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**Taizhou Water Group Co., Ltd.\***  
**台州市水務集團股份有限公司**

*(a joint stock company incorporated in the People's Republic of China with limited liability)*  
**(Stock Code: 1542)**

**(1) POLL RESULTS OF EXTRAORDINARY GENERAL MEETING;  
(2) APPOINTMENT OF DIRECTORS;  
(3) APPOINTMENT OF SUPERVISOR; AND  
(4) CHANGE OF COMPOSITION OF BOARD COMMITTEES**

Reference is made to the circular of Taizhou Water Group Co., Ltd. (the “**Company**”) dated 6 December 2022 (the “**Circular**”) and the notice of extraordinary general meeting (the “**EGM**”) of the Company dated 6 December 2022 (the “**Notice**”) in relation to the EGM to be held on 23 December 2022. Unless otherwise defined herein, capitalised terms used herein shall have the same meanings as defined in the Circular.

**POLL RESULTS OF THE EGM**

The Company is pleased to announce that the EGM was held at Conference Room, Taizhou Water Group Co., Ltd., No. 308 Yin Quan Road, Xicheng Street, Huangyan District, Taizhou, Zhejiang Province, the PRC at 2:30 p.m. on Friday, 23 December 2022.

As at the date of the EGM, the total number of issued Shares of the Company was 200,000,000, comprising 150,000,000 Domestic Shares and 50,000,000 H shares, being the total number of Shares entitling the Shareholders to attend and vote on the resolutions proposed at the EGM. There were no restrictions on any Shareholders to cast votes on the proposed resolutions no. 1 to 6 at the EGM.

There were no Shareholders who are required under the Listing Rules to attend and abstain from voting in favour of each of the resolutions proposed at the EGM, or are required to abstain from voting on any of the resolutions proposed at the EGM.

The Shareholders and proxies attending the EGM held an aggregate of 154,860,000 Shares, representing approximately 77.43% of the total number of Shares in issue with voting rights as at the date of the EGM. All the resolutions considered at the EGM were voted by way of poll.

The EGM was legally and validly convened in compliance with the requirements of the Company Law of the PRC and the Articles of Association. The EGM was chaired by Mr. Yang Jun, the executive Director and chairman of the Board. Computershare Hong Kong Investor Services Limited, the H share registrar of the Company, acted as scrutineer for the vote-taking at the EGM.

At the EGM, the following resolutions were considered and passed by way of poll and the poll results are set out as below:

<b>Special Resolutions</b> <i>(Note)</i>		<b>For</b>	<b>Against</b>	<b>Abstain</b>
1.	To approve the proposed arrangements in respect of the proposed issuance of Private Placement Notes in the PRC.	154,860,000 (100%)	0 (0%)	0 (0%)
2.	To approve and generally and unconditionally authorise the Board or the executive Directors to handle all matters relating to the proposed issuance of the Private Placement Notes.	154,860,000 (100%)	0 (0%)	0 (0%)
3.	To consider and approve the provision of Guarantees by the Company to Binhai Water.	154,860,000 (100%)	0 (0%)	0 (0%)
<b>Ordinary Resolutions</b> <i>(Note)</i>		<b>For</b>	<b>Against</b>	<b>Abstain</b>
4.	To consider and approve the appointment of Mr. Lin Genman (“ <b>Mr. Lin</b> ”) as a non-executive Director and authorise the Board to determine his remuneration.	154,860,000 (100%)	0 (0%)	0 (0%)
5.	To consider and approve the appointment of Mr. Ye Xiaofeng (“ <b>Mr. Ye</b> ”) as a non-executive Director and authorise the Board to determine his remuneration.	154,860,000 (100%)	0 (0%)	0 (0%)
6.	To consider and approve the appointment of Ms. Lin Lin (“ <b>Ms. Lin</b> ”) as a Shareholder representative Supervisor.	154,860,000 (100%)	0 (0%)	0 (0%)

*Note:* Please refer to the Circular for details of the above resolutions.

As more than two-thirds of the votes from the Shareholders and proxies attending and having the rights to vote at the EGM were cast in favour of the above resolution numbered 1 to 3, such resolutions were duly passed as special resolutions.

As more than half of the votes from the Shareholders and proxies attending and having the rights to vote at the EGM were cast in favour of the above resolutions numbered 4 to 6, such resolutions were duly passed as ordinary resolutions.

All of the Directors, namely Mr. Yang Jun, Mr. Pan Gang, Mr. Wang Haibo, Mr. Wang Haiping, Ms. Fang Ya, Mr. Yu Yangbin, Mr. Yang Yide, Mr. Guo Dingwen, Mr. Lin Yang, Mr. Huang Chun, Ms. Lin Suyan, Ms. Hou Meiwen, Mr. Li Wai Chung and Mr. Wang Yongyue, attended the EGM either in person or by electronic means.

## **APPOINTMENT OF DIRECTORS**

References are made to (i) the announcement of the Company dated 5 August 2022 in relation to the proposed change of non-executive Director and change of composition of Audit Committee and the proposed election of Shareholder representative Supervisor; and (ii) the announcement of the Company dated 23 November 2022 in relation to the proposed change of non-executive Director and change of composition of Strategy Committee.

As ordinary resolutions numbered 4 and 5 above were duly passed by the Shareholders at the EGM, pursuant to the relevant laws and regulations including the Company Law of the PRC and the Articles of Association, Mr. Lin and Mr. Ye were appointed as non-executive Directors, with effect from the date of approval at the EGM (i.e. 23 December 2022). The biographies of Mr. Lin and Mr. Ye and other relevant information required to be disclosed under Rule 13.51(2) of the Listing Rules are set out in the Circular.

As at the date of this announcement, there is no other change to the biography of Mr. Lin and Mr. Ye as set out in the Circular.

Each of Mr. Lin and Mr. Ye will enter into a service contract with the Company in relation to their appointments as non-executive Directors for a term of service commencing from 23 December 2022 until the end of the term of the fifth session of the Board. Mr. Lin and Mr. Ye will not receive any remuneration from the Company.

## **APPOINTMENT OF SUPERVISOR**

Reference is made to the announcement of the Company dated 5 August 2022 in relation to, among others, the proposed election of the Shareholder representative Supervisor.

As ordinary resolution numbered 6 above was duly passed by the Shareholders at the EGM, pursuant to the relevant laws and regulations including the Company Law of the PRC and the Articles of Association, Ms. Lin was appointed as a Shareholder representative Supervisor, with effect from the date of approval at the EGM (i.e. 23 December 2022). The biography of Ms. Lin and other relevant information required to be disclosed under Rule 13.51(2) of the Listing Rules are set out in the Circular. As at the date of this announcement, there is no other change to the biography of Ms. Lin as set out in the Circular.

Ms. Lin will enter into a service contract with the Company in relation to her appointment as a Shareholder representative Supervisor for a term commencing from the date of approval at the EGM (i.e. 23 December 2022) until the expiration of the term of the fifth session of the Supervisory Committee. Ms. Lin will not receive any remuneration from the Company.

## **CHANGE OF COMPOSITION OF BOARD COMMITTEES**

Following the conclusion of the EGM, Mr. Wang Haiping resigned as a non-executive Director and a member of the Audit Committee due to retirement. Mr. Wang Haiping has confirmed that he has no disagreement with the Board and no matters concerning his resignation need to be brought to the attention of the Stock Exchange and the Shareholders. The Board would like to take this opportunity to express its sincere gratitude to Mr. Wang Haiping for his valuable contributions to the Company during his term of office. The Board is pleased to announce that (i) Mr. Lin has been appointed as a member of the Audit Committee in place of Mr. Wang Haiping with effect from 23 December 2022; and (ii) Mr. Ye has been appointed as a member of the Strategy Committee with effect from 23 December 2022. Due to the aforementioned changes in the composition of the Board, the composition of each of the Audit Committee, the Remuneration Committee, the Nomination Committee and the Strategy Committee is as follows:

### **Audit Committee**

Mr. Li Wai Chung (*Chairman*)

Mr. Lin Genman

Ms. Hou Meiwen

### **Remuneration Committee**

Mr. Wang Yongyue (*Chairman*)

Mr. Yang Jun

Mr. Pan Gang

Mr. Huang Chun

Ms. Lin Suyan

### **Nomination Committee**

Mr. Yang Jun (*Chairman*)

Mr. Yu Yangbin

Mr. Yang Yide

Mr. Huang Chun

Ms. Lin Suyan

Ms. Hou Meiwen

Mr. Wang Yongyue

**Strategy Committee**

Mr. Yang Jun (*Chairman*)

Mr. Pan Gang

Mr. Wang Haibo

Ms. Fang Ya

Mr. Ye Xiaofeng

Mr. Lin Yang

Mr. Huang Chun

By order of the Board  
**Taizhou Water Group Co., Ltd.\***  
台州市水務集團股份有限公司

**Yang Jun**  
*Chairman and Executive Director*

Taizhou, the PRC  
23 December 2022

*As at the date of this announcement, the executive Directors are Mr. Yang Jun and Mr. Pan Gang; the non-executive Directors are Mr. Wang Haibo, Mr. Lin Genman, Ms. Fang Ya, Mr. Yu Yangbin, Mr. Ye Xiaofeng, Mr. Yang Yide, Mr. Guo Dingwen and Mr. Lin Yang; and the independent non-executive Directors are Mr. Huang Chun, Ms. Lin Suyan, Ms. Hou Meiwen, Mr. Li Wai Chung and Mr. Wang Yongyue.*

\* *For identification purpose only*