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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 2020 FIRST EXTRAORDINARY GENERAL MEETING, 2020 FIRST DOMESTIC SHAREHOLDERS' CLASS MEETING AND 2020 FIRST H SHAREHOLDERS' CLASS MEETING**

### **POLL RESULTS OF 2020 FIRST EXTRAORDINARY GENERAL MEETING, 2020 FIRST DOMESTIC SHAREHOLDERS' CLASS MEETING AND 2020 FIRST H SHAREHOLDERS' CLASS MEETING**

The Board hereby announces the poll results in respect of the resolutions proposed at the EGM, the Domestic Shareholders' Class Meeting and the H Shareholders' Class Meeting held on Friday, 6 November 2020. All resolutions were duly passed.

#### **DISTRIBUTION OF 2020 INTERIM DIVIDEND**

The interim dividend of the Company for the six months ended 30 June 2020 will be distributed on Thursday, 24 December 2020.

#### **CHANGE OF MEMBERS OF THE BOARD AND ITS AUDIT COMMITTEE**

The Board hereby announces that Ms. Ren Na has been elected as a non-executive Director of the Company and Ms. Zhao Zhu, the former non-executive Director of the Company, ceased to hold the office of non-executive Director with effect from Ms. Ren Na's appointment.

Meanwhile, Mr. Johnson Wan has been elected as an independent non-executive Director of the Company and was appointed by the Board as a member of the Audit Committee, and Mr. Sin Lik Man, the former independent non-executive Director of the Company, ceased to hold the office of independent non-executive Director and member of the Audit Committee with effect from the appointment of Mr. Johnson Wan.

## **THE REGISTRATION AND ISSUANCE OF SUPER SHORT-TERM COMMERCIAL PAPERS AND MEDIUM-TERM NOTES**

The resolutions of the registration and issuance of super short-term commercial papers and medium-term notes of the Company were approved by the Shareholders by way of special resolutions at the EGM, pursuant to which the Board was authorised to deal with matters relating to the registration and issuance of super short-term commercial papers and medium-term notes.

## **AMENDMENTS TO THE ARTICLES OF ASSOCIATION**

The resolution in respect of amendments to the Articles of Association has been approved by the Shareholders by way of a special resolution at the EGM, the Domestic Shareholders' Class Meeting and the H Shareholders' Class Meeting, which became effective from 6 November 2020.

References are made to the notice of the EGM, the notice of the Domestic Shareholders' Class Meeting (the "**Notice of the Domestic Shareholders' Class Meeting**"), the notice of the H Shareholders' Class Meeting (the "**Notice of the H Shareholders' Class Meeting**") dated 18 September 2020 and the revised notice of the EGM (the "**Revised Notice of the EGM**") dated 15 October 2020 of Kunming Dianchi Water Treatment Co., Ltd. (the "**Company**") (collectively, the "**Notices**"), and the circular of the EGM, the Domestic Shareholders' Class Meeting and the H Shareholders' Class Meeting (the "**Circular**") dated 15 October 2020. Unless otherwise defined in this announcement, the capitalized terms used in this announcement shall have the same meanings as those defined in the Notices and the Circular.

## **I. POLL RESULTS OF THE EGM, THE DOMESTIC SHAREHOLDERS' CLASS MEETING AND THE H SHAREHOLDERS' CLASS MEETING**

The board of directors (the "**Board**") of the Company is pleased to announce that the EGM, the Domestic Shareholders' Class Meeting and the H Shareholders' Class Meeting (collectively, the "**Meetings**") were convened at the Company's meeting room on the 1st floor at the Wastewater Treatment Plant No.7, Kunming Dianchi Tourist Resort, Yunnan Province, the PRC at 2:30 p.m., 3:30 p.m. and 4:00 p.m. respectively on 6 November 2020 and the resolutions set out below were duly passed by way of poll. The Meetings were convened by the Board and chaired by Ms. Guo Yumei, the Chairperson and were held in accordance with the requirements of the Company Law of the PRC and the Articles of Association.

All resolutions proposed at the Meetings were taken by poll. Tricor Investor Services Limited, the Company's H Share registrar in Hong Kong, was appointed as the scrutineer for the purpose of vote-taking at the Meetings.

**(1) Poll results of the EGM**

As at the date of the EGM, the total number of issued shares of the Company (the “Share(s)”) 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 to attend and vote for or against the resolutions put forward at the EGM (the “EGM Resolutions”) based on their shareholdings. Shareholders holding an aggregate of 937,221,000 voting Shares, representing approximately 91.07% of the total number of issued Shares, attended the EGM either in person or by proxy. None of the Shares entitles the holders to attend and abstain from voting in favour of any of the resolutions at the EGM, nor has any party stated in the Circular that it will vote against or abstain from voting on any of the resolutions, nor is any Shareholder required to abstain from voting on any of the resolutions at the EGM.

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

ORDINARY RESOLUTIONS		Votes (%)		Attending and Voting Number of Shares
		For	Against	
1	To consider and approve the resolution on interim profit distribution plan for 2020.	937,221,000 (100.00%)	0 (0.00%)	937,221,000 (100.00%)
2	To consider and approve the resolution on election of Ms. Ren Na to serve as a non-executive Director of the Company.	937,221,000 (100.00%)	0 (0.00%)	937,221,000 (100.00%)
3	To consider and approve the resolution on election of Mr. Johnson Wan to serve as an independent non-executive Director of the Company.	937,221,000 (100.00%)	0 (0.00%)	937,221,000 (100.00%)

SPECIAL RESOLUTIONS		Votes (%)		Attending and Voting Number of Shares
		For	Against	
4	To consider and approve the resolution on registration and issuance of super short-term commercial papers.	937,221,000 (100.00%)	0 (0.00%)	937,221,000 (100.00%)
5	To consider and approve the resolution on registration and issuance of medium-term notes.	937,221,000 (100.00%)	0 (0.00%)	937,221,000 (100.00%)
6	To consider and approve the resolution on amendments to the articles of association of the Company.	937,120,000 (99.99%)	101,000 (0.01%)	937,221,000 (100.00%)

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

As more than one half of the votes were cast in favour of the ordinary resolutions numbered 1 to 3 above, these resolutions were duly passed.

As more than two-thirds of the votes were cast in favour of the special resolutions numbered 4 to 6 above, these resolutions were duly passed.

**(2) Poll results of the Domestic Shareholders' Class Meeting**

As at the date of the Domestic Shareholders' Class Meeting, the total number of issued Domestic Shares of the Company (the "**Domestic Share(s)**") is 689,088,000 Shares, all of which entitle the holders to attend and vote for or against the resolution put forward at the Domestic Shareholders' Class Meeting (the "**Domestic Shareholders' Class Meeting Resolution**") based on their Domestic Shares' shareholdings. Shareholders holding an aggregate of 689,088,000 voting Shares, representing approximately 100.00% of the total number of issued Domestic Shares, attended the Domestic Shareholders' Class Meeting either in person or by proxy. None of the Domestic Shares entitles the holders to attend and abstain from voting in favour of any of the resolution at the Domestic Shareholders' Class Meeting, nor has any party stated in the Circular that it will vote against or abstain from voting on any of the resolution, nor is any Domestic Shareholder required to abstain from voting on any of the resolution at the Domestic Shareholders' Class Meeting.

The poll results in respect of the Domestic Shareholders' Class Meeting Resolution are as follows:

SPECIAL RESOLUTION		Votes (%)		Attending and Voting Number of Shares
		For	Against	
1	To consider and approve the resolution on amendments to the articles of association of the Company.	689,088,000 (100.00%)	0 (0.00%)	689,088,000 (100.00%)

Details of the resolution are set out in the Circular and the Notice of the Domestic Shareholders' Class Meeting.

As more than two-thirds of the votes were cast in favour of the above special resolution, the resolution was duly passed.

**(3) Poll results of the H Shareholders' Class Meeting**

As at the date of the H Shareholders' Class Meeting, the total number of issued H Shares of the Company (the "H Share(s)") is 340,023,000 Shares, all of which entitle the holders to attend and vote for or against the resolution put forward at the H Shareholders' Class Meeting (the "H Shareholders' Class Meeting Resolution") based on their H Shares' shareholdings. Shareholders holding an aggregate of 248,133,000 voting Shares, representing approximately 72.98% of the total number of issued H Shares, attended the H Shareholders' Class Meeting either in person or by proxy. None of the H Shares entitles the holders to attend and abstain from voting in favour of any of the resolution at the H Shareholders' Class Meeting, nor has any party stated in the Circular that it will vote against or abstain from voting on any of the resolution, nor is any H Shareholder required to abstain from voting on any of the resolution at the H Shareholders' Class Meeting.

The poll results in respect of the H Shareholders' Class Meeting Resolution are as follows:

SPECIAL RESOLUTION		Votes (%)		Attending and Voting Number of Shares
		For	Against	
1	To consider and approve the resolution on amendments to the articles of association of the Company.	248,032,000 (99.96%)	101,000 (0.04%)	248,133,000 (100.00%)

Details of the resolution are set out in the Circular and the Notice of the H Shareholders' Class Meeting.

As more than two-thirds of the votes were cast in favour of the above special resolution, the resolution was duly passed.

## II. DESCRIPTION ON DISTRIBUTION OF 2020 INTERIM DIVIDEND

At the EGM, the interim profit distribution plan for 2020 of the Company has been duly approved by the Shareholders, the full text of which has been set out in the Circular. The Board hereby also makes the following descriptions relating to the distribution of 2020 interim dividend:

The Company will distribute the interim dividend of RMB0.054 per Share (tax inclusive) in cash for the six months ended 30 June 2020 (the “**Interim Dividend**”), for an aggregate amount of RMB55,571,994.00 (tax inclusive). The Interim Dividend will be distributed on Thursday, 24 December 2020 to the Shareholders whose names appear on the register of members of the Company on Tuesday, 17 November 2020 (the “**Record Date**”).

In accordance with the Articles of Association, the dividends shall be denominated and declared in Renminbi. The dividends payable to holders of Domestic Shares shall be paid in Renminbi and the dividends payable to holders of H Shares shall be paid in Hong Kong dollars. The actual amount of H Share dividends distributed in Hong Kong dollars is calculated according to the average exchange rate of Renminbi against Hong Kong dollars as published by the People’s Bank of China within one week prior to the date of EGM (i.e. RMB0.863918 against HK\$1), being a cash dividend of HK\$0.062506 per Share (tax inclusive).

For the purpose of determining the list of holders of H Shares who are entitled to the Interim Dividend, the H Share register of members of the Company will be closed from Thursday, 12 November 2020 to Tuesday, 17 November 2020 (both days inclusive). In order to be qualified for the Interim Dividend for the six months ended 30 June 2020, the holders of unregistered H Shares of the Company are required to submit the transfer documents to the H Share registrar of the Company, Tricor Investor Services Limited at Level 54, Hopewell Centre, 183 Queen’s Road East, Hong Kong not later than 4:30 p.m. on Wednesday, 11 November 2020.

The Company has appointed Bank of Communications Trustee Limited as the receiving agent in Hong Kong (the “**Receiving Agent**”) which will receive from the Company on behalf of holders of H Shares the dividends declared. The final dividend will be paid by the Receiving Agent and the dividend cheques will be posted by the H Share registrar of the Company, Tricor Investor Services Limited, by ordinary mail to holders of H Shares entitled to receive the dividend at their own risk on Thursday, 24 December 2020.

### III. WITHHOLDING AND PAYMENT OF INCOME TAX ON DIVIDENDS

#### (1) Enterprise Income Tax Payable by Non-resident Enterprise Shareholders

Pursuant to the Enterprise Income Tax Law of the PRC and its implementation rules, which came into force on 1 January 2008 and other relevant rules, where the Company distributes the 2020 Interim Dividend to non-resident enterprise Shareholders whose names appear on the H Share register of members of the Company as at the Record Date, it is required to withhold enterprise income tax at the rate of 10%. Any H Shares registered in the name of non-individual registered Shareholders, including HKSCC Nominees Limited, other nominees or trustees, or other organisations or groups, will be treated as Shares being held by non-resident enterprise Shareholders, and consequently will be subject to the withholding of the enterprise income tax.

#### (2) Individual Income Tax Payable by Non-resident Individual Shareholders

According to regulations of the State Administration of Taxation (Guo Shui Han [2011] No. 348) and relevant laws and regulations, if the individual holders of H Shares are residents of Hong Kong or Macau or other countries which have entered into a tax treaty with the PRC stipulating a dividend tax rate of 10%, the Company will withhold and pay individual income tax at the rate of 10% on behalf of these Shareholders. If the individual holders of H Shares are residents of those countries which have entered into a tax treaty with the PRC stipulating a dividend tax rate of less than 10%, the Company will make applications on their behalf to seek entitlement of the relevant agreed preferential treatments pursuant to the relevant tax treaty. If the individual holders of H Shares are residents of those countries which have entered into a tax treaty with the PRC stipulating a dividend tax rate of more than 10% but less than 20%, the Company will withhold and pay individual income tax at the actual tax rate stipulated in the relevant tax treaty. If the individual holders of H Shares are residents of those countries which have entered into a tax treaty with the PRC stipulating a dividend tax rate of 20%, or those countries which have not entered into any tax treaties with the PRC, or under any other circumstances, the Company will withhold and pay individual income tax at the rate of 20% on behalf of these Shareholders.

The Company will determine the resident status of the individual holders of H Shares based on the registered address as recorded in the register of members of the Company as at the Record Date (the “**Registered Address**”). If the resident status of any individual holders of H Shares is not in consistency with that indicated by the Registered Address, such individual holders of H Shares shall notify the Company’s H Share registrar not later than 4:30 p.m. on Wednesday, 11 November 2020, and provide relevant supporting documents to the Company’s H Share registrar, Tricor Investor Services Limited at Level 54, Hopewell Centre, 183 Queen’s Road East, Hong Kong.

The Shareholders are advised to read the above information carefully, and if anyone would like to change the identity of the Shareholder, please enquire about the relevant procedures with the nominees or trustees. The Company is neither obligated nor responsible for ascertaining the identity of the Shareholders. In addition, the Company will withhold the enterprise income tax and the individual income tax in strict compliance with the relevant laws or regulations and the registered information on the H Share register of members of the Company as at the Record Date. The Company will not entertain, or take any responsibilities for, any requests or claims in relation to any delay or inaccuracies in ascertaining the identity of the Shareholders or any disputes over the mechanism of withholding of the enterprise income tax and the individual income tax.

#### **IV. CHANGE OF MEMBERS OF THE BOARD AND ITS AUDIT COMMITTEE**

##### **(1) Non-executive Directors**

At the EGM, Ms. Ren Na was elected as a non-executive Director of the first session of the Board. The appointment of Ms. Ren Na came into effect immediately after the conclusion of the EGM and will expire on the day when the election of the next session of the Board is completed. For the details of Ms. Ren Na's biography and the determination of her remuneration, please refer to the announcement of the Company dated 21 August 2020 and the Circular. As at the date of this announcement, there has been no change in such information.

Upon the appointment of Ms. Ren Na becoming effective, Ms. Zhao Zhu, the former non-executive Director of the Company, ceased to be a non-executive Director of the Company.

##### **(2) Independent non-executive Directors**

At the EGM, Mr. Johnson Wan was elected as an independent non-executive Director of the first session of the Board. The appointment of Mr. Johnson Wan came into effect immediately after the conclusion of the EGM and will expire on the day when the election of the next session of the Board is completed. For the details of Mr. Johnson Wan's biography and the determination of his remuneration, please refer to the announcement of the Company dated 29 September 2020 and the Circular. Mr. Wan served as an independent non-executive Director of New Provenance Everlasting Holdings Limited (a company listed on the Hong Kong Stock Exchange (Stock Code: 2326)) with effect from 1 October 2020. Save as aforesaid, as at the date of this announcement, there has been no change in such information.

Upon the appointment of Mr. Johnson Wan becoming effective, Mr. Sin Lik Man, the former independent non-executive Director of the Company, ceased to be an independent non-executive Director and a member of the Audit Committee of the Company.

On the same day of the EGM, the Board passed a resolution to appoint Mr. Johnson Wan as a member of the Audit Committee (the "**Audit Committee**") of the Board with effect from the date of this announcement until the expiry of the term of office of the first session of the Board.



The composition of the Audit Committee is as follows:

Mr. Yin Xiaobing (*Chairperson*)

Mr. He Xifeng

Mr. Johnson Wan

## **V. THE REGISTRATION AND ISSUANCE OF SUPER SHORT-TERM COMMERCIAL PAPERS AND MEDIUM-TERM NOTES**

### **(1) The registration and issuance of super short-term commercial papers**

At the EGM, the Shareholders have approved the registration and issuance of super short-term commercial papers of the Company and agreed to the authorisation of the Board as set out in the Circular to transact all matters specifically relating to the registration and issuance of super short-term commercial papers.

### **(2) The registration and issuance of of medium-term notes**

At the EGM, the Shareholders have approved the registration and issuance of medium-term notes of the Company and agreed to the authorisation of the Board as set out in the Circular to transact all matters specifically relating to the registration and issuance of medium-term notes.

## **VI. AMENDMENTS TO THE ARTICLES OF ASSOCIATION**

The resolution in respect of amendments to the Articles of Association (the “**Amendments**”) has been approved by the Shareholders by way of a special resolution at the EGM, the Domestic Shareholders’ Class Meeting and the H Shareholders’ Class Meeting. As such, the Amendments shall be effective from 6 November 2020. The full text of the amended Articles of Association has been published on the websites of the Stock Exchange and the Company.

By order of the Board  
**Kunming Dianchi Water Treatment Co., Ltd.**  
**Guo Yumei**  
*Chairperson*

Kunming, the PRC, 6 November 2020

*As of the date of this announcement, the Board comprises Ms. Guo Yumei, Mr. Chen Changyong and Mr. Luo Yun, as executive Directors; Ms. Song Hong, Ms. Ren Na and Ms. Yu Yanbo, as non-executive Directors; and Mr. Yin Xiaobing, Mr. He Xifeng and Mr. Johnson Wan, as independent non-executive Directors.*