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Shanghai Conant Optical Co., Ltd.
上海康耐特光學科技集團股份有限公司

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

(Stock Code: 2276)

**POLL RESULTS OF THE ANNUAL GENERAL MEETING
HELD ON 4 JUNE 2024
AND
PAYMENT OF THE FINAL DIVIDEND**

References are made to the circular (the “**Circular**”) and notice (the “**Notice**”, together with the Circular, the “**AGM Documents**”) of Shanghai Conant Optical Co., Ltd. (the “**Company**”) dated 26 April 2024 in relation to the annual general meeting of the Company (the “**AGM**”). Unless the context otherwise requires, capitalised terms used herein shall have the same meanings as those defined in the AGM Documents.

The Board is pleased to announce that the AGM was held at the Conference Room, 1/F, No. 555 Chuanda Road, Pudong New Area, Shanghai, PRC on Tuesday, 4 June 2024 at 10:00 a.m. The AGM was convened by the Board and chaired by Mr. Fei Zhengxiang, the chairman of the Board. All of the directors of the Company attended the AGM. The voting at the AGM was taken by way of poll.

The convention of the AGM was in compliance with the requirements of the applicable PRC laws and regulations, the Listing Rules and the Articles of Association.

As at the date of the AGM, a total of 426,600,000 H Shares were in issue, which was the total number of Shares entitling the Shareholders to attend and vote on the resolutions proposed at the AGM. Shareholders and proxies who attended the AGM held, in aggregate, 248,132,000 Shares entitling to vote, representing approximately 58.16% of the total number of issued Shares.

To the best knowledge, information and belief of the Board, none of the Shareholders has stated in the Circular their intention to vote against the resolution or to abstain from voting at the AGM. No Shareholder was required to abstain from voting in respect of the resolution at the AGM in accordance with the Listing Rules. There were no Shares entitling the Shareholders to attend and abstain from voting in favour at the AGM as set out in Rule 13.40 of the Listing Rules.

POLL RESULTS OF THE AGM

At the AGM, the following resolutions were considered and passed by way of poll by the Shareholders and their proxies. The poll results were set out as follows:

ORDINARY RESOLUTIONS		Number of votes (%)		
		For	Against	Abstain
1.	To consider and if thought fit, approve the annual report of the Company for the year ended 31 December 2023.	248,132,000 (100%)	0 (0%)	0 (0%)
2.	To consider and if thought fit, approve the report of the board of directors (the “ Board ”) of the Company for the year ended 31 December 2023.	248,132,000 (100%)	0 (0%)	0 (0%)
3.	To consider and if thought fit, approve the report of the supervisory committee of the Company for the year ended 31 December 2023.	248,132,000 (100%)	0 (0%)	0 (0%)
4.	To consider and if thought fit, approve the consolidated financial statements of the Company and its subsidiaries and the report of the auditor of the Company for the year ended 31 December 2023.	248,132,000 (100%)	0 (0%)	0 (0%)

5.	To consider and if thought fit, approve the re-appointment of Deloitte Touche Tohmatsu as the auditor of the Company until the conclusion of the next annual general meeting of the Company and to authorise the Board to fix their remuneration.	248,132,000 (100%)	0 (0%)	0 (0%)
6.	To consider and if thought fit, approve the payment of a final dividend for the year ended 31 December 2023 of RMB0.20 per share (tax inclusive).	248,132,000 (100%)	0 (0%)	0 (0%)
SPECIAL RESOLUTION		Number of votes (%)		
		For	Against	Abstain
7.	To consider and if thought fit, approve the grant of the general mandate to the Board to exercise the power of the Company to issue, allot and deal with the H shares of the Company.	243,487,500 (98.13%)	4,644,500 (1.87%)	0 (0%)

Full text of the above resolutions is set out in the Notice.

As more than 50% of the votes were cast in favour of the above ordinary resolutions numbered 1 to 6, the ordinary resolutions were duly passed. As more than two-thirds of the votes were cast in favour of the above special resolutions numbered 7, the special resolution was duly passed. Apart from the above resolutions, no new proposal was submitted for voting and approval.

The H Share registrar of the Company, Computershare Hong Kong Investor Services Limited, was appointed by the Company as the scrutineer for the vote-taking at the AGM.

PAYMENT OF THE FINAL DIVIDEND

The payment of a final dividend of RMB0.20 (tax inclusive) per ordinary share for the year ended 31 December 2023 (the “**Final Dividend**”) was approved at the AGM. The Final Dividend will be paid to the Shareholders whose names appear on the register of members of the Company on Thursday, 20 June 2024. The Final Dividend will be declared in Renminbi and paid in Hong Kong dollars based on the average exchange rate of Renminbi against Hong Kong dollars published by the People’s Bank of China five business days prior to the date of the AGM, which is RMB1 equivalent to HK\$1.10. Therefore, the Final Dividend per ordinary share is HK\$0.22 (tax inclusive). The Final Dividend is expected to be distributed to the Shareholders on or before Friday, 2 August 2024.

(i) Entitlement to the Final Dividend

For determining the entitlement of the Shareholders to receive the Proposed Final Dividend, the Company’s register of members will be closed from Friday, 14 June 2024 to Thursday, 20 June 2024, both days inclusive, during which period no transfer of share will be registered. In order to be eligible to receive the Proposed Final Dividend, all transfer documents accompanied by the relevant share certificates must be lodged with the Company’s H share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited, at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong for registration not later than 4:30 p.m. on Thursday, 13 June 2024.

(ii) Taxation on the Final Dividend

Pursuant to the Enterprise Income Tax Law of the People’s Republic of China (《中華人民共和國企業所得稅法》) which came into effect on 1 January 2008, and amended on 24 February 2017 and 29 December 2018, the Provision for Implementation of Enterprise Income Tax Law of the People’s Republic of China (《中華人民共和國企業所得稅法實施條例》) which came into effect on 1 January 2008, and amended on 23 April 2019, and the Notice on the Issues Concerning Withholding the Enterprise Income Tax on the Dividends Paid by Chinese Resident Enterprise to H Shareholders which are Overseas Non-resident Enterprises (Guo Shui Han [2008] No. 897) (《關於中國居民企業向境外H股非居民企業股東派發股息代扣代繳企業所得稅有關問題的通知》(國稅函[2008]897號)), which was promulgated by the State Administration of Taxation

and came into effect on 6 November 2008, where a PRC domestic enterprise distributes dividends for financial periods beginning from 1 January 2008 to non-resident enterprise shareholders, it is required to withhold 10% enterprise income tax for such non-resident enterprise shareholders. Therefore, as a PRC domestic enterprise, the Company will, after withholding 10% of the Final Dividend as enterprise income tax, distribute the Final Dividend to non-resident enterprise Shareholders whose names appear on the register of members for H Shares of the Company, i.e. any shareholders who hold H Shares in the name of non-individual Shareholders, including but not limited to HKSCC Nominees Limited, other nominees, trustees, or shareholders of H Shares registered in the name of other organizations and groups. In addition, the Response to Questions on Levying Enterprise Income Tax on Dividends Derived by Non-resident Enterprise from Holding Stock such as B-shares (《國家稅務總局關於非居民企業取得B股等股票股息徵收企業所得稅問題的批覆》)(國稅函[2009]394號) which came into effect on 24 July 2009, further provides that any PRC-resident enterprise that is listed on overseas stock exchanges must withhold enterprise income tax at a rate of 10% on dividends of 2008 and onwards that it distributes to non-resident enterprises. Such tax rates may be further modified pursuant to the tax treaty or agreement that China has concluded with the relevant jurisdiction, where applicable. After receiving the Final Dividend, the nonresident enterprises Shareholders may apply to the relevant tax authorities for enjoying treatment of taxation treaties (arrangement) in person or by proxy or by the Company, and provide information to prove that it is an actual beneficiary under the requirements of such taxation treaties (arrangement). After the tax authorities have verified that there is no error, it shall refund tax difference between the amount of tax levied and the amount of tax payable calculated at the tax rate under the requirements of the relevant taxation treaties (arrangement).

Pursuant to the Notice on the Issues Regarding Levy of Individual Income Tax after the Abolishment of Guo Shui Fa [1993] No. 045 Document (Guo Shui Han [2011] No. 348) 《關於國稅發[1993]045號文件廢止後有關個人所得稅徵管問題的通知》(國稅函[2011]348號)), the Company shall withhold and pay individual income tax for individual holders of H Shares. If the individual holders of H Shares are Hong Kong or Macau residents or residents of other countries or regions that have a tax rate lower than 20% under the tax treaties with the PRC, the Company will withhold and pay individual income tax at the rate of 20% on behalf of such Shareholders.

If such Shareholders wish to claim refund of the amount in excess of the individual income tax payable under the relevant tax treaties, the Company may apply, on behalf of such Shareholders and according to the relevant tax treaties, for the relevant agreed preferential tax treatment, provided that the relevant Shareholders submit the relevant documents and information in a timely manner required by the Administrative Measures for Nonresident Taxpayers Claiming Tax Treaty Benefits (State Administration of Taxation Announcement 2019, No. 35) (《非居民納稅人享受協定待遇管理辦法》(國家稅務總局公告2019年第35號)) and the provisions of the relevant tax treaties. The Company will assist with the tax refund subject to the approval of the competent tax authorities.

If the individual holders of H Shares are residents of countries or regions that have a tax rate of or higher than 20% under the tax treaties with the PRC, or that have not entered into any tax treaties with the PRC, or otherwise, the Company will withhold and pay individual income tax at the rate of 20% on behalf of such Shareholders. Shareholders are recommended to consult their tax advisors regarding the ownership and disposal of H Shares of the Company in the PRC and in Hong Kong and other tax effects.

The Company assumes no responsibility for any claims arising from any delay in or inaccurate determination of the status of the Shareholders or any disputes over the withholding and payment mechanism.

By order of the Board
Shanghai Conant Optical Co., Ltd.
Fei Zhengxiang
Chairman

Hong Kong, 4 June 2024

As at the date of this announcement, the Board comprises Mr. Fei Zhengxiang, Mr. Zheng Yuhong, Mr. Xia Guoping, Mr. Chen Junhua and Mr. Wang Chuanbao as executive Directors; Ms. Zhao Xiaoyun as non-executive Directors; and Dr. Xiao Fei, Mr. Chen Yi and Dr. Wu Ying as independent non-executive Directors.