)*	
		For	Against
1.	To approve, confirm and ratify the Sale and Purchase Agreement, the Subscription Agreements and the transactions contemplated thereunder, including but not limited to the allotment and issue of the Consideration Shares and the Conversion Shares upon full conversion of the Convertible Bonds pursuant to the terms and conditions of the Convertible Bonds and the issue of the Convertible Bonds.	78,800,000 (100.00%)	0 (0.00%)

Ordinary Resolutions		Number of Votes (%)*	
		For	Against
2.	To grant a general mandate to the Directors to allot, issue and deal with additional shares of the Company not exceeding 20% of the total number of issued Shares as at the date of passing of this resolution and to revoke the general mandate granted to the Directors pursuant to an ordinary resolution passed at the annual general meeting of the Company held on 3 May 2019 (without prejudice to any valid exercise of such general mandate prior to the passing of this resolution).	78,800,000 (100.00%)	0 (0.00%)

* *The number and percentage of votes are based on the total number of Shares voted by the Shareholders at the EGM in person or by proxy.*

Notes:

- (a) As a majority of the votes were cast in favour of each of the resolutions numbered 1 to 2, all resolutions were duly passed as ordinary resolutions.
- (b) As at the date of the EGM, the total number of Shares in issue was 562,030,000 Shares.
- (c) As disclosed in the Circular, Mr. Liu Yong Cheng, Mr. Liu Yong Qiang and their respective associates (holding 375,000,000 Shares in total, representing approximately 66.72% of the issued Shares) have stated their intention in the Circular to abstain from voting on the resolutions at the EGM and have done so accordingly. None of the other Shareholders have stated their intention in the Circular to vote against or to abstain from voting on any of the resolutions at the EGM. Accordingly, the total number of Shares entitling the holder to attend and vote on the resolutions at the EGM was 187,030,000 Shares.
- (d) Save as disclosed above, there were no Shares entitling the holder to attend and abstain from voting in favour of any of the resolutions at the EGM as set out in Rule 17.47A of the GEM Listing Rules.
- (e) The Company's branch share registrar in Hong Kong, Tricor Investor Services Limited, acted as the scrutineer for the vote-taking at the EGM.

By Order of the Board
TL Natural Gas Holdings Limited
LIU Yong Cheng
Executive Director, Chairman and Chief Executive Officer

Hong Kong, 20 March 2020

As at the date of this announcement, the Board comprises Mr. LIU Yong Cheng, Mr. LIU Yong Qiang and Mr. LIU Chunde as executive Directors; and Mr. WONG Chun Peng Stewart, Mr. LI Wai Kwan and Ms. LI Helen Hoi Lam as independent non-executive Directors.

This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the GEM Listing Rules for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that to the best of their knowledge and belief, the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this announcement misleading.

This announcement will remain on the GEM website at www.hkgem.com on the “Latest Company Announcements” page for at least seven days from the date of its posting. This announcement will also be published on the Company’s website at www.tl-cng.com.