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**THIS CIRCULAR IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION**

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If you are in any doubt as to any aspect of this circular or as to the action to be taken, you should consult a 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 Luzhou Xinglu Water (Group) Co., Ltd.\*, you should at once hand this circular, together with the accompanying form of proxy and reply slip 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 transferee.

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**Luzhou Xinglu Water (Group) Co., Ltd.\***

**瀘州市興瀘水務(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: 2281)**

- (1) PROPOSED RE-ELECTION AND APPOINTMENT OF DIRECTORS  
FOR THE SECOND SESSION OF THE BOARD OF DIRECTORS;  
(2) PROPOSED RE-ELECTION AND APPOINTMENT OF SUPERVISORS  
FOR THE SECOND SESSION OF SUPERVISORY COMMITTEE; AND  
(3) NOTICE OF 2022 FIRST EXTRAORDINARY GENERAL MEETING**
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A letter from the Board is set out on pages 4 to 16 of this circular. Notice of convening the 2022 first extraordinary general meeting (the “EGM”) to be held at the meeting room of 6th Floor, 16 Baizi Road, Jiangyang District, Luzhou, Sichuan Province, the PRC at 9:00 a.m. on Friday, 4 March 2022 is set out on pages 17 to 19 of this circular.

Form of proxy for use at the EGM are also enclosed with this circular. If you intend to attend the EGM by proxy, you are required to complete and return the enclosed form(s) of proxy in accordance with the instructions printed thereon to the H share registrar of the Company, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong (in respect of H Shareholders), or to the office of the Board located at the Company's registered office in the PRC at 16 Baizi Road, Jiangyang District, Luzhou, Sichuan Province, the PRC (in respect of Domestic Shareholders) as soon as possible but in any event by not later than 24 hours before the time appointed for holding of the EGM (i.e. not later than 9:00 a.m. on Thursday, 3 March 2022) or any adjournment thereof. Completion and return of the form(s) of proxy shall not preclude you from attending and voting in person at the EGM or any adjourned meeting(s) if you so wish.

\* For identification purposes only

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## PRECAUTIONARY MEASURES FOR THE EGM

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In view of the current development of the Novel Coronavirus (“COVID-19”), the Company will implement the following measures at its EGM;

- (i) All participants (including Shareholders or their proxy) in the EGM are required to wear appropriate face masks at all times during their attendance.
- (ii) No refreshments will be served, and there will be no corporate gifts. Seating will be arranged to ensure adequate physical distancing between attendees in order to reduce person-to-person contact.

To the extent permitted under the laws of the PRC, the Company reserves the right to deny entry into the EGM venue or require any person to leave the EGM venue in order to ensure the safety of the attendees at the EGM.

Although Shareholders are welcome to attend in person to vote at the EGM, the Company reminds all Shareholders that physical attendance in person at the EGM is not necessary for the purpose of exercising voting rights. As an alternative, by using forms of proxy with voting instructions inserted, Shareholders may appoint the Chairman of the EGM as their proxy to vote on the relevant resolutions at the EGM instead of attending in person. The proxy form will be dispatched to the Shareholders and can be downloaded from the websites of the Hong Kong Stock Exchange and the Company.

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## DEFINITIONS

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*Unless the context otherwise requires, the following expressions in this circular shall have the meanings set out below:*

“Articles of Association”	the articles of association of the Company as amended, modified or otherwise supplemental from time to time
“Board”	the board of Directors
“Chairman”	the chairman of the Board
“Company”	Luzhou Xinglu Water (Group) Co., Ltd.* (瀘州市興瀘水務(集團)股份有限公司), a joint stock company with limited liability incorporated in the PRC, whose H Shares are listed on the Main Board of the Hong Kong Stock Exchange
“Director(s)”	the director(s) of the Company
“Domestic Share(s)”	the ordinary share(s) in the capital of the Company with a nominal value of RMB1.00 each, which are subscribed for or credited as paid up in RMB by PRC nationals and/or PRC legal entities
“Domestic Shareholder(s)”	the holder(s) of Domestic Shares
“EGM”	the 2022 first extraordinary general meeting of the Company to be convened and held at 9:00 a.m. on 4 March 2022
“Group”	the Company and its subsidiaries
“H Share(s)”	the overseas listed foreign invested ordinary share(s) in the capital of the Company with a nominal value of RMB1.00 each, which are subscribed for and traded in Hong Kong dollars and listed on the Hong Kong Stock Exchange
“H Shareholder(s)”	the holder(s) of H Shares
“Hong Kong”	the Hong Kong Special Administrative Region of the PRC
“Hong Kong Stock Exchange”	The Stock Exchange of Hong Kong Limited
“Listing Rules”	the Rules Governing the Listing of Securities on the Hong Kong Stock Exchange, as amended, supplemented or otherwise modified from time to time

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## DEFINITIONS

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“PRC”	the People’s Republic of China, for the purposes of this circular, excluding Hong Kong, the Macau Special Administrative Region of the PRC and Taiwan
“RMB”	Renminbi, the lawful currency of the PRC
“Share(s)”	the Domestic Share(s) and the H Share(s)
“Shareholder(s)”	the holder(s) of the Shares
“Supervisor(s)”	the supervisor(s) of the Company
“Supervisory Committee”	the supervisory committee of the Company
“Xinglu Investment”	Luzhou City Xinglu Investment Group Co., Ltd.* (瀘州市興瀘投資集團有限公司), a limited liability company established in the PRC on 28 January 2003 and our controlling shareholder
“Xinglu Wastewater Treatment”	Luzhou Xinglu Wastewater Treatment Co., Ltd.* (瀘州市興瀘污水處理有限公司), a limited liability company established in the PRC on 11 December 2000 and a non-wholly owned subsidiary of the Company, mainly engaged in wastewater treatment business

\* *For identification purposes only*

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## LETTER FROM THE BOARD

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### Luzhou Xinglu Water (Group) Co., Ltd.\*

### 瀘州市興瀘水務(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: 2281)

*Executive Directors:*

Mr. ZHANG Qi (張歧先生)

Mr. LIAO Xingyue (廖星樾先生)

*Non-executive Directors:*

Mr. CHEN Bing (陳兵先生)

Ms. XU Yan (徐燕女士)

Mr. XIE Xin (謝欣先生)

*Independent non-executive Directors:*

Mr. GU Ming'an (辜明安先生)

Mr. LIN Bing (林兵先生)

Mr. CHENG Hok Kai, Frederick (鄭學啟先生)

*Registered office:*

16 Baizi Road

Jiangyang District, Luzhou

Sichuan Province

PRC

*Principal place of*

*business in Hong Kong:*

40th Floor

Dah Sing Financial Centre

No. 248 Queen's Road East

Wanchai, Hong Kong

15 February 2022

*To the Shareholders,*

Dear Sir/Madam,

- (1) PROPOSED RE-ELECTION AND APPOINTMENT OF DIRECTORS FOR THE SECOND SESSION OF THE BOARD OF DIRECTORS;**
- (2) PROPOSED RE-ELECTION AND APPOINTMENT OF SUPERVISORS FOR THE SECOND SESSION OF SUPERVISORY COMMITTEE; AND**
- (3) NOTICE OF 2022 FIRST EXTRAORDINARY GENERAL MEETING**

#### INTRODUCTION

Reference is made to the announcement of the Company dated 26 January 2022 in relation to (i) a proposal on re-election and appointment of non-employee representative Directors for the second session of the Board; and (ii) a proposal on re-election and appointment of shareholder representative Supervisors and external Supervisors for the second session of Supervisory Committee (collectively, the “**Proposed Re-election and Appointment**”). The purpose of this circular is to give you notice of the EGM and to provide you with information reasonably necessary to enable you to make an informed decision on whether to vote for or against the resolutions to be proposed at the EGM as set out below.

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## LETTER FROM THE BOARD

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At the EGM, ordinary resolutions will be proposed to consider and approve the Proposed Re-election and Appointment.

### **PROPOSED RE-ELECTION AND APPOINTMENT OF DIRECTORS FOR THE SECOND SESSION OF THE BOARD**

Given that the term of office of the Directors of the first session of the Board has expired, the Board has considered and approved the re-election of members of the Board. Members of the first session of the Board shall continue to fulfil their respective responsibilities in accordance with the laws and regulations and the Articles of Association until the members of the second session of the Board take office. The second session of the Board shall comprise nine Directors, including three executive Directors (including one employee representative Director), three non-executive Directors and three independent non-executive Directors. According to the Articles of Association and the Company Law of the People's Republic of China (中華人民共和國公司法), the employee representative Director of the second session of the Board will be elected at an employee representative meeting of the Company (the “**Employee Representative Meeting**”), whose election is not subject to the approval by Shareholders. The Company will make further announcement(s) in compliance with the relevant laws and regulations as and when appropriate. The Board proposed to:

- (i) re-elect each of Mr. ZHANG Qi (張歧) and Mr. LIAO Xingyue (廖星樾) as an executive Director of the second session of the Board;
- (ii) re-elect Mr. CHEN Bing (陳兵) and appoint each of Mr. YU Long (喻龍) and Ms. HU Fenfen (胡芬芬) as a non-executive Director of the second session of the Board; and
- (iii) appoint each of Ms. MA Hua (馬樺), Mr. LIANG Youguo (梁有國) and Mr. FU Ji (傅驥) as an independent non-executive Director of the second session of the Board.

In accordance with the Articles of Association, the term of office of each Board session is three years. The term of office of the Directors for the second session will commence from the date of approval by the Shareholders at the EGM (in terms of the non-employee representative Directors) or the date of the Employee Representative Meeting (in terms of the employee representative Director) and end upon the expiration of the term of office of the second session of the Board.

Biographical details of the above Directors candidates for the second session of the Board are set out as follows:

#### **Executive Directors**

**Mr. ZHANG Qi** (張歧), aged 48, joined the Group in 1992. Mr. ZHANG currently serves as an executive Director, the Chairman of the Board, the legal representative, the secretary of the party committee, a member of the nomination and remuneration committee and a member of strategy committee of the Company. He is primarily responsible for the

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## LETTER FROM THE BOARD

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overall operation of the Board, strategic development and planning and major decision making of the Group. He is also the director of Sichuan Xiangjiaba Irrigation Construction and Development Co., Ltd.\* (四川省向家壩灌區建設開發有限責任公司) since March 2015, and a director of Sichuan Xinhuoju Chemical Co., Ltd.\* (四川新火炬化工有限責任公司) since November 2017.

Mr. ZHANG has more than 29 years of experience in the wastewater treatment and tap water supply services industries. He joined Luzhou City Tap Water Co., Ltd.\* (瀘州市自來水總公司) (“**Luzhou Tap Water**”) as a worker in January 1992, then he served as a section chief assistant of business section from May 1998 to July 1999, as a vice section chief of business section from July 1999 to March 2001, and as a deputy general manager from March 2001 to July 2002. He served as the vice chairman of the board of directors and the general manager of Luzhou City Water (Group) Co., Ltd.\* (瀘州市水務(集團)有限公司) from July 2002 to December 2005, served as the chairman of the board of directors and the general manager of Luzhou City Water (Group) Co., Ltd. from December 2005 to December 2006 and served as the general manager of the Company from December 2006 to March 2016, and he concurrently served as a member of the party committee of Xinglu Investment from August 2009 to June 2017. He also served as the general manager and the executive director of Luzhou Jiangyang Wastewater Treatment Co., Ltd. \* (瀘州市江陽污水處理有限公司), which is currently known as Xinglu Wastewater Treatment from December 2003 to May 2005, and as the chairman of the board of directors of Luzhou Xinglu Water (Group) Beijiao Water Co., Ltd.\* (瀘州市興瀘水務(集團)北郊水業有限公司) (“**Beijiao Water**”) from August 2004 to May 2015. He served as a director of Xinglu Investment from March 2008 to January 2022. He was re-appointed as the chairman of the board of directors and the legal representative of Xinglu Wastewater Treatment from September 2015 to March 2016.

Mr. ZHANG graduated from Sichuan University of Construction Workers\* (四川省建築職工大學) in Chengdu, the PRC, majoring in industrial and civil construction in July 1994 and then obtained a master’s degree majoring in business administration from Southwestern University of Finance and Economics\* (西南財經大學) located in Chengdu, the PRC, in July 2007. From September 1998 to December 2000, he studied in the correspondence college of the Party School of Sichuan Provincial Committee of the Communist Party of China\* (中共四川省委黨校函授學院) majoring in law. Mr. ZHANG obtained the qualification as senior engineer granted by Personnel Department of Sichuan Province\* (四川省人事廳) in September 2009.

**Mr. LIAO Xingyue (廖星樾)**, aged 40, joined the Group in December 2015. Mr. LIAO serves as an executive Director, deputy secretary to the party committee and the general manager of the Company, mainly responsible for the Group’s daily operation matters.

Mr. LIAO has over 12 years of experience of municipal infrastructure planning, investment, construction and management. Before joining our Group, Mr. LIAO served as a clerk\* (辦事員) in Lu County Construction Bureau\* (瀘縣建設局) from September 2009 to May 2010, and served in Lu County Housing and Urban-rural Planning and Construction Bureau\* (瀘縣住房和城鄉規劃建設局) as the deputy director of general office from May 2010 to August 2013 and as the chief of personnel department from July 2011 to August 2013. He then served as an officer\* (科員) and the vice chief of inspection section\* (監督科), successively, in Luzhou Municipal Urban Planning Administration Bureau\* (瀘州市城市規劃



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管理局) from August 2013 to December 2014 and served as the chief of urban planning and construction section\* (城市建設科) in Luzhou Municipal Housing and Urban and Rural Construction Bureau\* (瀘州市住房和城鄉建設局) from December 2014 to December 2015.

Mr. LIAO graduated from Tong Ji University in Shanghai, the PRC, with a bachelor degree, a master degree and a doctor's degree majoring in geological engineering in July 2003, May 2006 and May 2009, respectively.

### Non-executive Directors

**Mr. CHEN Bing** (陳兵), aged 51. Mr. CHEN currently serves as a non-executive Director and the chairman of the strategy committee of the Company. He concurrently acts as the deputy general manager of Xinglu Investment, the chairman of the board of Luzhou Xinglu Equity Investment Fund Management Co., Ltd.\* (瀘州市興瀘股權投資基金管理有限公司), the executive director and general manager of Luzhou Xinglu Financial Leases Co., Ltd.\* (瀘州市興瀘融資租賃有限公司), the chairman of the board of directors and legal representative of Luzhou Rural Development Investment and Construction Co., Ltd.\* (瀘州市農村開發投資建設有限公司), a director of Luzhou City Chengnan Construction Investment Co., Ltd.\* (瀘州市城南建設投資有限公司), Luzhou China Resources Xinglu Gas Co., Ltd.\* (瀘州華潤興瀘燃氣有限公司), and Chuantie (Luzhou) Railway Co., Ltd.\* (川鐵(瀘州)鐵路有限責任公司). He is also the director and general manager of Luzhou Transportation Investment Group Co., Ltd.\* (瀘州市交通投資集團有限責任公司).

Mr. CHEN has over 26 years of experience of corporate management. Before joining the Group, Mr. CHEN served in Sichuan Luzhou Investment Co., Ltd.\* (四川省瀘州投資公司) as the deputy manager and the manager of securities department from October 1995 to May 1997 and from May 1997 to July 2001 respectively. He served as the manager of investment department of Luzhou City Infrastructure Investment Co., Ltd.\* (瀘州市基礎建設投資有限公司) from July 2001 to July 2004. He then served positions in Xinglu Investment as the manager of investment department from August 2004 to December 2006, as an assistant of general manager from December 2006 to July 2010, as the manager of engineering department from November 2008 to July 2009, and was promoted as the deputy general manager in July 2010. He also served as the general manager and chairman of board of directors of Xinglu Wastewater Treatment from May 2005 to December 2007 and from June 2005 to September 2015 respectively. He served as a supervisor of South Sichuan Interurban Railway Co., Ltd.\* (川南城際鐵路有限責任公司) from July 2014 to January 2019, as a director of Luzhou Port Bonded Logistics Co., Ltd.\* (瀘州臨港保稅物流有限公司) from September 2013 to February 2018, as the chairman of the supervisors committee of Sichuan Xuda Railway Limited\* (四川敘大鐵路有限責任公司) from April 2013 to October 2019 and of Longma Xingda Petty Loan Co., Ltd.\* (龍馬興達小額貸款股份有限公司) from December 2011 to September 2019.

Mr. CHEN graduated from Zhengzhou Institute of Aeronautical Industry Management\* (鄭州航空工業管理學院) located in Zhengzhou, the PRC, majoring in operation management in July 1992, then graduated from Party College of Sichuan Province in Chengdu, the PRC, in June 2004, and then obtained an executive master of business administration from Southwestern University of Finance and Economics located in Chengdu, the PRC, in January 2011. Mr. CHEN has been accredited as an assistant economist by Planning Committee of

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Luzhou City\* (瀘州市計劃委員會) in April 1994 and obtained the certificate as a drainage engineer granted by Personnel Department of Sichuan Province\* (四川省人事廳) in July 2010.

**Mr. YU Long** (喻龍), aged 45. Mr. YU currently serves in Luzhou State-owned Capital Operation Co., Ltd.\* (瀘州市國有資本運營管理有限責任公司) and he is also the director of Luzhou High Tech Investment Group Co., Ltd.\* (瀘州市高新投資集團有限公司), Sichuan Liquor Group Industry Development Co., Ltd.\* (四川省川酒集團產業發展有限公司), Luzhou Urban Construction Investment Group Co., Ltd.\* (瀘州市城市建設投資集團有限公司) and Sichuan Tianhua Co., Ltd. (四川天華股份有限公司) since January 2022.

Mr. YU Long has over 20 years of experience of dealing with state-owned enterprises affairs. Mr. Yu served as the officer in Luzhou Economic Commission\* (瀘州市經濟委員會) from August 1999 to April 2002 and as the officer in Luzhou Economic and Trade Commission\* (瀘州市經濟貿易委員會) from April 2002 to March 2005. He then successively served as a officer, deputy director of the office, director of the office of the supervisory committee and chief of the development and reform section in Luzhou State-owned Assets Supervision and Administration Commission\* (瀘州市國有資產監督管理委員會) from March 2005 to June 2018. From August 2009 to November 2011, Mr. YU also served as the deputy secretary of the party committee of Maling town, Xuyong county. He is the director of Luzhou Cultural Tourism Development Investment Group Co., Ltd.\* (瀘州市文化旅遊發展投資集團有限公司) from June 2018 to January 2021. He is also the director of Sichuan Liquor Group Industry Development Co., Ltd., Luzhou Laojiao Group Co., Ltd.\* (瀘州老窖集團有限責任公司), Lutianhua (Group) Co., Ltd.\* (瀘天化(集團)有限責任公司), Luzhou High Tech Investment Group Co., Ltd. and Southwest Medical and Health Industry Investment Group Co., Ltd. \* (西南醫療健康產業投資集團有限公司) from June 2018 to January 2022.

Mr. YU graduated from Xi'an Jiaotong University (西安交通大學) in Xi'an, the PRC with a bachelor's degree in thermal energy and power engineering in July 1999, and then obtained a master's degree in public management from Beijing Normal University (北京師範大學) located in Beijing, the PRC in January 2008.

**Ms. HU Fenfen** (胡芬芬), aged 37. Ms. HU has been serving as the deputy general manager of the strategic development center of Beijing Enterprises Water Group Limited (北控水務集團有限公司) (a company listed on the Main Board of the Hong Kong Stock Exchange, stock code: 0371) since May 2017.

Ms. HU has over 15 years of experience of accounting and financial management. She successively worked as an auditor and audit manager in Deloitte Touche Tohmatsu Certified Public Accountants LLP from July 2006 to July 2011 and from July 2011 to December 2012, respectively. She then successively served as the financial manager, the senior financial manager and the deputy general manager of the capital source center of Beijing Enterprises Water Group Limited from December 2012 to January 2014, from January 2014 to March 2016 and from March 2016 to May 2017, respectively.

Ms. HU concurrently serves as a director of the following companies: Huai'an Water Conservancy Survey, Design and Research Institute Co., Ltd.\* (淮安市水利勘測設計研究院有限公司), Beijing Beikong Industrial Environmental Production Technology Co., Ltd.\* (北京北控

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## LETTER FROM THE BOARD

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工業環保科技有限公司), Beijing Beishui Rongzhi Education Technology Co., Ltd.\* (北京北水融智教育科技有限公司), Beijing Beihua Qingchuang Environmental Engineering Co., Ltd.\* (北京北華清創環境工程有限公司), Beijing Beikong Jinkehaidan Technology Co., Ltd.\* (北京北控金科海澱科技有限公司), Hunan Bg Well-Point Environmental Science and Technology Co., Ltd.\* (湖南北控威保特環境科技股份有限公司) (a company listed on the New Third Board before 11 August 2021, stock code: 870043), Shanghai Sipai Automation Technology Engineering Co., Ltd.\* (上海西派埃智能化系統有限公司), Beijing Beichuang Green Private Fund Management Co., Ltd.\* (北京北創綠色私募基金管理有限公司) and Jiangsu Gaozhi Project Management Company Ltd.\* (江蘇高智項目管理有限公司). She also serves as a supervisor of Guangdong Beikong Environmental Protection Equipment Co., Ltd.\* (廣東北控環保裝備有限公司).

Ms. HU received a bachelor's degree in accounting in 2004 and master's degree in finance in 2006 from Renmin University of China (中國人民大學) located in Beijing, the PRC.

### **Independent Non-executive Directors**

**Ms. MA Hua (馬樺)**, aged 51. Ms. MA is currently an associate professor at Southwestern University of Finance and Economics (西南財經大學) since 2000, an arbitrator of Chengdu Arbitration Commission (成都仲裁委員會) since 2010, the director of arbitration research center of Southwestern University of Finance and Economics since 2018 and an independent director of Troy Information Technology Co., Ltd.\* (創意信息技術股份有限公司) (a company listed on Shenzhen Stock Exchange, stock code: 300366) since January 2022.

Ms. MA has over 30 years' experience in financial and legal affairs. Ms. MA worked in Sichuan Province Finance Department (四川省財政廳) as a clerk from 1991 to 2000. She served as an independent director of Sichuan Troy Information Technology Co., Ltd.\* (四川創意信息技術股份有限公司), currently known as Troy Information Technology Co., Ltd. from 2008 to 2014, as an independent director of Sichuan Guangyun Group Co., Ltd.\* (四川廣運集團股份有限公司) from 2009 to 2015, as an independent director of Chengdu West Petroleum Equipment Co., Ltd.\* (成都西部石油裝備股份有限公司) from 2014 to 2017, and as an independent director of Sunway Co., Ltd.\* (尚緯股份有限公司) (a company listed on Shanghai Stock Exchange, stock code: 603333) from 2014 to 2020. She was also a member of China Securities Law Research Society (中國證券法研究會) from 2011 to 2016.

Ms. MA obtained her bachelor's degree in economics from Shandong University (山東大學) located in Jinan, the PRC in 1991, and obtained her master's degree and doctor's degree in law from Renmin University of China (中國人民大學) located in Beijing, the PRC in 1999 and 2009, respectively.

**Mr. LIANG Youguo (梁有國)**, aged 61. Mr. LIANG currently acts as the secretary general of Sichuan Urban Water Association\* (四川省城鎮供水排水協會).

Mr. LIANG has over 39 years' experience in corporate management. He worked in Department of Transportation of Sichuan Province (四川省交通運輸廳) from August 1982 to October 1988. From November 1988 to July 2006, he successively served in several positions including engineer, deputy director of the office, director of a subsidiary, deputy

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## LETTER FROM THE BOARD

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general manager, general manager and chairman of the board of directors of a subsidiary of Sichuan Provincial Investment Group Co., Ltd.\* (四川省投資集團有限公司). He also served as the chairman of the supervisory committee and vice-chairman of the board of directors in Dacheng Railway Co., Ltd.\* (達成鐵路有限公司) from October 1997 to December 2007, and as the general manager, chairman of the board of directors and secretary to the party committee of Sichuan Chuantou Water Group Corporation Limited\* (四川川投水務集團股份有限公司) from August 2006 to June 2020.

Mr. LIANG obtained his bachelor's degree in water port from Chongqing Jianzhu College (重慶建築工程學院) located in Chongqing, the PRC in August 1982 and he was rated as senior engineer (高級工程師) in September 1997 by Sichuan Provincial Leading Group for Job Title Assessment\* (四川省職稱評定工作領導小組).

**Mr. FU Ji (傅驥)**, aged 56. Mr. FU has been serving as the general manager and legal representative of Chongqing Xinrui Accountants Office Co., Ltd.\* (重慶新瑞會計師事務所有限責任公司) since February 2000 and as the general manager and legal representative of Chongqing Jiachuan Construction Engineering Consulting Co., Ltd.\* (重慶嘉川建設工程諮詢有限公司) since October 2011.

Mr. FU has over 37 years' experience in teaching, accounting and financial management. He served as a teacher in Lishi Primary School in Chongqing Jiangjin District\* (重慶市江津區李市小學) from July 1984 to August 1989 and in Chongqing Industrial & Commercial School\* (重慶工商學校) from September 1989 to January 2000.

Mr. FU obtained his bachelor's degree in economic management from correspondence college of Party School of Communist Party of China\* (中共中央黨校函授學院) in December 1999. He obtained the qualification of certified accountant in April 1995, certified public valuer in December 1997, certified real estate appraiser in August 2000, certified land appraisers in April 2001, price appraiser in September 2001, certified tax agent in October 2001, certified first class cost engineers in architecture in March 2004, registered first class constructor in April 2007, senior engineer in January 2015 and first class cost engineers in traffic engineering in October 2020.

Save as disclosed above, as of the date of this circular, each of the above Director candidates confirms that (i) he or she has not held any position of the Company or its subsidiaries nor any other directorship or supervisorship in other listed companies for the past three years; (ii) he or she does not have any relationship with any other Directors, Supervisors, senior management, substantial Shareholders of the Company; and (iii) as at the date of this circular, he or she 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). Save as disclosed herein, there are no other matters concerning the re-election or appointment of each of the above Director candidates that are required to be disclosed pursuant to Rule 13.51(2)(h) to 13.51(2)(v) of Listing Rules, and there are no other matters that need to be brought to the attention of the Shareholders.

Upon obtaining the approval of the proposal for the re-election and appointment of Directors from the Shareholders at the EGM (in terms of the non-employee representative Directors) or the election of the employee representative Director at the Employee

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## LETTER FROM THE BOARD

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Representative Meeting (in terms of the employee representative Director), the Company will enter into a service contract with each Director. The remuneration of each executive Director shall be determined in accordance with the remuneration standard for senior management of the Company, and each executive Director will not receive additional Director allowance or subsidy for attending meeting for his/her position as the executive Director of the Company. The re-elected or appointed non-executive Directors will not receive director's remuneration from the Company during their terms as Directors. Each of the appointed independent non-executive Directors is entitled to a remuneration of approximately RMB100,000 per annum (before tax) which was determined based on, among other things, his/her responsibilities, authorities and benefits and the prevailing market rate of companies of comparable size and similar operations.

### **PROPOSED RE-ELECTION AND APPOINTMENT OF SUPERVISORS FOR THE SECOND SESSION OF THE SUPERVISORY COMMITTEE**

Given that the term of office of the Supervisors of the first session of the Supervisory Committee has expired, the Supervisory Committee has considered and approved the re-election of members of the Supervisory Committee. Members of the first session of the Supervisory Committee shall continue to fulfil their respective responsibilities in accordance with the laws and regulations and the Articles of Association until the members of the second session of the Supervisory Committee take office. The Supervisory Committee for the second session shall comprise of seven Supervisors, including two shareholder representative Supervisors, three employee representative Supervisors and two external Supervisors. According to the Articles of Association and the Company Law of the People's Republic of China (中華人民共和國公司法), the employee representative Supervisors of the second session of the Supervisory Committee will be elected at the Employee Representative Meeting, whose election is not subject to the approval by Shareholders. The Company will make further announcement(s) in compliance with the relevant laws and regulations as and when appropriate. The Board proposed to:

- (i) appoint each of Mr. YANG Zhenqiu (楊震球) and Mr. LAI Bingyou (賴柄有) as a shareholder representative Supervisor of the second session of the Supervisory Committee; and
- (ii) re-elect Mr. XIONG Hua (熊華) and appoint Mr. GU Ming'an (辜明安) as an external Supervisor of the second session of the Supervisory Committee.

In accordance with the Articles of Association, the term of office of each Supervisory Committee session is three years. The term of office of the Supervisors for the second session will commence from the date of approval by the Shareholders at the EGM (in terms of the shareholder representative Supervisors and external Supervisors) or the date of the Employee Representative Meeting (in terms of the employee representative Supervisors) and end upon the expiration of the term of office of the second session of the Supervisory Committee.

Biographical details of the abovementioned Supervisor candidates for the second session of the Supervisory Committee are set out as follows:

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## LETTER FROM THE BOARD

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### Shareholder Representative Supervisors

**Mr. YANG Zhenqiu** (楊震球), aged 47. Mr. YANG Zhenqiu serves in Luzhou State-owned Capital Operation Management Co., Ltd.\* (瀘州市國有資本運營管理有限責任公司).

Mr. YANG has over 26 years of experience of finance and management. From August 1996 to May 2009, he successively served as the accountant in charge of the housing management office under the system of Hunan Xiangtan Real Estate Administration Bureau\* (湖南省湘潭市房地產管理局) and the secretary of Youth League branch; as the accountant (statistician and auditor), vice minister (senior accountant) and deputy general manager of Xiangtan Xinjing Group Co., Ltd.\* (湘潭新景集團有限公司). From May 2009 to October 2012, he successively served as deputy director of Hainan Danzhou Binhai New Area Management Committee\* (海南省儋州濱海新區管理委員會) and deputy general manager of Danzhou Binhai New Area Construction Investment Co., Ltd.\* (儋州濱海新區建設投資有限公司). From October 2012 to January 2015, he served as chairman of the board of directors and general manager of Yunnan Xishuangbanna Water Resources Investment Co., Ltd.\* (雲南省西雙版納水利投資有限公司). From January 2015 to August 2016, he was the deputy general manager of Jiangxi Dacheng State-owned Assets Management Co., Ltd.\* (江西大成國有資產經營管理有限責任公司) and also the executive director of Jiangxi Democratic Construction Association Entrepreneurs Association\* (江西省民建企業家協會). From August 2016 to July 2017, he was the executive director and CEO of Anhui Lanpeng Micro Electric Technology Co., Ltd.\* (安徽藍鵬微電科技股份有限公司), and served as the cooperation consultant (marketing director) of Shenzhen Kelu Electronic Technology Co., Ltd.\* (深圳市科陸電子科技股份有限公司) (a company listed on the main board of Shenzhen Stock Exchange, stock code: 002121) and the cooperation consultant (Jiangxi marketing director) of Research and Development Center of Intelligent Pipe Network Technology, Second Research Institute of China Aerospace Science and Industry Corporation\* (中國航天科工集團第二研究院智慧管網技術研究與發展中心). From July 2017 to May 2018, he worked in Taifu Heavy Equipment Group Co., Ltd.\* (泰富重裝集團有限公司) as CEO assistant, marketing director and member of the company's management committee. From May 2018 to October 2020, he served as senior consultant and external director in Taifu Heavy Equipment Group Co., Ltd., HNAC Technology Co., Ltd.\* (華自科技股份有限公司) (a company listed on GEM of Shenzhen Stock Exchange, stock code: 300490) and Hunan Gelaite New Energy Development Co., Ltd.\* (湖南格萊特新能源發展有限公司). From October 2020 to January 2022, he served as general manager assistant and head of the fourth marketing department of Hubei Hongtai Wanrun Technology Co., Ltd.\* (湖北宏泰萬潤科技有限公司), external director (business partner) of HNAC Technology Co., Ltd. and Hunan Gelaite New Energy Development Co., Ltd., and special consultant to the chairman of board of directors of Zhonghuilv Smart Scenic Site Management Co., Ltd.\* (中惠旅智慧景區管理股份有限公司) (a company listed on the New Third Board, stock code: 834260).

Mr. YANG graduated from Xiangtan University (湘潭大學) in Hunan, the PRC, with a bachelor's degree majoring in accounting and tax in June 1996. He studied in Southwest University for Nationalities\* (西南民族學院) in Sichuan, the PRC, majoring in accounting from September 2000 to July 2002, then Mr. YANG graduated from Xiangtan University with a master's degree majoring in law in December 2007. Mr. YANG obtained the qualification of certified semi-senior accountant accredited by MoF in May 2001, semi-senior statistician accredited by National Bureau of Statistics of China in October

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2002, auditor accredited by National Audit Office of the People's Republic of China in October 2003, senior accountant accredited by Personnel Department of Hunan Province\* (湖南省人事廳) and Hunan Provincial Department of Finance\* (湖南省財政廳) in December 2007. He joined China National Democratic Construction Association\* (中國民主建國會) in September 2008.

**Mr. LAI Bingyou** (賴柄有), aged 31. Mr. LAI serves in Luzhou State-owned Capital Operation Management Co., Ltd. since November 2021. He serves as the external supervisor of Sichuan Lutianhua Co., Ltd., \* (四川瀘天化股份有限公司) (a company listed on Shenzhen Stock Exchange, stock code: 000912), Luzhou Industrial Investment Group Co., Ltd.\* (瀘州產業發展投資集團有限公司) and Luzhou Baijiu Industrial Development Investment Group Co., Ltd.\* (瀘州白酒產業發展投資集團有限公司). He is also the member of 11th CPPCC National Committee, Naxi District, Luzhou City (瀘州市納溪區第十一屆政協委員).

Mr. LAI has over 7 years of experience of accounting and dealing with state-owned enterprises affairs. From September 2014 to December 2017, Mr. LAI served as audit assistant of Sichuan Changjiang Certified Public Accountants\* (四川長江會計師事務所). From December 2017 to November 2021, he worked in the supervision and audit department, party masses work department, discipline inspection commission office and united front work department of Lutianhua (Group) Co., Ltd.. From December 2018 to November 2021, he served as supervisor of Luzhou Lutianhua Chemical Design Co., Ltd.\* (瀘州瀘天化化工設計有限公司). From November 2019 to November 2021, he served as secretary general of the non-party intellectual association of Lutianhua (Group) Co., Ltd..

Mr. LAI graduated from Jincheng College of Sichuan University\* (四川大學錦城學院) in Sichuan, the PRC, with a bachelor's degree majoring in business administration in July 2014. He obtained the qualification of junior accountant accredited by Sichuan Provincial Human Resources and Social Security Department\* (四川省人力資源和社會保障廳) in May 2016, and the qualification of semi-senior auditor by Ministry of Human Resources and Social Security of the People's Republic of China and National Audit Office of the People's Republic of China in October 2018.

### External Supervisors

**Mr. XIONG Hua** (熊華), aged 38. Mr. XIONG has served as an external Supervisor of the Company since 31 March 2017. Mr. XIONG concurrently has served as the director of Sichuan Changxin Accounting Firm Co., Ltd.\* (四川長信會計師事務所有限公司) since January 2008.

Mr. XIONG has 13 years of experience of accounting. He served as a cashier and an accountant in finance department of Luzhou Huitong Department Store Co., Ltd.\* (瀘州匯通百貨股份有限公司) from April 2007 to January 2008.

Mr. XIONG graduated from Sichuan Management College\* (四川管理職業學院) in Chengdu, the PRC, majoring in accounting computerisation in December 2005 and graduated from Xichang University\* (西昌學院), majoring in engineering management in June 2016. Mr. XIONG obtained the certificate of certified public accountant granted by the MoF in October 2008, the qualification of semi-senior accountant granted by Personnel Department

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## LETTER FROM THE BOARD

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of Sichuan Province\* (四川省人事廳) in October 2009, the qualification of registered tax agent granted by Sichuan Provincial Human Resources and Social Security Department\* (四川省人力資源和社會保障廳) in October 2011, and the certificate of certified public valuer granted by the MoF in December 2011.

**Mr. GU Ming'an** (辜明安), aged 55. Mr. GU has served as an independent non-executive Director, and the chairman of the nomination and remuneration committee and a member of the audit committee of the Company since 31 March 2017. He concurrently serves as a professor in Southwestern University of Finance and Economics. Mr. GU has also served as independent non-executive director of Chengdu Hi-Tech Development Co., Ltd.\* (成都高新發展股份有限公司) (a company listed on Shenzhen Stock Exchange, stock code: 000628) since August 2015. He also serves as independent non-executive director of Luzhou Bank Co., Ltd.\* (瀘州銀行股份有限公司) (a company listed on Hong Kong Stock Exchange, stock code: 01983). He has served as independent non-executive director of Sunway Co., Ltd. since December 2020 as well as independent supervisor of Sichuan Wangcang Rural Commercial Bank Co., Ltd.\* (四川旺蒼農村商業銀行股份有限公司) since December 2020.

Mr. GU has 32 years of experience in teaching and research. Mr. GU worked in Chengguang Chemical Research Institute of Chemical Industry Ministry\* (化工部成光化工研究院) from July 1989 to July 1993, and then he worked at Sichuan Institute of Chemical Industry\* (四川輕化工學院) (currently known as Sichuan University of Science and Engineering\* (四川理工學院)) from July 1993 to July 1999. Mr. GU started to serve positions in Southwestern University of Finance and Economics from July 1999, and was engaged as an associate professor and a professor in 2002 and 2008, respectively. He also served as independent non-executive director of Sichuan Renzhi Oilfield Technology Services Co., Ltd. \* (四川仁智油田技術服務股份有限公司) currently known as Zhejiang Renzhi Co., Ltd.\* (浙江仁智股份有限公司) (a company listed on Shenzhen Stock Exchange, stock code: 002629) from August 2014 to September 2016. He served as the independent non-executive director of Troy Information Technology Co., Ltd.\* (創意信息技術股份有限公司) (a company listed on Shenzhen Stock Exchange, stock code: 300366) from December 2015 to January 2022.

Mr. GU graduated from Southwest China Normal University\* (西南師範大學) in Chongqing, the PRC, with a bachelor's degree majoring in law in July 1989 and graduated from Southwestern University of Political Science and Law\* (西南政法大學) in Chongqing, the PRC, with a master's degree majoring in law in July 1999, then Mr. GU graduated from Southwestern University of Finance and Economics in Chengdu, the PRC, with a doctor's degree in 2008.

Save as disclosed above, as of the date of this circular, each of the above Supervisor candidates confirms that (i) he or she currently do not, nor did they in the past three years, hold any directorships or supervisorship in any listed companies or any other major positions in the Company and its subsidiaries; (ii) he or she does not have any relationship with any Directors, Supervisors, senior management or substantial Shareholders of the Company; and (iii) he or she does not have any interests in the shares of the Company within the meaning of Part XV of the SFO. Save as disclosed herein, there are no other matters concerning the re-election or appointment of each of the above Supervisor



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## LETTER FROM THE BOARD

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candidates that are required to be disclosed pursuant to Rule 13.51(2)(h) to 13.51(2)(v) of Listing Rules, and there are no other matters that need to be brought to the attention of the Shareholders.

Upon obtaining the approval of the proposal for the re-election and appointment of the Supervisors from the Shareholders at the EGM (in terms of the shareholder representative Supervisors and the external Supervisors) or the election of the employee representative Supervisors at the Employee Representative Meeting (in terms of the employee representative Supervisors), the Company will enter into a service contract with each Supervisor. The re-elected and appointed shareholder representative Supervisors or employee representative Supervisors will not receive Supervisors' remuneration from the Company during their terms as Supervisors. Each of the re-elected and appointed external Supervisors is entitled to a remuneration of approximately RMB60,000 per annum (before tax) which was determined based on, among other things, his/her responsibilities, authorities and benefits and the prevailing market rate of companies of comparable size and similar operations.

### EXTRAORDINARY GENERAL MEETING

The EGM will be held at 9:00 a.m. on Friday, 4 March 2022 at the meeting room of 6th Floor, 16 Baizi Road, Jiangyang District, Luzhou, Sichuan Province, the PRC. The notice of the EGM is set out on pages 17 to 19 of this circular. The form of proxy and reply slip for the EGM are enclosed herewith.

No Shareholder is required to abstain from voting in connection with the matters to be resolved at the EGM.

Whether or not you are able to attend the EGM, you are advised to complete and return as soon as possible the enclosed form of proxy in accordance with the instructions printed thereon. The form of proxy for holders of H Shares should be returned to the Company's H share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong, and the form of proxy for holders of Domestic Shares should be returned to the office of the Board located at 16 Baizi Road, Jiangyang District, Luzhou, Sichuan Province, the PRC by no later than 24 hours before the time appointed for convening the EGM (i.e. not later than 9:00 a.m. on Thursday, 3 March 2022) or any adjourned meeting thereof. Completion and return of the form of proxy will not preclude you from attending and voting at the EGM, or any adjourned meeting, in person if you so wish.

If you intend to attend the EGM in person, you are required to complete and return the reply slip to the Company's H share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited (for H Shareholders) or to the office of the Board (for Domestic Shareholders) on or before Wednesday, 2 March 2022 for the Company to assess whether or not it is necessary to announce the notice of the EGM again. If the number of voting Shares as represented by the reply slips collected by Wednesday, 2 March 2022 reaches no less than one half of the total number of the issued Shares, the Company may hold the EGM as stipulated in the notice of the EGM. If not, the Company shall notify the Shareholders again,

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## LETTER FROM THE BOARD

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by public notice or otherwise required in the Articles of Association, of the matters to be considered as well as the date and place of the EGM. Upon such notification, the Company may hold the EGM.

### **CLOSURE OF REGISTER OF MEMBERS**

In order to determine the entitlement to attend and vote at the EGM, the register of members of the Company will be closed from Wednesday, 2 March 2022 to Friday, 4 March 2022 (both days inclusive), during which period no transfer of Shares will be effected. The record date for entitlement to attend and vote at the EGM is Wednesday, 2 March 2022. In order to be qualified to attend and vote at the EGM, all transfers accompanied by the relevant share certificates must be lodged with the H share registrar of the Company, namely Computershare Hong Kong Investor Services Limited, at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong (in respect of H Shareholders), or to the office of the Board located at the Company's registered office in the PRC at 16 Baizi Road, Jiangyang District, Luzhou, Sichuan Province, the PRC (in respect of Domestic Shareholders) no later than 4:30 p.m. on Tuesday, 1 March 2022.

### **VOTING BY POLL**

Pursuant to Rule 13.39(4) of the Listing Rules, the resolutions to be proposed at the EGM as set out in the notice of the EGM set out at the end of this circular must be taken by poll. The Chairman of the EGM will therefore demand a poll for every such resolution put to the vote at the EGM. On a poll, every Shareholder present in person or by proxy or (being a corporation) by its duly authorized representative shall have one vote for each Share registered in his or her name in the register of Shareholders. A Shareholder entitled to more than one vote need not use all his or her votes or cast all the votes he or she uses in the same way.

### **RECOMMENDATION**

The Board considers that all resolutions set out in the notice of the EGM for Shareholders' consideration and approval are in the best interests of the Company and its Shareholders. As such, the Board recommends the Shareholders to vote in favor of the resolutions set out in the notice of the EGM which are to be proposed at the EGM.

By order of the Board  
**Luzhou Xinglu Water (Group) Co., Ltd.\***  
**Zhang Qi**  
*Chairman*

\* *For identification purposes only*

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## NOTICE OF THE EGM

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### Luzhou Xinglu Water (Group) Co., Ltd.\*

### 瀘州市興瀘水務(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: 2281)

#### NOTICE OF 2022 FIRST EXTRAORDINARY GENERAL MEETING

**NOTICE IS HEREBY GIVEN** that the 2022 first extraordinary general meeting (the “EGM”) of Luzhou Xinglu Water (Group) Co., Ltd.\* (the “Company”) will be held at 9:00 a.m. on Friday, 4 March 2022 at the meeting room of 6th Floor, 16 Baizi Road, Jiangyang District, Luzhou, Sichuan Province, the People's Republic of China (the “PRC”).

The following resolutions will be considered and, if thought fit, approved by the shareholders of the Company at the EGM:

#### ORDINARY RESOLUTIONS

1. To consider and approve the proposal on re-election and appointment of non-employee representative directors of the Company (the “Director(s)”) for the second session of the board of Directors, namely:
  - (1) the re-election of Mr. ZHANG Qi (張歧) as an executive Director;
  - (2) the re-election of Mr. LIAO Xingyue (廖星樾) as an executive Director;
  - (3) the re-election of Mr. CHEN Bing (陳兵) as a non-executive Director;
  - (4) the appointment of Mr. YU Long (喻龍) as a non-executive Director;
  - (5) the appointment of Ms. HU Fenfen (胡芬芬) as a non-executive Director;
  - (6) the appointment of Ms. MA Hua (馬樺) as an independent non-executive Director;
  - (7) the appointment of Mr. LIANG Youguo (梁有國) as an independent non-executive Director;
  - (8) the appointment of Mr. FU Ji (傅驥) as an independent non-executive Director.

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## NOTICE OF THE EGM

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2. To consider and approve the proposal on re-election and appointment of the shareholder representative supervisors and external supervisors of the Company (the “**Supervisor(s)**”) for the second session of the supervisory committee of the Company, namely:
  - (1) the appointment of Mr. YANG Zhenqiu (楊震球) as a shareholder representative Supervisor;
  - (2) the appointment of Mr. LAI Bingyou (賴柄有) as a shareholder representative Supervisor;
  - (3) the re-election of Mr. XIONG Hua (熊華) as an external Supervisor;
  - (4) the appointment of Mr. GU Ming’an (辜明安) as an external Supervisor.

By order of the Board  
**Luzhou Xinglu Water (Group) Co., Ltd.\***  
**ZHANG Qi**  
*Chairman*

Luzhou, Sichuan Province, the PRC  
15 February 2022

*Notes:*

1. Pursuant to the Rules Governing the Listing of Securities (the “**Listing Rules**”) on the Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”), voting on all resolutions at a general meeting shall be by way of poll. The poll results of the EGM will be published on the websites of the Stock Exchange and the Company in accordance with the requirements of the Listing Rules.
2. For the purpose of ascertaining eligibility to attend and vote at the EGM, the register of members of the Company will be closed from Wednesday, 2 March 2022 to Friday, 4 March 2022 (both dates inclusive) during which registration for transfer of shares will be suspended. Holders of H shares of the Company who intend to attend and vote at the EGM shall deliver all transfer forms together with the relevant share certificates to the Company’s H share registrar, Computershare Hong Kong Investor Services Limited, no later than 4:30 p.m. on Tuesday, 1 March 2022.
3. Any shareholder of the Company (the “**Shareholder**”) who is entitled to attend and vote at the EGM may appoint one or more proxies to attend and vote on his/her behalf. A proxy need not be a Shareholder. If the Shareholder appoints more than one proxy, his/her proxies may only vote by poll.
4. The instrument appointing a proxy shall be in writing under the hand of the appointor or his/her attorney duly authorized in writing. If the Shareholder is a legal entity, then the relevant appointing document must be either under seal or under the hand of its director or attorney duly authorized. If the instrument appointing a proxy is signed by a person duly authorized by the Shareholder, the powers of attorney or other instruments of authorization shall be notarized.
5. The form of proxy together with the power of attorney or other authorization documents, if any, must be delivered to the office of the Board located at the registered office of the Company in the PRC (for Domestic Shareholders) or the Company’s H share registrar, Computershare Hong Kong Investor Services Limited (for H Shareholders) not later than 24 hours before the time appointed for the holding of the EGM (i.e. not later than 9:00 a.m. on Thursday, 3 March 2022) or any adjourned meeting thereof (as the case may be) in order to be effective.

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## NOTICE OF THE EGM

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6. Any Shareholder who wishes to attend the EGM in person or by proxy is required to complete and return the reply slip to the office of the Board located at the registered office of the Company in the PRC (for Domestic Shareholders) or to the Company's H share registrar, Computershare Hong Kong Investor Services Limited (for H Shareholders), by hand or by post, on or before Wednesday, 2 March 2022.
7. The H share registrar of the Company in Hong Kong is Computershare Hong Kong Investor Services Limited and its address and contact information are as follows:
- Shops 1712-1716, 17th Floor  
Hopewell Centre  
183 Queen's Road East  
Wanchai, Hong Kong
- Tel: (+852) 2862 8686  
Fax: (+852) 3186 2419
8. The address and contact information of the office of the Board located at the registered office of the Company in the PRC are as follows:
- 16 Baizi Road,  
Jiangyang District, Luzhou  
Sichuan Province  
PRC
- Contact person: ZHANG Hailiang (張海良)  
Tel: +86 (830) 319 4768  
Fax: +86 (830) 258 0239
9. Pursuant to the articles of association of the Company, for joint registered Shareholders consisting of two or more persons, only the Shareholder whose name appears first on the register of members of the Company is entitled to receive this notice, attend the EGM and exercise the entire voting rights conferred by the relevant shares of the Company, and this notice shall be deemed to have served all such joint registered Shareholders.
10. The EGM is expected to last for no more than half a day. Shareholders who attend the EGM in person or their proxies shall be responsible for their own travelling and accommodation expenses. Shareholders or their proxies who attend the EGM must produce their identity documents for identification.
11. In view of the ongoing COVID-19 pandemic, the Company strongly recommends the Shareholders to exercise their voting rights by appointing the chairman of the EGM as their proxy to vote on the relevant resolutions at the EGM as an alternative to attending the meeting in person.

The following prevention and control measures will be implemented at the EGM in order to cooperate with the prevention and control of the pandemic so as to safeguard the health and safety of the Shareholders and the participants of the meeting:

- (a) Compulsory body temperature check will be conducted for every Shareholder or proxy at the entrance of the venue. Any person with abnormal body temperature will not be admitted to the venue;
- (b) Every Shareholder or proxy is required to wear surgical facial mask throughout the meeting;
- (c) No refreshment will be served; and
- (d) No souvenirs will be distributed.

*As at the date of this notice, the board of Directors comprises of (i) two executive directors, namely Mr. ZHANG Qi and Mr. LIAO Xingyue (ii) three non-executive directors, namely Mr. CHEN Bing, Ms. XU Yan and Mr. XIE Xin; and (iii) three independent non-executive directors, namely Mr. GU Ming'an, Mr. LIN Bing and Mr. CHENG Hok Kai, Frederick.*

\* For identification purposes only