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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)

POLL RESULTS OF THE 2023 ANNUAL GENERAL MEETING AND DISTRIBUTION OF FINAL DIVIDEND

References are made to the notice of the annual general meeting (the “**AGM**”) and the circular (the “**Circular**”) dated 31 May 2024 as well as the supplemental notice of the AGM and the supplemental circular (the “**Supplemental Circular**”) dated 7 June 2024 of Luzhou Xinglu Water (Group) Co., Ltd.* (the “**Company**”). Unless the context otherwise requires, capitalized terms used in this announcement shall have the same meanings as those defined in the Circular and Supplemental Circular.

ATTENDANCE AT THE AGM

The Company has held the AGM at 9:30 a.m. on Friday, 28 June 2024 at the meeting room of 6th Floor, 16 Baizi Road, Jiangyang District, Luzhou, Sichuan Province, the PRC. The AGM has been held pursuant to the requirements of the PRC Company Law and the Articles of Association of the Company.

As at the date of the AGM, the Company’s issued share comprised a total of 859,710,000 Shares (including 644,770,000 Domestic Shares and 214,940,000 H Shares), which entitled the holders to attend the AGM and vote for or against or abstain from voting on the resolutions (the “**Resolutions**”) proposed thereat. Shareholders and proxies of Shareholders attending the AGM held a total of 718,027,000 voting Shares, representing approximately 83.52% of the total number of the Company’s voting Shares in issue.

No Shareholders were required under the Listing Rules to abstain from voting on Resolutions 1 to 8. There were no Shares entitling the holder(s) thereof to attend the AGM and abstain from voting in favor of any of the Resolutions under Rule 13.40 of the Listing Rules. No Shareholders have indicated in the Circular that they intend to vote against or to abstain from voting on any of the Resolutions.

Xinglu Assets and Luzhou Infrastructure, being the connected persons of the Company and having a material interest in the Sludge Disposal Service Contract, controlled or are entitled to exercise control over the voting rights in respect of 574,363,690 Domestic Shares of the Company, representing approximately 66.8% of total issued share capital of the Company as at the Latest Practicable Date. In accordance with the Listing Rules, they have abstained from voting at the AGM on Resolution 9 to consider and approve the continuing connected transactions in relation to sludge disposal services. Therefore, the total number of the Shares held by the Independent Shareholders and proxies of Independent Shareholders attending the AGM and voting on the resolution to consider and approve the continuing connected transactions in relation to sludge disposal amounted to 143,663,310 Shares. Save as aforesaid, no Shareholders were required under the Listing Rules to abstain from voting on the resolution to consider and approve the continuing connected transactions in relation to sludge disposal services, and there were no Shares entitling the holder(s) thereof to attend the AGM and abstain from voting in favor of the Resolutions under Rule 13.40 of the Listing Rules. Save as aforesaid, no Shareholders had indicated in the Supplemental Circular that they intended to vote against or to abstain from voting on the resolution to consider and approve the continuing connected transactions in relation to sludge disposal services.

All Resolutions were put to vote by way of poll.

All nine Directors of the Company, namely Mr. Zhang Qi, Mr. Chen Qinan and Mr. Xu Guanghua as executive Directors, Mr. Xu Fei, Ms. Zhang Guanghui and Ms. Hu Fenfen as non-executive Directors, and Ms. Ma Hua, Mr. Fu Ji and Mr. Liang Youguo as independent non-executive Directors, were present at the AGM.

Computershare Hong Kong Investor Services Limited, the Company's H share registrar, acted as the scrutineer for the vote-taking at the AGM.

POLL RESULTS OF THE AGM

The poll results in respect of the respective Resolutions proposed at the AGM were as follows:

ORDINARY RESOLUTIONS		NUMBER OF VOTES (%)		
		FOR	AGAINST	ABSTAIN
1.	To consider and approve the report of the board of directors of the Company (the “ Board ”) for the year ended 31 December 2023;	718,027,000 (100%)	0 (0%)	0 (0%)
2.	To consider and approve the report of the supervisory committee of the Company for the year ended 31 December 2023;	718,027,000 (100%)	0 (0%)	0 (0%)
3.	To consider and approve the audited financial statements of the Company for the year ended 31 December 2023;	718,027,000 (100%)	0 (0%)	0 (0%)

ORDINARY RESOLUTIONS		NUMBER OF VOTES (%)		
		FOR	AGAINST	ABSTAIN
4.	To consider and approve the annual report of the Company for the year ended 31 December 2023;	718,027,000 (100%)	0 (0%)	0 (0%)
5.	To consider and approve the dividend distribution plan of the Company for the year ended 31 December 2023;	718,027,000 (100%)	0 (0%)	0 (0%)
6.	To consider and approve the investment plan of the Company for the year ending 31 December 2024;	718,027,000 (100%)	0 (0%)	0 (0%)
7.	To consider and approve the annual financial budget plan of the Company for the year ending 31 December 2024;	718,027,000 (100%)	0 (0%)	0 (0%)
8.	To consider and approve the appointment of ShineWing Certified Public Accountants as the auditor of the Company for the year 2024 to hold office until the conclusion of the next annual general meeting of the Company and to authorize the Board to fix its remuneration; and	718,027,000 (100%)	0 (0%)	0 (0%)
9.	To consider and approve the continuing connected transactions in relation to sludge disposal services.	143,663,310 (100%)	0 (0%)	0 (0%)

As more than half of the votes from the Shareholders (including their proxies) of the AGM were cast in favour of the ordinary Resolutions 1 to 9, these Resolutions were duly passed as ordinary Resolutions of the Company.

For details of the Resolutions above, please refer to the Circular and Supplemental Circular.

FINAL DIVIDEND FOR THE YEAR 2023

The Board hereby makes the following statement with regard to the distribution of final dividend for the year 2023:

The Company will make payment of the final dividend for the year ended 31 December 2023 (the “**Final Dividend**”) of RMB0.05 per share (tax inclusive) to the Shareholders whose names appear on the register of members of the Company on Friday, 12 July 2024 with a total amount of approximately RMB42,985,500. The Final Dividend will be denominated and declared in RMB. The Final Dividend relating to Domestic Shares will be paid in RMB and the Final Dividend relating to H Shares will be paid in Hong Kong dollars by the Company. The relevant exchange rate for conversion shall be calculated by the average central parity rate of the relevant foreign exchange posted by China

Foreign Exchange Trading Centre for one calendar week immediately preceding the date of declaration of the dividend at the AGM (being RMB0.912424 to HK\$1), therefore the dividend payable for each H Share should be HK\$0.055 (tax inclusive).

Computershare Hong Kong Trustees Limited has been appointed as the receiving agent in Hong Kong (the “**Receiving Agent**”) by the Company and will receive the Final Dividend declared by the Company on behalf of H Shareholders. The Final Dividend will be paid by the Receiving Agent, and such dividend certificate will be delivered by Computershare Hong Kong Investor Services Limited, the H share registrar of the Company, to H Shareholders who are entitled to receive the Final Dividend on or before Wednesday, 31 July 2024 by ordinary post at their own risks.

The Company will withhold and pay for the income tax strictly in accordance with the relevant laws or requirements of the relevant Chinese government authorities and based on the registration record of the Company’s register of members of H Shareholders on Friday, 12 July 2024. For details of the withholding tax, please refer to the Circular.

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

Luzhou, Sichuan Province, the PRC
28 June 2024

As at the date of this announcement, the Board comprises of (i) three executive Directors, namely Mr. Zhang Qi, Mr. Chen Qinan and Mr. Xu Guanghua; (ii) three non-executive Directors, namely Mr. Xu Fei, Ms. Zhang Guanghui and Ms. Hu Fenfen; and (iii) three independent non-executive Directors, namely Ms. Ma Hua, Mr. Fu Ji and Mr. Liang Youguo.

* *For identification purposes only*