THIS CIRCULAR IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION

If you are in any doubt as to any aspect of this circular or as to the action to be taken, you should consult your stockbroker or other registered dealer in securities, bank manager, solicitor, professional accountant or other professional adviser.

If you have sold or transferred all your shares in Xinjiang Tianye Water Saving Irrigation System Company Limited*, you should at once hand this circular, together with the enclosed forms of proxy, to the purchaser or the transferee or to the bank, stockbroker or other agent through whom the sale or transfer was effected for transmission to the purchaser or the transferee.

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this circular, 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 circular.

新疆天業節水灌溉股份有限公司
XINJIANG TIANYE WATER SAVING IRRIGATION SYSTEM COMPANY LIMITED*

(a joint stock limited company incorporated in the People's Republic of China)

(Stock Code: 00840)

SUPPLEMENTAL CIRCULAR
1. PROPOSED ELECTION AND APPOINTMENT OF EXECUTIVE DIRECTOR; AND
2. SUPPLEMENTAL NOTICE OF ANNUAL GENERAL MEETING

This supplemental circular should be read in conjunction with the circular and notice of the Company dated 30 April 2026.

The supplemental notice for convening the annual general meeting ("**AGM**") of the Company to be held at No. 36, Bei San Dong Road, Shihezi Economic and Technological Development Zone, Shihezi, Xinjiang, the PRC on Thursday, 11 June 2026 is set out on pages AGM-1 to AGM-3 of this supplemental circular. Whether or not you are able to attend such meeting, please complete and return the revised form of proxy enclosed with this supplemental circular in accordance with the instructions printed thereon to the Hong Kong H share registrar and transfer office of the Company in Hong Kong, Tricor Investor Services Limited, 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong (for the holders of H Shares only) or to the Company's registered office at No. 36, Bei San Dong Road, Shihezi Economic and Technological Development Zone, Shihezi, Xinjiang, the PRC (for the holders of Domestic Shares only), as soon as possible and in any event not less than 24 hours before the time appointed for holding such meeting or any adjourned meetings. Completion and return of the revised form of proxy will not preclude you from attending and voting at the meetings or any adjourned meeting(s) should you so wish.

* *For identification purposes only*

26 May 2026

TABLE OF CONTENTS

Page

Definitions 1

Letter from the Board 3

Supplemental Notice of Annual General Meeting AGM-1

In this circular, unless the context requires otherwise, the following expressions shall have the following meanings:

"AGM"	the annual general meeting of the Company to be convened on Thursday, 11 June 2026 at 11:00 a.m. at No. 36, Bei San Dong Road, Shihezi Economic and Technological Development Zone, Shihezi, Xinjiang, the PRC;
"AGM Notice"	the notice for convening the AGM;
"Articles of Association"	the articles of association of the Company as may be amended from time to time;
"associates"	has the meaning as defined under the Listing Rules;
"Board"	the board of Directors of the Company;
"Chairman"	chairman of the Board;
"Circular"	the circular of the Company dated 30 April 2026;
"Company"	新疆天業節水灌溉股份有限公司 (Xinjiang Tianye Water Saving Irrigation System Company Limited*), a joint stock company established in the PRC with limited liability, whose H Shares are listed and traded on the Main Board of the Stock Exchange;
"Directors"	the directors of the Company;
"Domestic Share(s)"	domestic share(s) of nominal value of RMB1.00 each in the registered capital of the Company which are subscribed for in RMB;
"Group"	the Company and its subsidiaries;
"H Share(s)"	the overseas listed foreign invested share(s) of nominal value of RMB1.00 each in the share capital of the Company which are listed on the Main Board of the Stock Exchange and subscribed for and traded in HK$;
"HK$"	Hong Kong dollars, the lawful currency of Hong Kong;

"Hong Kong"	the Hong Kong Special Administrative Region of the PRC;
"Latest Practicable Date"	20 May 2026, being the latest practicable date prior to the printing of this supplemental circular for ascertaining certain information in this supplemental circular;
"Listing Rules"	the Rules Governing the Listing of Securities on the Stock Exchange;
"PRC"	the People's Republic of China, but for the purpose of this circular, excludes Hong Kong, Macau Special Administrative Region of the PRC and Taiwan;
"RMB"	Renminbi, the lawful currency of the PRC;
"SFO"	the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong);
"Share(s)"	H Shares, the Domestic Shares and all shares of other class(es) resulting from sub-division, consolidation or reclassification thereof from time to time in the share capital of the Company;
"Shareholder(s)"	the holder(s) of H Shares and Domestic Shares;
"Stock Exchange"	The Stock Exchange of Hong Kong Limited;
"Tianye Group"	Xinjiang Tianye (Group) Limited* (新疆天業(集團)有限公司);
"%"	per cent.

* *For identification purpose only*

新疆天業節水灌溉股份有限公司
XINJIANG TIANYE WATER SAVING IRRIGATION SYSTEM COMPANY LIMITED*

(a joint stock limited company incorporated in the People's Republic of China)

(Stock Code: 00840)

Executive Directors:
Mr. Zhou Gang *(Chairman)*
Mr. Jiang Dayong
Mr. Wang Dongwei
Mr. Li Zheng

Independent non-executive Directors:
Ms. Gu Li
Mr. Hung Ee Tek
Mr. He Xinlin

Registered office:
No. 36, Bei San Dong Road,
Shihezi Economic and Technological
Development Zone,
Shihezi,
Xinjiang, PRC

Principal place of business in Hong Kong:
22/F., World-Wide House
Central
Hong Kong

26 May 2026

To the Shareholders

Dear Sir or Madam,

SUPPLEMENTAL CIRCULAR
1. PROPOSED ELECTION AND APPOINTMENT OF EXECUTIVE DIRECTOR; AND
2. SUPPLEMENTAL NOTICE OF ANNUAL GENERAL MEETING

1. INTRODUCTION

This supplemental circular should be read in conjunction with the Circular, which contains, amongst other things, the notice of the AGM. The purpose of this supplemental circular is to provide you with further information regarding the additional resolution to be proposed at the AGM concerning the appointment of an executive Director, and to serve you the supplemental notice of the AGM and the second form of proxy.

* *For identification purposes only*

2. RESIGNATION OF DIRECTOR

Reference is made to the announcement of the Company dated 20 May 2026 in relation to the resignation of Mr. Jiang Dayong as executive Director due to the change in work arrangements. The resignation will take effect from the date of the AGM. Mr. Jiang Dayong has no disagreement with the Board. As confirmed by the Company and Mr. Jiang Dayong, there are no other matters relating to his resignation that need to be brought to the attention of the Shareholders and the Stock Exchange.

3. PROPOSED APPOINTMENT OF EXECUTIVE DIRECTOR

The Board proposes to elect and appoint Mr. Wang Jun as an executive Director. The proposed appointment of executive Director will be put forward to the Shareholders for consideration and approval by way of ordinary resolution at the AGM. The term of office shall be three years, commencing from the date on which the resolution regarding the relevant election is passed at the AGM.

The biographical details of Mr. Wang Jun are set out as follows:

Mr. Wang Jun, aged 51, graduated from the Xi'an Military Academy with a major in Economic Management. Mr. Wang Jun previously served as platoon leader, deputy company commander and company commander of the Tank Regiment of the 8th Division, and subsequently served as the director of the Labour Relations Department of the Human Resources and Social Security Bureau of the Eighth Division of Shihezi City in July 2014. He joined Tianye Group in January 2017 and has successively served as the deputy head of the Human Resources Department, the deputy director of the Procurement Center (presiding over daily operations), the director of the Procurement and Supply Center of Xinjiang Tianye Company Limited, and the executive director and general manager of Tianyu Huitong. He currently serves as the director of the Asset Management Department of Xinjiang Tianye Company Limited.

Duration of Service and Emolument of Director Proposed to be Elected

Upon Mr. Wang Jun being elected, a service agreement will be entered between him and the Company, for a term of three years commencing from the date on which the resolution regarding the relevant election is passed at the AGM.

Upon the election, the Company will not pay any director's fee to Mr. Wang Jun.

Confirmations from Director

Save as disclosed above, Mr. Wang Jun has confirmed that (i) he has not held any position within the Group nor any directorship in other listed companies in the last three years; (ii) he does not have any relationship with any Directors, supervisors, senior management, substantial or controlling Shareholders of the Company or any of its subsidiaries; and (iii) he does not have any interests in the shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

Moreover, Mr. Wang Jun has confirmed that there are no other matters relating to him that are required to be disclosed pursuant to Rules 13.51(2)(h) to (v) of the Listing Rules and there are no other matters that need to be brought to the attention of the Shareholders.

4. AGM

The AGM will be held on Thursday, 11 June 2026 at No. 36, Bei San Dong Road, Shihezi Economic and Technological Development Zone, Shihezi, Xinjiang, the PRC.

The resolutions mentioned above, together with the resolutions stated in the Circular will be proposed in the AGM.

Each Shareholder who has the right to attend and vote at the AGM, is entitled to appoint one or more proxies, whether they are Shareholders or not, to attend and vote on his behalf at the AGM. Supplemental forms of proxy for use by the Shareholders at the AGM are enclosed. Whether or not you intend to be present at the AGM, you are requested to complete and return the supplemental forms of proxy in accordance with the instructions thereon to the Hong Kong H share registrar and transfer office of the Company in Hong Kong, Tricor Investor Services Limited, 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong (for the holders of H Shares only) or at the Company's registered office at No.36, Bei San Dong Road, Shihezi Economic and Technological Development Zone, Shihezi, Xinjiang, the PRC (for the holders of Domestic Shares only), as soon as possible and in any event not less than 24 hours before the time appointed for holding the AGM or any adjourned meeting. Completion and return of the supplemental forms of proxy will not preclude you from attending and voting at the AGM or any adjourned meeting(s) should you so wish.

5. VOTING BY WAY OF POLL

Pursuant to Rule 13.39(4) of the Listing Rules, save for certain procedural or administrative matter to be decided by the chairman of the meeting, all votes of the Shareholders at the general meetings will be taken by poll. Accordingly, the chairman of the AGM will therefore demand a poll for every resolution to be put to the vote at the AGM pursuant to the Articles of Association.

6. CLOSURE OF REGISTER OF MEMBERS

For the purpose of the AGM, the register of the members of the Company will be closed from Monday, 8 June 2026 to Thursday, 11 June 2026 (both days inclusive), during which no transfer of shares will be registered. In order to qualify for entitlement to attend and vote at the forthcoming annual general meeting of the Company, all instrument of transfers, accompanied by the relevant share certificates, must be lodged for registration with the Company's H Share registrar in Hong Kong, Tricor Investor Services Limited, 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong as soon as practicable and in any event not later than 4:30 p.m. on Friday, 5 June 2026.

7. RESPONSIBILITY STATEMENT

This supplemental circular includes particulars given in compliance with the Listing Rules for the purpose of giving information with regard to the Company. The Directors collectively and individually accept full responsibility for the accuracy of the information contained in this supplemental circular and confirm, having made all reasonable enquiries that to the best of their knowledge and belief, there are no other facts the omission of which would make any statement in this supplemental circular misleading.

8. RECOMMENDATION

In addition to the recommendation set out in the Circular, as set out in this supplemental circular, the Directors consider that all the proposed resolutions as set out in the supplemental notice of the AGM are in the interests of the Company and the Shareholders as a whole and, accordingly, the Directors recommend all Shareholders to vote in favour of all the resolutions proposed in the supplemental notice of the AGM in respect thereof.

Yours faithfully
For and on behalf of the Board
Xinjiang Tianye Water Saving Irrigation System Company Limited*
Zhou Gang
Chairman

* *For identification purposes only*

新疆天業節水灌溉股份有限公司

XINJIANG TIANYE WATER SAVING IRRIGATION SYSTEM COMPANY LIMITED*

(a joint stock limited company incorporated in the People's Republic of China)

(Stock Code: 00840)

SUPPLEMENTAL NOTICE OF ANNUAL GENERAL MEETING

References are made to (i) the circular of Xinjiang Tianye Water Saving Irrigation System Company Limited* (the "**Company**") dated 30 April 2026 (the "**Circular**"); (ii) the announcement dated 20 May 2026 in relation to, among other things, the proposed appointment of executive Director (the "**Announcement**"); (iii) the notice of the annual general meeting (the "**AGM**") dated 30 April 2026 (the "**Original Notice**"); (iv) the accompanying form of proxy for the use at the AGM (the "**Proxy form**"); and (v) the accompanying reply slip for the use at the AGM (the "**Reply Slip**"). Unless otherwise defined, the capitalised terms used in this supplemental notice shall have the same meanings as defined in the Circular. For details of the aforesaid additional resolutions, please refer to the supplemental circular of the Company dated 26 May 2026 and the Announcement.

SUPPLEMENTAL NOTICE IS HEREBY GIVEN that the Company will hold the AGM on the same date, at the same time and at the same venue as stated in the Original Notice. Apart from the resolutions stated in the Original Notice, the Company will consider and, if thought fit, pass the following supplemental resolution in the AGM:

ORDINARY RESOLUTIONS

10. To consider and elect the following person as executive Director, with effect from the date of the passing of this resolution, the term of office shall be 3 years:

    (a) Mr. Wang Jun.

* *For identification purposes only*

Save for the aforesaid, all other information contained in the Circular, the Original Notice, the Proxy form and the Reply Slip remain unchanged. This notice supplements the Original Notice and should be read in conjunction with it.

By Order of the Board
Xinjiang Tianye Water Saving Irrigation System Company Limited*
Zhou Gang
Chairman

Xinjiang, PRC
26 May 2026

* *For identification purpose only*

Notes:

1. This supplemental notice should be read in conjunction with the Original Notice.

2. For details of other resolutions to be proposed for consideration and approval at the AGM, closure of the register of members, eligibility for attending the AGM, registration procedures for attending the AGM, the Reply Slip, and other relevant matters, please refer to the Original Notice.

3. Any member entitled to attend and vote at the AGM is entitled to appoint in written form for one or more than one proxy to attend and vote at the AGM on his behalf. A proxy need not be a member of the Company.

4. The supplemental form of proxy enclosed for use at the AGM should be read in conjunction with the form of proxy despatched on 30 April 2026. In order to be valid, the form of proxy and, if such proxy form is signed by a person under a power of attorney or authority on behalf of the appointer, a notarially certified power of attorney (if any) or other authority (if any) under which it is signed, must be deposited at the Company's H Share registrar and transfer office in Hong Kong, Tricor Investor Services Limited, 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong (for the holders of H Shares only) or at the Company's registered office at No. 36, Bei San Dong Road, Shihezi Economic and Technological Development Zone, Shihezi, Xinjiang, the PRC (for the holders of Domestic Shares only), not less than 24 hours before the time appointed for holding the AGM or any adjournment thereof. Completion and return of the form of proxy will not preclude you from attending and voting at the AGM or any adjourned meeting should you so wish.

5. Shareholders or their proxies shall present proofs of identities when attending the AGM.

6. The register of the members of the Company will be closed from Monday, 8 June 2026 to Thursday, 11 June 2026 (both days inclusive), during which no transfer of shares will be registered. In order to qualify for entitlement to attend and vote at the forthcoming annual general meeting of the Company, all instrument of transfers, accompanied by the relevant share certificates, must be lodged for registration with the Company's H Share registrar in Hong Kong, Tricor Investor Services Limited, 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong as soon as practicable and in any event not later than 4:30 p.m. on Friday, 5 June 2026.

7. Shareholders who intend to attend the AGM should complete and return the enclosed reply slip for attendance to the H Share registrar and transfer office of the Company in Hong Kong at Tricor Investor Services Limited, 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong (for the holders of H Shares only) or to the Company's registered office at No. 36, Bei San Dong Road, Shihezi Economic and Technological Development Zone, Shihezi, Xinjiang, the PRC (for the holders of Domestic Shares only), by hand, by post or by fax (the fax number of the Company's H Share registrar and transfer office: (852) 28108185 (for holders of H Shares only) or the Company's fax number: (86993) 2623183 (for holders of Domestic Shares only)) on or before 4:00 p.m. on Friday, 22 May 2026.

8. As required under the Listing Rules, voting of the resolutions as set out in this supplemental notice will be by poll.

9. The AGM is expected to last for less than one day. The Shareholders and proxies attending the AGM shall be responsible for their own travelling and accommodation expenses.

10. The Company's registered address is:

    No. 36, Bei San Dong Road, Shihezi Economic and Technological Development Zone, Shihezi, Xinjiang, the PRC