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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)**

## **POLL RESULTS OF EXTRAORDINARY GENERAL MEETING; AMENDMENTS TO THE ARTICLES OF ASSOCIATION, THE RULES OF PROCEDURES OF THE SHAREHOLDERS' GENERAL MEETING AND THE RULES OF PROCEDURES OF THE BOARD OF DIRECTORS; AND RESIGNATION OF AN EXECUTIVE DIRECTOR**

### **POLL RESULTS OF THE EGM**

The Board hereby announces the poll results in respect of the resolutions proposed at the EGM held on Friday, 20 December 2024. All resolutions have been duly passed.

### **AMENDMENTS TO THE ARTICLES OF ASSOCIATION, THE RULES OF PROCEDURES OF THE SHAREHOLDERS' GENERAL MEETING AND THE RULES OF PROCEDURES OF THE BOARD OF DIRECTORS**

The resolution in respect of the proposed amendments to the Articles of Association (the “**Proposed Amendments to the Articles**”) has been approved by the Shareholders by way of a special resolution at the EGM, and the amended Articles of Association shall become effective from 20 December 2024.

The resolution in respect of the proposed amendments to the Rules of Procedures of the Shareholders' General Meeting (the “**Proposed Amendments to the Rules of Procedures of the Shareholders' General Meeting**”) has been approved by the Shareholders by way of a special resolution at the EGM, and the amended Rules of Procedures of the Shareholders' General Meeting shall become effective from 20 December 2024.

The resolution in respect of the proposed amendments to the Rules of Procedures of the Board of Directors (the “**Proposed Amendments to the Rules of Procedures of the Board of Directors**”) has been approved by the Shareholders by way of a special resolution at the EGM, and the amended Rules of Procedures of the Board of Directors shall become effective from 20 December 2024.

## RESIGNATION OF AN EXECUTIVE DIRECTOR

The Board announces that Mr. Miao Xianjun (“**Mr. Miao**”), an executive Director, submitted his resignation to the Board on 20 December 2024, resigning from his position as an executive Director due to his retirement upon reaching the statutory retirement age. His resignation will come into effect on 20 December 2024.

References are made to the notice of the EGM (the “**Notice**”) and the circular of the EGM (the “**Circular**”) of Kunming Dianchi Water Treatment Co., Ltd. (the “**Company**”) both dated 4 December 2024. Unless otherwise defined in this announcement, capitalized terms used in this announcement shall have the same meanings as those defined in the Notice and the Circular.

### I. POLL RESULTS OF THE EGM

The Board is pleased to announce that the EGM was convened 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 at 2:30 p.m. on Friday, 20 December 2024 and the resolutions set out below were duly passed by way of poll. The EGM was convened by the Board and chaired by Mr. Zeng Feng, the chairperson of the Company and an executive Director. The EGM was held in accordance with the requirements of the Company Law of the PRC and the Articles of Association.

As at the date of the EGM, the total number of issued Shares is 1,029,111,000 Shares, including 689,088,000 Domestic Shares and 340,023,000 H Shares, representing 100% of the total issued share capital of the Company, all of which entitle the holders thereof to attend the EGM and vote for or against the resolutions put forward at the EGM (the “**EGM Resolutions**”) based on their shareholdings.

As stated in the Circular, Kunming Dianchi Investment and its associates are required to abstain from voting on the ordinary resolution numbered 1 at the EGM under the Listing Rules. As of the close of business on the record date for determining the entitlement to attend and vote at the EGM (being 29 November 2024), Kunming Dianchi Investment and its associates held 660,266,893 Domestic Shares, representing approximately 64.16% of the issued share capital of the Company. As such, Kunming Dianchi Investment and its associates had abstained from voting on the ordinary resolution numbered 1 at the EGM. Save as disclosed in this announcement, there were no Shares entitling the holders thereof attend the EGM and abstain from voting in favor of any of the EGM Resolutions pursuant to Rule 13.40 of the Listing Rules. No Shareholder had stated in the Circular his or her intention to vote against or abstain from voting on any of the EGM Resolutions and no Shareholder was required under the Listing Rules to abstain from voting on any of the EGM Resolutions.

Shareholders holding a total of 900,650,000 voting Shares, representing approximately 87.52% of the total number of issued Shares, attended the EGM in person or by proxy. All the EGM Resolutions were voted on by poll. Tricor Investor Services Limited, the Company’s H Share Registrar in Hong Kong, was appointed as the scrutineer of the EGM for the purpose of vote-taking of the poll results of the EGM.

The poll results in respect of the EGM Resolutions are as follows:

ORDINARY RESOLUTION		Votes (%)		Attending and Voting Number of Shares
		For	Against	
1.	<p>To consider and approve the New Framework Agreement, the transactions contemplated thereunder and the relevant proposed annual caps:</p> <p>(i) to approve, ratify and confirm the New Framework Agreement, the transactions contemplated thereunder and the relevant proposed annual caps; and</p> <p>(ii) to authorize any executive Director to sign, execute, perfect and deliver all such documents (including the New Framework Agreement) and do all such measures, acts, matters and things as he or she may in his or her sole and absolute discretion consider necessary or desirable for the purpose of the implementation of each transaction under the New Framework Agreement, the proposed annual caps and other matters contemplated thereunder or ancillary thereto, to waive compliance with and/or agree to any amendment or supplement to the New Framework Agreement which in his or her opinion is not of a material nature and to effect or implement any other matters referred to in this resolution.</p>	<p>240,383,107 (100.00%)</p>	<p>0 (0.00%)</p>	<p>240,383,107 (100.00%)</p>

SPECIAL RESOLUTIONS		Votes (%)		Attending and Voting Number of Shares
		For	Against	
2.	To consider and approve the proposed amendments to the Articles of Association.	852,700,000 (94.68%)	47,950,000 (5.32%)	900,650,000 (100.00%)
3.	To consider and approve the proposed amendments to the Rules of Procedures of the Shareholders' General Meeting.	852,700,000 (94.68%)	47,950,000 (5.32%)	900,650,000 (100.00%)
4.	To consider and approve the proposed amendments to the Rules of Procedures of the Board of Directors.	852,700,000 (94.68%)	47,950,000 (5.32%)	900,650,000 (100.00%)

Details of all the EGM Resolutions are set out in the Circular and the Notice.

As more than half of the voting rights held by the Shareholders/proxies of the Shareholders attending the EGM with voting rights were cast in favor of the ordinary resolution numbered 1 above, such resolution was duly passed.

As more than two-thirds of the voting rights held by the Shareholders/proxies of the Shareholders attending the EGM were cast in favor of the special resolutions numbered 2 to 4 above, these resolutions were duly passed.

All Directors attended the EGM in person or by electronic communication.

## **II. AMENDMENTS TO THE ARTICLES OF ASSOCIATION, THE RULES OF PROCEDURES OF THE SHAREHOLDERS' GENERAL MEETING AND THE RULES OF PROCEDURES OF THE BOARD OF DIRECTORS**

The resolution regarding the Proposed Amendments to the Articles has been approved by the Shareholders by way of a special resolution at the EGM. As such, the amended Articles of Association, incorporating and consolidating all the proposed amendments, shall become effective from 20 December 2024. The full text of the amended Articles of Association has been published on the websites of the Stock Exchange and the Company.

The resolution regarding the Proposed Amendments to the Rules of Procedures of the Shareholders' General Meeting has been approved by the Shareholders by way of a special resolution at the EGM. As such, the amended Rules of Procedures of the Shareholders' General Meeting, incorporating and consolidating all the proposed amendments, shall become effective from 20 December 2024.

The resolution regarding the Proposed Amendments to the Rules of Procedures of the Board of Directors has been approved by the Shareholders by way of a special resolution at the EGM. As such, the amended Rules of Procedures of the Board of Directors, incorporating and consolidating all the proposed amendments, shall become effective from 20 December 2024.

### III. RESIGNATION OF AN EXECUTIVE DIRECTOR

The Board announces that Mr. Miao, an executive Director, submitted his resignation to the Board on 20 December 2024, resigning from his position as an executive Director due to his retirement upon reaching the statutory retirement age. His resignation will come into effect on 20 December 2024.

Mr. Miao confirms that he has no disagreement with the Board and there are no matters in relation to his resignation that need to be brought to the attention of the Shareholders, creditors of the Company or the Stock Exchange.

The Company would like to express its sincere gratitude to Mr. Miao for his contribution to the development of the Company during his term as an executive Director.

The resignation of Mr. Miao will not result in the number of members of the Board falling below the minimum number required by the law, nor will it cause the Company to fail to meet the relevant provisions of the Listing Rules.

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

Kunming, the PRC, 20 December 2024

*As at the date of this announcement, the Board comprises Mr. Zeng Feng and Mr. Chen Changyong, as executive Directors; Mr. Xu Jingdong, Ms. Cheng Yijing and Mr. Zhang Yang, as non-executive Directors; and Mr. Zha Guiliang, Ms. Zheng Dongyu and Mr. Ong King Keung, as independent non-executive Directors.*