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中國碳中和發展集團有限公司
China Carbon Neutral Development Group Limited
(Incorporated in the Cayman Islands with limited liability)
(Stock code: 1372)

**SUPPLEMENTAL PLACING AGREEMENT RELATING TO PLACING OF NEW
SHARES UNDER GENERAL MANDATE**

Reference is made to the announcement dated 12 October 2023 (the “**Placing Announcement**”) of China Carbon Neutral Development Group Limited (the “**Company**”) in relation to placing of new shares under general mandate. Unless otherwise defined herein, capitalized terms used in this announcement shall have the same meanings as those defined in the Placing Announcement.

The Board announces that on 17 October 2023 (after trading hours), the Company entered into an supplemental placing agreement with the Placing Agent (“**Supplemental Agreement**”), pursuant to which the respective parties thereto agreed to, among other things, amend and supplement the terms of the Placing Agreement as follows:

- In the event of any of the Conditions referred to in Clause 3.1 of the Placing Agreement not having been fulfilled or not waived (as the case may be) on or prior to 4:00 p.m. (Hong Kong time) on 1 November 2023 or such later time as may be agreed in writing between the Company and the Placing Agent, all rights, obligations and liabilities of the Parties in relation to the Placing shall cease and determine and none of the Parties shall have any claim against any other, save for antecedent breaches.

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The Directors consider that the terms of the Supplemental Agreement are on normal commercial terms and fair and reasonable and in the interests of the Company and the Shareholders as a whole.

Save as aforesaid, all other terms and conditions of the Placing Agreement shall remain unchanged and shall continue to be in full force and effect.

Expected completion of the Placing

The parties expect that the Placing will be completed on or before 27 October 2023 after the fulfilment of the condition precedent to the completion of the Placing as set out in the Placing Announcement or such other date as the Company and the Placing Agent may agree in writing.

The Company will keep its shareholders and potential investors informed of any significant development of the Placing and will make further announcement(s) as and when appropriate in accordance with the Listing Rules.

Shareholders of the Company and potential investors should accordingly exercise caution when dealing in the securities of the Company.

By order of the Board
China Carbon Neutral Development Group Limited
Sha Tao
Chairman

Hong Kong, 17 October 2023

As at the date of this announcement, the executive Directors are Mr. Sha Tao, Mr. Zhong Guoxing, Mr. Di Ling and Mr. Lu Xiangyong; and the independent non-executive Directors are Mr. Wang Anyuan and Mr. Wang Jiasi.