

*Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.*



湖州燃气股份有限公司

**Huzhou Gas Co., Ltd.\***

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

**(Stock Code: 06661)**

**I. POLL RESULTS OF THE EXTRAORDINARY GENERAL MEETING;  
II. RESIGNATION OF EXECUTIVE DIRECTOR AND  
NON-EXECUTIVE DIRECTOR;  
III. APPOINTMENT OF EXECUTIVE DIRECTOR AND  
NON-EXECUTIVE DIRECTOR; AND  
IV. ADJUST THE COMPOSITION OF THE COMMITTEES UNDER  
THE BOARD OF DIRECTORS**

References are made to the notice of extraordinary general meeting (the “EGM”) and the circular (the “Circular”) both dated 7 April 2025 of Huzhou Gas Co., Ltd.\* (the “Company”), which set out, among others, details of the resolutions proposed at the EGM. Unless the context requires otherwise, all capitalised terms used in this announcement shall have the same meanings as those defined in the Circular.

**I. POLL RESULTS OF THE EXTRAORDINARY GENERAL MEETING**

The EGM was held at the meeting room of the Company, 227 Sizhong Road, Huzhou, Zhejiang Province, the PRC at 15:00 p.m. on Friday, 25 April 2025.

As at the date of the EGM, the total number of the issued Shares of the Company was 202,714,500 Shares, of which 52,714,500 Shares were H Shares and 150,000,000 Shares were Domestic Shares. Accordingly, the total number of Shares entitling the Shareholders to attend and vote on the resolutions proposed at the EGM was 202,714,500 Shares.

There was no Share entitling the Shareholders to attend and abstain from voting in favour of any of the resolutions proposed at the EGM as set out in Rule 13.40 of the Listing Rules. None of the Shareholders was required under the Listing Rules to abstain from voting on the resolutions proposed at the EGM. None of the Shareholders had stated his, her or its intention in the Circular to vote against or abstain from voting on any of the resolutions proposed at the EGM.

The convening of the EGM was in compliance with the requirements of the Company Law of the PRC (《中華人民共和國公司法》) and the Articles of Association.

Tricor Investor Services Limited, the Company's H Share registrar, and Mr. Shen Jiahui, a Supervisor, jointly acted as the scrutineers for the vote-taking at the EGM.

The following Directors attended the EGM in person or by electronic means: Mr. Wang Hua, Mr. Yang Fan and Ms. Sun Xiaohui as executive Directors; Mr. Liu Jianfeng as non-executive Directors; and Mr. Chang Li Hsien Leslie, Dr. Lau Suet Chiu Frederic and Mr. Zhou Xinfu as independent non-executive Directors.

At the EGM held on 25 April 2025, all the proposed resolutions and sub-resolutions as set out in the notice of the EGM were taken by poll.

The poll results are as follows:

<b>ORDINARY RESOLUTIONS</b>				
To consider and approve the following resolution by way of open ballot and cumulative voting at on-site meeting:		Please fill in the number of votes in the table below		
		<b>FOR</b>	<b>AGAINST</b>	<b>ABSTAIN</b>
1.	To consider and approve the appointment of the following nominees as Directors of the Company, each such appointment to take effect upon conclusion of the EGM:			
	1.1 to appoint Mr. Wang Tao as an executive Director.	198,447,500 (100%)	0 (0%)	0 (0%)
	1.2 to appoint Mr. Gong Luojian as a non-executive Director.	198,447,500 (100%)	0 (0%)	0 (0%)
To consider and approve the following resolution by way of open ballot and non-cumulative voting at on-site meeting:		<b>FOR</b>	<b>AGAINST</b>	<b>ABSTAIN</b>
2.	To consider and approve the remuneration under the service agreement to be entered into between the Company and Mr. Wang Tao.	198,447,500 (100%)	0 (0%)	0 (0%)
3.	To consider and approve the remuneration under the service agreement to be entered into between the Company and Mr. Gong Luojian.	198,447,500 (100%)	0 (0%)	0 (0%)

Cumulative voting system was adopted in relation to all the sub-resolutions (numbered 1.1 and numbered 1.2) of the resolutions numbered 1. Where the total number of votes cast on a sub-resolution numbered 1.1 and number 1.2 was more than half of the total number of Shares held by all Shareholders attending the EGM, the resolutions would be deemed to be passed. All such resolutions were duly passed and all the proposed Directors were elected at the EGM.

In relation to resolution numbered 2 to 3, as more than half of the votes were cast for each of these resolutions, such resolutions were duly passed as ordinary resolutions.

## **II. RESIGNATION OF EXECUTIVE DIRECTOR AND NON-EXECUTIVE DIRECTOR**

The Board hereby announces that, due to the adjustment of their respective duties, Mr. Yang Fan (“**Mr. Yang**”) and Mr. Liu Jianfeng (“**Mr. Liu**”) have resigned as executive Director and non-executive Director of the Company respectively, with effect from 25 April 2025. Following their resignation, Mr. Yang and Mr. Liu have ceased to hold any positions in the Group.

Each of Mr. Yang and Mr. Liu has confirmed that they have no disagreements with the Board and that there is no other matter relating to their resignation that needs to be brought to the attention of the Shareholders.

The Board would like to take this opportunity to express its gratitude to Mr. Yang and Mr. Liu for their valuable contribution to the development of the Company during their tenure of office.

## **III. APPOINTMENT OF EXECUTIVE DIRECTOR AND NON-EXECUTIVE DIRECTOR**

Mr. Wang Tao (“**Mr. Wang**”) and Mr. Gong Luojuan (“**Mr. Gong**”) have been appointed as an executive Director and a non-executive Director of the Company at the EGM, respectively. Their terms of office will commence from the date of the EGM (i.e. 25 April 2025) until the expiry of the term of office of the second session of the Board of the Company.

The biographical details of Mr. Wang and Mr. Gong and other information relating to their elections are set out in the Circular. As at the date of this announcement, there has been no change in their biographical details and other information relating to their appointments.

Additionally, pursuant to the resolution passed at the EGM, according to the service contracts for Director to be entered into between the Company and Mr. Wang and Mr. Gong, respectively:

1. Mr. Wang is not entitled to any Director's fee for serving as an executive Director, but shall entitled to be reimbursed for all reasonably incurred expenses incurred in the performance of his duties. Additionally, he may receive a discretionary bonus in respect of each financial year during his term of office, the amount of which shall be determined at the sole and absolute discretion of the Company based on the actual financial performance for that financial year upon review and recommendation by the remuneration committee of the Board; and
2. Mr. Gong is not entitled to any Director's fee for serving as a non-executive Director, but shall entitled to be reimbursed for all reasonably incurred expenses incurred in the performance of his duties.

Save as disclosed above, Mr. Wang and Mr. Gong have respectively confirmed that they: (i) do not hold any interests in any shares, underlying shares, or debentures of the Company within the meaning of Part XV of the SFO; (ii) do not hold any other positions in the Company or any of its subsidiaries; (iii) have no relationships with any Directors, supervisors, senior management, substantial Shareholders, or controlling Shareholders of the Company, or any of their respective associates; and (iv) did not held any positions in other public companies listed on Stock Exchange or any other securities markets during the past three years.

Save as disclosed above, there is no other information in relation to Mr. Wang and Mr. Gong required to be disclosed pursuant to any requirements under Rule 13.51(2) of the Listing Rules, and there are no other matters that need to be brought to the attention of the Shareholders.

The Board would also like to take this opportunity to welcome Mr. Wang and Mr. Gong to join the Company.

#### **IV. ADJUST THE COMPOSITION OF THE COMMITTEES UNDER THE BOARD OF DIRECTORS**

The Board is pleased to announce that at the Board meeting of the Company held immediately following the EGM, the Board resolved to adjust the composition of the Nomination Committee and the Strategy Committee under the Board, with effective from 25 April 2024, until the expiration of the term of office of the second session of the Board.

Details after the adjustments are as follows:

**Nomination Committee:**

Mr. Zhou Xinfu (Chairman), Mr. Chang Li Hsien Leslie (member), Dr. Lau Suet Chiu Frederic (member) and Ms. Sun Xiaohui (member).

**Strategy Committee:**

Mr. Wang Hua (Chairman), Mr. Gong Luojian (member), Mr. Chang Li Hsien Leslie (member), Dr. Lau Suet Chiu Frederic (member) and Mr. Zhou Xinfu (member).

There has been no change in the composition of the Audit Committee and the Remuneration Committee of the Company.

By order of the Board  
**Huzhou Gas Co., Ltd.\***  
**Wang Hua**  
Chairman

Huzhou City, Zhejiang Province, the PRC  
25 April 2024

*As at the date of this announcement, the Board comprises Mr. Wang Hua, Mr. Wang Tao and Ms. Sun Xiaohui as executive Directors; Mr. Gong Luojian and Mr. Wang Peng as non-executive Directors; and Mr. Chang Li Hsien Leslie, Dr. Lau Suet Chiu Frederic and Mr. Zhou Xinfu as independent non-executive Directors.*

\* For identification purpose only