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**Taizhou Water Group Co., Ltd.\***  
**台州市水務集團股份有限公司**

*(a joint stock company incorporated in the People's Republic of China with limited liability)*  
**(Stock Code: 1542)**

**(1) POLL RESULTS OF THE ANNUAL GENERAL MEETING;**  
**(2) PAYMENT OF FINAL DIVIDEND;**  
**(3) APPOINTMENT OF DIRECTOR; AND**  
**(4) CHANGE OF COMPOSITION OF STRATEGY COMMITTEE**

References are made to the notice and the circular (the “**Circular**”) of Taizhou Water Group Co., Ltd. (the “**Company**”) dated 31 May 2023 in relation to the annual general meeting (the “**AGM**”) held on 30 June 2023. Unless otherwise specified, capitalised terms used in this announcement shall have the same meanings as those defined in the Circular.

**POLL RESULTS OF THE ANNUAL GENERAL MEETING**

The Company is pleased to announce that the AGM was held at Conference Room, Taizhou Water Group Co., Ltd., No. 308 Yin Quan Road, Xicheng Street, Huangyan District, Taizhou, Zhejiang Province, the PRC at 3:00 p.m. on Friday, 30 June 2023. All Directors attended the AGM in person or by electronic means.

As at the date of the AGM, the total number of issued Shares of the Company was 200,000,000, comprising 150,000,000 Domestic Shares and 50,000,000 H Shares, being the total number of Shares entitling the Shareholders to attend and vote on the resolutions proposed at the AGM. There were no restrictions on any Shareholders to cast votes on the proposed resolutions no. 1 to no. 8 and no. 10 to no. 12 at the AGM.

As disclosed in the Circular, Yongning Financial Consulting and its associates, which hold 26,679,541 Domestic Shares, representing approximately 13.34% of the total issued share capital of the Company as at the date of the AGM, was required to and had abstained from voting at the AGM in respect of resolution no. 9 proposed at the AGM. Accordingly, the total number of Shares entitling the Independent Shareholders to attend and vote for or against resolution no. 9 proposed at the AGM was 173,320,459, representing approximately 86.66% of the total number of issued Shares as at the date of the AGM.

Save as disclosed above, there were no Shareholders who are required under the Listing Rules to attend and abstain from voting in favour of each of the resolutions proposed at the AGM, or are required to abstain from voting on any of the resolutions proposed at the AGM.

The Shareholders and proxies attending the AGM held an aggregate of 166,561,000 Shares, representing approximately 83.28% of the total number of Shares in issue with voting rights as at the date of the AGM. All the resolutions considered at the AGM were voted by way of poll.

The AGM was legally and validly convened in compliance with the requirements of the Company Law and the Articles of Association. The AGM was chaired by Mr. Yang Jun, executive Director and chairman of the Board. Computershare Hong Kong Investor Services Limited, the H share registrar of the Company, acted as scrutineer for the vote-taking at the AGM.

At the AGM, the following resolutions were considered and passed by way of poll and the poll results are set out as below:

<b>Ordinary Resolutions<sup>(Note)</sup></b>		<b>For</b>	<b>Against</b>	<b>Abstain</b>
1.	To consider and approve the report of the Board for the year ended 31 December 2022.	166,561,000 (100%)	0 (0%)	0 (0%)
2.	To consider and approve the report of the supervisory committee for the year ended 31 December 2022.	166,561,000 (100%)	0 (0%)	0 (0%)
3.	To consider and approve the auditor's report, audited financial statements and annual report of the Company for the year ended 31 December 2022.	166,561,000 (100%)	0 (0%)	0 (0%)
4.	To consider and approve the final financial accounts for the year ended 31 December 2022 and the financial budget for the year ending 31 December 2023.	166,561,000 (100%)	0 (0%)	0 (0%)
5.	To consider and approve the Company's profit distribution plan and declaration of final dividend for the year ended 31 December 2022.	166,561,000 (100%)	0 (0%)	0 (0%)
6.	To consider and approve the re-appointment of Ernst & Young as the international auditor of the Company to hold office until the conclusion of the next annual general meeting of the Company, and to authorise the Board to fix its remuneration.	166,561,000 (100%)	0 (0%)	0 (0%)

<b>Ordinary Resolutions</b> <sup>(Note)</sup>		<b>For</b>	<b>Against</b>	<b>Abstain</b>
7.	To consider and approve the re-appointment of Pan-China Certified Public Accountants LLP as the domestic auditor of the Company to hold office until the conclusion of the next annual general meeting of the Company, and to authorise the Board to fix its remuneration.	166,561,000 (100%)	0 (0%)	0 (0%)
8.	<p>(a) To approve, confirm and ratify the joint venture agreement dated 19 April 2023 (the “<b>Joint Venture Agreement</b>”) and the transactions contemplated thereunder; and</p> <p>(b) to authorise any one or more director(s) of the Company to do all such acts and things, to sign and execute all such documents as he/she/they may consider necessary, appropriate, desirable or expedient to give effect to or in connection with the Joint Venture Agreement and the transactions contemplated thereunder, and to make and agree to make such variations of the terms of the Joint Venture Agreement as he/she/they may in his/her/their discretion consider to be appropriate, necessary or desirable and in the interests of the Company and its shareholders as a whole.</p>	166,561,000 (100%)	0 (0%)	0 (0%)

<b>Ordinary Resolutions</b> <sup>(Note)</sup>		<b>For</b>	<b>Against</b>	<b>Abstain</b>
9.	<p>(a) To approve, confirm and ratify the Huangyan Reservoir Water Supply Framework Agreement dated 31 March 2023 (the “<b>Huangyan Reservoir Water Supply Framework Agreement</b>”) and the transactions contemplated thereunder;</p> <p>(b) to approve, confirm and ratify the proposed annual caps for the three years ending 31 December 2025 in relation to the transactions contemplated under the Huangyan Reservoir Water Supply Framework Agreement; and</p> <p>(c) to authorise any one or more director(s) of the Company to do all such acts and things, to sign and execute all such documents as he/she/they may consider necessary, appropriate, desirable or expedient to give effect to or in connection with the Huangyan Reservoir Water Supply Framework Agreement and the transactions contemplated thereunder, and to make and agree to make such variations of the terms of the Huangyan Reservoir Water Supply Framework Agreement as he/she/they may in his/her/their discretion consider to be appropriate, necessary or desirable and in the interests of the Company and its shareholders as a whole.</p>	139,881,459 (100%)	0 (0%)	0 (0%)
10.	To consider and approve the appointment of Mr. Shao Aiping as a non-executive director of the Company.	166,561,000 (100%)	0 (0%)	0 (0%)
11.	To consider and approve the adoption of the revised rules of investment management.	166,561,000 (100%)	0 (0%)	0 (0%)

<b>Special Resolution</b>		<b>For</b>	<b>Against</b>	<b>Abstain</b>
12.	To consider and approve the provision of guarantees by the Company to Taizhou City Water Co., Ltd.* (台州城市水務有限公司) under certain facilities with the relevant banks in an aggregate amount of not more than RMB400 million.	166,561,000 (100%)	0 (0%)	0 (0%)

*Note:* Please refer to the Circular for details of the above resolutions.

As more than half of the votes from the Shareholders and proxies attending and having the rights to vote at the AGM were cast in favour of the above resolutions numbered 1 to 11, such resolutions were duly passed as ordinary resolutions.

As more than two-thirds of the votes from the Shareholders and proxies attending and having the rights to vote at the AGM were cast in favour of the above resolution numbered 12, such resolution was duly passed as special resolution.

#### **PAYMENT OF FINAL DIVIDEND**

As approved by the Shareholders at the AGM, the Board is pleased to announce the following details in respect of the payment of final dividend of the Company for the year ended 31 December 2022 to the Shareholders:

The final dividend will be paid in cash on or before 22 September 2023 to the Shareholders whose names appeared on the register of members of the Company on 12 July 2023. The final dividend for the year ended 31 December 2022 is denominated and declared in RMB. The Company declared a dividend of RMB0.075 per Share (tax inclusive). Dividend for Domestic Shares will be paid in RMB, while dividend for H Shares will be paid in HKD.

The relevant exchange rate for conversion was calculated based on the average closing rate for converting RMB into HKD as quoted by the People's Bank of China (i.e. HK\$1 to RMB0.9201) for the five business days prior to the date on which the dividend is declared (i.e. 30 June 2023). As such, the dividend to be paid to the holders of H Shares is HK\$0.0815 per Share (tax inclusive). Please refer to the Circular for matters regarding taxation on payment of the final dividend and the closure of the register of members of the Company.

## **APPOINTMENT OF DIRECTOR**

Reference is made to the announcement of the Company dated 8 May 2023 in relation to, among others, the proposed election of non-executive Director and change of composition of the strategy committee of the Company. As ordinary resolution numbered 10 above was duly passed by the Shareholders at the AGM, pursuant to the relevant laws and regulations including the Company Law of the PRC and the Articles of Association, Mr. Shao Aiping was appointed as a non-executive Director with effect from the date of approval at the AGM (i.e. 30 June 2023).

The biography of Mr. Shao Aiping and other relevant information required to be disclosed under Rule 13.51(2) of the Listing Rules are set out in the Circular. As at the date of this announcement, there is no other change to the biography of Mr. Shao Aiping as set out in the Circular.

Mr. Shao Aiping has entered into a service contract with the Company in relation to his appointment as a non-executive Director for a term of service commencing from the date of AGM until the end of the term of the fifth session of the Board. Mr. Shao Aiping will not obtain any remuneration from the Company.

## **CHANGE OF COMPOSITION OF STRATEGY COMMITTEE**

Reference is made to the announcement of the Company dated 8 May 2023 in relation to, among others, the resignation of Mr. Wang Haibo as a non-executive Director and a member of the strategy committee of the Company. The Board is pleased to announce that Mr. Shao Aiping has been appointed as a member of the strategy committee of the Company in replacement of Mr. Wang Haibo with effect from 30 June 2023.

Due to the aforementioned changes in the composition of the Board, the composition of each of the Audit Committee, the Remuneration Committee, the Nomination Committee and the Strategy Committee is as follows:

**Audit Committee**

Mr. Li Wai Chung (*Chairman*)  
Mr. Lin Genman  
Ms. Hou Meiwen

**Remuneration Committee**

Mr. Wang Yongyue (*Chairman*)  
Mr. Yang Jun  
Mr. Pan Gang  
Mr. Huang Chun  
Ms. Lin Suyan

**Nomination Committee**

Mr. Yang Jun (*Chairman*)  
Mr. Yu Yangbin  
Mr. Yang Yide  
Mr. Huang Chun  
Ms. Lin Suyan  
Ms. Hou Meiwen  
Mr. Wang Yongyue

**Strategy Committee**

Mr. Yang Jun (*Chairman*)  
Mr. Pan Gang  
Mr. Shao Aiping  
Ms. Fang Ya  
Mr. Ye Xiaofeng  
Mr. Lin Yang  
Mr. Huang Chun

By order of the Board  
**Taizhou Water Group Co., Ltd.\***  
台州市水務集團股份有限公司  
**Yang Jun**  
*Chairman and Executive Director*

Taizhou, the PRC  
30 June 2023

*As at the date of this announcement, the executive Directors are Mr. Yang Jun and Mr. Pan Gang; the non-executive Directors are Mr. Lin Genman, Ms. Fang Ya, Mr. Yu Yangbin, Mr. Ye Xiaofeng, Mr. Yang Yide, Mr. Guo Dingwen, Mr. Lin Yang and Mr. Shao Aiping; and the independent non-executive Directors are Mr. Huang Chun, Ms. Hou Meiwen, Mr. Li Wai Chung, Ms. Lin Suyan and Mr. Wang Yongyue.*

\* For identification purpose only