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Luzhou Xinglu Water (Group) Co., Ltd.*

瀘州市興瀘水務(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: 2281)

**(1) POLL RESULTS OF 2023 FIRST EXTRAORDINARY
GENERAL MEETING;**

**(2) APPOINTMENT OF DIRECTORS FOR THE SECOND SESSION OF
THE BOARD OF DIRECTORS AND THE GENERAL MANAGER OF THE
COMPANY; AND**

(3) CHANGES IN THE COMPOSITION OF THE BOARD COMMITTEES

References are made to the announcement of Luzhou Xinglu Water (Group) Co., Ltd.* (the “**Company**”, together with its subsidiaries, the “**Group**”) dated 21 November 2023 and the circular of the Company dated 24 November 2023 (the “**Circular**”) in relation to the appointment of the Directors for the second session of the Board. Unless the context otherwise requires, the capitalized terms used herein shall have the same meanings as those defined in the Circular.

I. POLL RESULTS OF THE EGM

Attendance at the EGM

The Company has held the EGM at 9:00 a.m. on Wednesday, 13 December 2023 at the meeting room of 6th Floor, 16 Baizi Road, Jiangyang District, Luzhou, Sichuan Province, the PRC. The EGM has been held pursuant to the requirements of the Company Law of the PRC and the Articles of Association.

The remaining eight Directors of the second session of the Board have attended the EGM, including Mr. ZHANG Qi (張歧), Mr. CHEN Bing (陳兵), Mr. XU Guanghua (徐光華), Mr. YU Long (喻龍), Ms. HU Fenfen (胡芬芬), Ms. MA Hua (馬樺), Mr. FU Ji (傅驥) and Mr. LIANG Youguo (梁有國), except Mr. LIAO Xingyue (廖星樾), who was unable to attend the EGM due to other business engagement.

As at the date of the EGM, the Company's issued share capital comprised a total of 859,710,000 Shares (including 644,770,000 Domestic Shares and 214,940,000 H Shares), which entitled their holders to attend the EGM and vote for or against or abstain from voting on the resolutions (the "**Resolutions**") proposed thereat. Shareholders and proxies of Shareholders attending the EGM held a total of 717,179,000 voting Shares, representing approximately 83.42% of the total number of the Company's voting Shares in issue.

No Shareholders were required under the Listing Rules to abstain from voting on any of the Resolutions. There were no Shares entitling the holder(s) thereof to attend the EGM and abstain from voting in favor of any of the Resolutions under Rule 13.40 of the Listing Rules. No Shareholders had indicated in the Circular that they intended to vote against or to abstain from voting on any of the Resolutions. All Resolutions were put to vote by way of poll.

Computershare Hong Kong Investor Services Limited, the Company's H share registrar, acted as the scrutineer for the vote-taking at the EGM.

Poll results of the EGM

The poll results in respect of the respective Resolutions proposed at the EGM were as follows:

ORDINARY RESOLUTIONS		NUMBER OF VOTES (%)		
		FOR	AGAINST	ABSTAIN
1.	To consider and approve the proposal on appointment of the following Directors for the second session of the Board, namely:			
	(1) the appointment of Mr. CHEN Qinan (陳棋楠) as an executive Director;	717,179,000 (100%)	0 (0%)	0 (0%)
	(2) the appointment of Mr. XU Fei (徐飛) as a non-executive Director;	717,179,000 (100%)	0 (0%)	0 (0%)
	(3) the appointment of Ms. ZHANG Guanghui (張光惠) as a non-executive Director.	717,179,000 (100%)	0 (0%)	0 (0%)

As more than 50% of the votes from the Shareholders (including their proxies) attending the EGM were cast in favor of resolutions numbered 1(1) to 1(3), these resolutions were duly passed as ordinary resolutions of the Company.

For details of the Resolutions above, please refer to the Circular.

II. APPOINTMENT OF DIRECTORS FOR THE SECOND SESSION OF THE BOARD OF DIRECTORS AND GENERAL MANAGER OF THE COMPANY

Appointment of the Directors

With the approval from the Shareholders at the EGM, Mr. CHEN Qinan (陳棋楠) was appointed as an executive Director, Mr. XU Fei (徐飛) and Ms. ZHANG Guanghui (張光惠) were appointed as non-executive Directors for the second session of the Board (collectively, the “**New Director(s)**”).

The terms of office of New Directors will commence from the date of the EGM till the expiry of the second session of the Board.

Please refer to the Circular for the biographical details of the New Directors. Save as disclosed in the Circular, each of the New Directors confirms that, as of the date of this announcement, he or she (i) does not have any relationship with any Directors, senior management or substantial or controlling Shareholders of the Company; (ii) does not have any interests in any shares, underlying shares or debentures of the Company or any of its associated corporations within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong); and (iii) does not hold any other positions of the Company or any members of the Group. Save as disclosed above, the Board is not aware of any information in relation to the appointment of the New Directors which is required to be disclosed pursuant to the requirements set out in Rules 13.51(2)(h) to (v) of the Listing Rules or any other matters that need to be brought to the attention of the Shareholders.

The Company will enter into a service contract with each of the New Directors. The remuneration of the executive Director will be determined in accordance with the remuneration standard for senior management of the Company, and the executive Director will not receive additional Director allowance or subsidy for attending meeting for his position as the executive Director of the Company. The appointed non-executive Directors will not receive director’s remuneration from the Company during their terms of office as Directors.

Appointment of general manager of the Company

The Board is pleased to announce that, at the 16th meeting of the second session of the Board convened immediately after the EGM (the “**Board Meeting**”) on 13 December 2023, Mr. CHEN Qinan (陳棋楠), an executive Director, was appointed as the general manager of the Company, with a term effective from the conclusion of the Board Meeting to the expiry of the term of the second session of the Board. For biographical details of Mr. CHEN Qinan (陳棋楠), please refer to the Circular.

III. CHANGES IN THE COMPOSITION OF THE BOARD COMMITTEES

The Board is also pleased to announce that, at the Board Meeting, the Board have resolved to make the following appointments to respective Board committees with effect from 13 December 2023:

- (i) Mr. ZHANG Qi as the chairman and each of Mr. XU Fei and Ms. HU Fenfen as a member of the strategy committee of the Board;
- (ii) Ms. MA Hua as the chairman and each of Ms. ZHANG Guanghui and Mr. LIANG Youguo as a member of the nomination and remuneration committee of the Board; and
- (iii) For avoidance of doubt, the composition of the audit committee of the Board remains unchanged.

By order of the Board
Luzhou Xinglu Water (Group) Co., Ltd.*
ZHANG Qi
Chairman

Luzhou, Sichuan Province, the PRC
13 December 2023

As at the date of this announcement, the Board comprises of (i) three executive Directors, namely Mr. ZHANG Qi, Mr. CHEN Qinan and Mr. XU Guanghua; (ii) three non-executive Directors, namely, Mr. XU Fei, Ms. ZHANG Guanghui and Ms. HU Fenfen; and (iii) three independent non-executive Directors, namely Ms. MA Hua, Mr. FU Ji and Mr. LIANG Youguo.

* *For identification purposes only*