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湖州燃气股份有限公司

Huzhou Gas Co., Ltd.*

(A joint stock company incorporated in the People's Republic of China with limited liability)
(Stock Code: 6661)

**POLL RESULTS OF THE ANNUAL GENERAL MEETING
HELD ON THURSDAY, 6 JUNE 2024 AND
PAYMENT OF FINAL DIVIDEND**

Reference is made to the notice of the annual general meeting (the “**AGM**”) of Huzhou Gas Co., Ltd.* (the “**Company**”) dated 10 May 2024 (the “**Notice**”). Unless the context requires otherwise, all capitalised terms used in this announcement shall have the same meanings as those defined in the Notice.

The AGM was held at the meeting room of the Company, 227 Sizhong Road, Huzhou, Zhejiang Province, the PRC at 9:00 a.m. on Thursday, 6 June 2024.

As at the date of the AGM, the total number of the issued shares of the Company (the “**Shares**”) was 202,714,500 Shares, of which 52,714,500 Shares were H Shares and 150,000,000 Shares were domestic shares. Accordingly, the total number of Shares entitling the shareholders of the Company (the “**Shareholders**”) to attend and vote on the resolutions proposed at the AGM was 202,714,500 Shares.

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

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

Tricor Investor Services Limited, the Company's H share registrar, and Mr. Xu Guoxin, a supervisor of the Company, jointly acted as the scrutineers for the vote-taking at the AGM.

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

The Board is pleased to announce that the following ordinary resolutions set out in the Notice were duly passed by the Shareholders by way of poll as more than half of the votes were cast in favour of each of these resolutions. The poll results were set out below:

ORDINARY RESOLUTIONS		Number of votes (Approximate % of the total number of votes cast at the AGM)		
		For	Against	Abstain
1.	To consider and approve the report of the board of directors (the “Board”) of the Company for the year ended 31 December 2023.	202,365,000 (100%)	0 (0%)	0 (0%)
2.	To consider and approve the report of the board of supervisors of the Company for the year ended 31 December 2023.	202,365,000 (100%)	0 (0%)	0 (0%)
3.	To consider and approve the audited consolidated financial statements and the report of the auditor of the Company for the year ended 31 December 2023.	202,365,000 (100%)	0 (0%)	0 (0%)
4.	To consider and approve the financial report of the Company for the year ended 31 December 2023 and the budget report of the Company for the year ending 31 December 2024.	202,365,000 (100%)	0 (0%)	0 (0%)
5.	To consider and approve the proposed profit distribution plan and the final dividend distribution plan of the Company for the year ended 31 December 2023 and to authorise the Board to distribute such final dividend to the shareholders of the Company.	202,365,000 (100%)	0 (0%)	0 (0%)
6.	To authorise the Board to determine the distribution of interim dividend of the Company for the year ending 31 December 2024.	202,365,000 (100%)	0 (0%)	0 (0%)
7.	To consider and approve the re-appointment of Ernst & Young as auditor of the Company and to hold office until the conclusion of the next annual general meeting of the Company, and to authorise the Board to fix their remuneration.	202,365,000 (100%)	0 (0%)	0 (0%)

ORDINARY RESOLUTIONS		Number of votes (Approximate % of the total number of votes cast at the AGM)		
		For	Against	Abstain
8.	To authorise the Board to determine the remuneration of the directors of the Company.	202,365,000 (100%)	0 (0%)	0 (0%)
9.	To authorise the board of supervisors of the Company to determine the remuneration of the supervisors of the Company.	202,365,000 (100%)	0 (0%)	0 (0%)

PAYMENT OF FINAL DIVIDEND

The Board wishes to inform the Shareholders that the details of the payment of the 2023 Final Dividend (as defined below) are as follows:

The Company will pay a final dividend of RMB0.30 (tax inclusive) per Share for the year ended 31 December 2023 (the “**2023 Final Dividend**”) with an aggregate net amount of approximately RMB60,814,350 (tax inclusive) to Shareholders whose names are listed on the Company’s register of members on Friday, 14 June 2024. According to the articles of association of the Company, dividends will be denominated and declared in Renminbi. Dividends on the domestic shares will be paid in Renminbi and dividends on the H Shares will be paid in Hong Kong dollars. The relevant exchange rate will be the average of the middle exchange rate as announced by the People’s Bank of China for the calendar week prior to the date of declaration of dividends, i.e. the date of the AGM (RMB0.909546 equivalent to HK\$1.00). The 2023 Final Dividend, being RMB0.30 (tax inclusive) per Share or HK\$0.32983 (tax inclusive) per Share, is expected to be paid around Wednesday, 3 July 2024.

TAX

Under the requirements of the Law of the People’s Republic of China on Enterprise Income Tax (《中華人民共和國企業所得稅法》) and the Regulations for the Implementation of the Law of the People’s Republic of China on Enterprise Income Tax (《中華人民共和國企業所得稅法實施條例》) implemented in 2008, the Company has the obligation to withhold enterprise income tax at a rate of 10% on dividends when it pays the 2023 Final Dividend to holders of H Shares of the Company (the “**H Shareholders**”) who are overseas non-resident enterprises (including HKSCC Nominees Limited, other enterprise nominees or trustees, or other organizations and groups) with their names appearing on the H Share register of members on Friday, 14 June 2024.

According to the requirement under Guo Shui Han [2011] No. 348 from the State Taxation Administration (國家稅務總局國稅函[2011]348號) and the relevant laws and regulations, for individual H Shareholders who are residents in Hong Kong or Macau, and residents in other countries which have entered into a tax treaty with the PRC stipulating a dividend tax rate of 10%, the Company will withhold the individual income tax at the rate of 10%. For individual H Shareholders who are residents in the countries which have entered into a tax treaty with the PRC stipulating a dividend tax rate lower than 10%, the Company will withhold the individual income tax on the dividends at the rate of 10%. For individual H Shareholders who are residents in the countries which have entered into a tax treaty with the PRC stipulating a dividend tax rate higher than 10% but lower than 20%, the Company will withhold the individual income tax at the effective tax rate under the relevant tax treaty. For individual H Shareholders who are residents in the countries which have entered into a tax treaty with the PRC stipulating a dividend tax rate higher than 20%, or residents in the countries which have not entered into any tax treaties with the PRC, or under any other circumstances, the Company will withhold the individual income tax at the rate of 20%.

The Company will determine the residential status of the individual H Shareholders based on the registered address as recorded in the H Share register of members of the Company on Friday, 14 June 2024. If the residential status of individual H Shareholders is not the same as their registered address or if the individual H Shareholders would like to apply for a refund of the additional amount of tax that has been withheld, the individual H Shareholders shall notify and provide relevant supporting documents to the Company on or before Wednesday, 12 June 2024. Upon the supporting documents being reviewed by the relevant tax authorities, the Company will follow the guidance from the tax authorities to implement relevant withholding provisions and arrangements. Individual H Shareholders may either personally or appoint an agent to handle the relevant procedures in accordance with the relevant requirements under the tax treaties notice if they fail to provide the relevant supporting documents to the Company before the time limit stated above.

The Company assumes no responsibility and disclaims any liabilities whatsoever in relation to the tax status or tax treatment of the H Shareholders and for any claims arising from any delay in or inaccurate determination of the tax status or tax treatment of the H Shareholders or any disputes relating to the withholding mechanism or arrangements.

Shareholders are recommended to consult their tax advisers regarding PRC, Hong Kong and other tax implications arising from their holding and disposal of H Shares.

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

Huzhou City, Zhejiang Province, the PRC, 6 June 2024

As at the date of this announcement, the Board comprises Mr. Wang Hua, Mr. Yang Fan and Ms. Sun Xiaohui as executive directors; Mr. Liu Jianfeng and Mr. Wang Peng as non-executive directors; and Mr. Chang Li Hsien Leslie, Dr. Lau Suet Chiu Frederic and Mr. Zhou Xinfu as independent non-executive directors.

* For identification purposes only