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## **Kunming Dianchi Water Treatment Co., Ltd.**

### **昆明滇池水务股份有限公司**

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

**(Stock Code: 3768)**

### **NOTICE OF 2022 ANNUAL GENERAL MEETING**

**NOTICE IS HEREBY GIVEN THAT** the 2022 annual general meeting (the “AGM”) of Kunming Dianchi Water Treatment Co., Ltd. (the “Company”) will be held at 2:30 p.m. on Thursday, 29 June 2023 at the meeting room of the Company on the 1st floor at Wastewater Treatment Plant No.7, Kunming Dianchi Tourist Resort, Yunnan Province, the PRC, for the following purposes:

#### **ORDINARY RESOLUTIONS**

1. To consider and approve the Report of the Board of Directors (the “**Director(s)**”) of the Company (the “**Board**”) for 2022
2. To consider and approve the Report of the Board of Supervisors of the Company for 2022
3. To consider and approve the final accounts of the Company for 2022
4. To consider and approve the audited financial statements of the Company and the independent auditor’s report for the year ended 31 December 2022
5. To consider and approve the profit distribution plan of the Company for 2022
6. To consider and approve the annual financial budget plan of the Company for 2023
7. To consider and approve the authorization to the Board to determine the domestic and international auditors of the Company for the year 2023 and their remunerations
8. To consider and approve the appointment of Mr. Xu Jingdong as a non-executive Director

## SPECIAL RESOLUTIONS

9. To consider and approve the proposed amendments to the Articles of Association of the Company, the details of which are set out in the circular of the Company dated 30 May 2023
10. To consider and approve the proposed amendments to the Rules of Procedures of the Shareholders' General Meeting of the Company, the details of which are set out in the circular of the Company dated 30 May 2023
11. To consider and approve the granting of the general mandate to the Board to allot, issue or deal with additional Domestic Shares/H Shares not exceeding 20% of the total number of Domestic Shares and H Shares of the Company, respectively, in issue on the date of passing of this resolution and authorise the Board to make such amendments as it deems appropriate to the provisions of the articles of association of the Company, so as to reflect the new capital structure upon additional allotment and issuance of shares pursuant to such mandate, the details of which are set out in the circular of the Company dated 30 May 2023

By order of the Board  
**Kunming Dianchi Water Treatment Co., Ltd.**  
**Zeng Feng**  
*Chairperson*

Kunming, the PRC  
30 May 2023

*Notes:*

1. According to the Listing Rules, any vote of Shareholders at a general meeting must be taken by poll. Accordingly, each of the resolutions set out in the notice of the AGM will be voted by poll. Results of the poll voting will be published on the Company's website at [www.kmdcwt.com](http://www.kmdcwt.com) and the HKExnews website of Hong Kong Exchanges and Clearing Limited at [www.hkexnews.hk](http://www.hkexnews.hk) after the AGM.
2. Any Shareholder entitled to attend and vote at the AGM convened by the above notice is entitled to appoint one or more proxies to attend and vote instead of him/her. A proxy need not be a Shareholder of the Company.
3. In order to be valid, the instrument appointing a proxy together with the power of attorney or other authority, if any, under which it is signed, or a notarially certified copy of such power of attorney or authority, must be completed and returned to the Company's registered office and headquarters in the PRC (for holders of Domestic Shares) or the H Share Registrar of the Company, Tricor Investor Services Limited (for holders of H Shares), at least 24 hours before the AGM (i.e. before 2:30 p.m. on 28 June 2023) or any adjourned meeting thereof. Tricor Investor Services Limited is located at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong. Completion and return of a proxy form will not preclude a Shareholder from attending and voting at the AGM or any adjourned meeting thereof should he/she so wish.
4. For the purpose of determining the list of holders of H Shares who are entitled to attend the AGM, the H Share register of members of the Company will be closed from Thursday, 8 June 2023 to Thursday, 29 June 2023 (both days inclusive). The holders of H Shares who wish to attend the AGM are required to submit the share certificates together with the transfer documents to the H Share Registrar, 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, 7 June 2023 for registration. Holders of H Shares who are registered with Tricor Investor Services Limited on or before the above date are entitled to attend the AGM.

5. In case of joint shareholdings, the vote of the senior joint Shareholder who tenders a vote, whether in person or by proxy, will be accepted to the exclusion of the votes of the other joint Shareholder(s) and for this purpose, seniority will be determined by the order in which the names stand in the register of members of the Company in respect of the joint shareholding.
6. The AGM is expected to be held for less than half a day. Shareholders who attend the meeting in person or by proxy shall bear their own travelling and accommodation expenses.
7. A Shareholder or his proxy should produce proof of identity when attending the AGM.
8. The Company's registered office and headquarters in the PRC is No. 7 Wastewater Treatment Plant, Kunming Dianchi National Tourist Resort, Yunnan Province, the PRC.
9. All references to dates and time in this notice are to Hong Kong dates and time.

*As of the date of this notice, the Board comprises Mr. Zeng Feng and Mr. Chen Changyong, as executive Directors; Mr. Zhou Jianbo and Mr. Zhang Yang, as non-executive Directors; and Ms. Wang Dongfang, Ms. Zheng Dongyu and Mr. Ong King Keung, as independent non-executive Directors.*