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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 THE ANNUAL GENERAL MEETING;**
- (2) PAYMENT OF FINAL DIVIDEND;**
- (3) RE-ELECTION OF DIRECTORS AND SUPERVISORS FOR THE FORTHCOMING SESSION; AND**
- (4) ELECTION OF CHAIRMAN AND VICE CHAIRMAN**

References are made to the notice and the circular (the “**Circular**”) of Taizhou Water Group Co., Ltd. (the “**Company**”) dated 22 April 2021 in relation to the annual general meeting (the “**AGM**”) held on 23 June 2021. Unless otherwise specified, capitalised terms used in this announcement shall have the same meanings as those defined in the Circular.

**POLL RESULTS OF THE ANNUAL GENERAL MEETING**

The Company is pleased to announce that the AGM 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 Wednesday, 23 June 2021.

As at the date of the AGM, 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 AGM. There were no restrictions on any Shareholders to cast votes on any of the proposed resolutions at the AGM.

The Shareholders and proxies attending the AGM held an aggregate of 168,463,000 Shares, representing approximately 84.2315% of the total number of Shares in issue with voting rights as at the date of the AGM. All the resolutions considered at the AGM were voted by way of poll.

The AGM was legally and validly convened in compliance with the requirements of the Company Law and the Articles of Association. The AGM was chaired by Mr. Yang Jun, 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 AGM.

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

<b>Ordinary Resolutions<sup>(Note)</sup></b>		<b>For</b>	<b>Against</b>	<b>Abstain</b>
1.	To receive, consider and approve the report of the Board for the year ended 31 December 2020.	156,360,000 (92.815633%)	12,103,000 (7.184367%)	0 (0.000000%)
2.	To receive, consider and approve the report of the Supervisory Committee for the year ended 31 December 2020.	156,360,000 (92.815633%)	12,103,000 (7.184367%)	0 (0.000000%)
3.	To receive, consider and approve the auditor's report, audited financial statements and annual report of the Company for the year ended 31 December 2020.	156,360,000 (92.815633%)	12,103,000 (7.184367%)	0 (0.000000%)
4.	To receive, consider and approve the final financial accounts for the year ended 31 December 2020 and the financial budget for the year ending 31 December 2021.	156,360,000 (92.815633%)	12,103,000 (7.184367%)	0 (0.000000%)
5.	To consider and approve the Company's profit distribution plan and declaration of final dividends for the year ended 31 December 2020.	168,463,000 (100.000000%)	0 (0.000000%)	0 (0.000000%)
6.	To consider and approve the re-appointment of Ernst & Young as the international auditor of the Company to hold office until the conclusion of the next annual general meeting of the Company, and to authorise the Board to fix its remuneration.	156,360,000 (92.815633%)	12,103,000 (7.184367%)	0 (0.000000%)
7.	To consider and approve the re-appointment of Pan-China Certified Public Accountants LLP as the domestic auditor of the Company to hold office until the conclusion of the next annual general meeting of the Company, and to authorise the Board to fix its remuneration.	156,360,000 (92.815633%)	12,103,000 (7.184367%)	0 (0.000000%)

<b>Ordinary Resolutions<sup>(Note)</sup></b>		<b>For</b>	<b>Against</b>	<b>Abstain</b>
8.	8.1 To consider and approve the re-appointment of Mr. Yang Jun as an executive Director for the fifth session of the Board and authorise the Board to determine his remuneration.	156,360,000 (92.815633%)	12,103,000 (7.184367%)	0 (0.000000%)
	8.2 To consider and approve the re-appointment of Mr. Zhang Junzhou as an executive Director for the fifth session of the Board and authorise the Board to determine his remuneration.	156,360,000 (92.815633%)	12,103,000 (7.184367%)	0 (0.000000%)
	8.3 To consider and approve the re-appointment of Mr. Wang Haibo as a non-executive Director for the fifth session of the Board and authorise the Board to determine his remuneration.	156,360,000 (92.815633%)	12,103,000 (7.184367%)	0 (0.000000%)
	8.4 To consider and approve the re-appointment of Mr. Wang Haiping as a non-executive Director for the fifth session of the Board and authorise the Board to determine his remuneration.	156,360,000 (92.815633%)	12,103,000 (7.184367%)	0 (0.000000%)
	8.5 To consider and approve the re-appointment of Ms. Fang Ya as a non-executive Director for the fifth session of the Board and authorise the Board to determine her remuneration.	156,360,000 (92.815633%)	12,103,000 (7.184367%)	0 (0.000000%)
	8.6 To consider and approve the re-appointment of Mr. Yu Yangbin as a non-executive Director for the fifth session of the Board and authorise the Board to determine his remuneration.	156,360,000 (92.815633%)	12,103,000 (7.184367%)	0 (0.000000%)

<b>Ordinary Resolutions<sup>(Note)</sup></b>	<b>For</b>	<b>Against</b>	<b>Abstain</b>
8.7 To consider and approve the re-appointment of Ms. Huang Yuyan as a non-executive Director for the fifth session of the Board and authorise the Board to determine her remuneration.	156,360,000 (92.815633%)	12,103,000 (7.184367%)	0 (0.000000%)
8.8 To consider and approve the re-appointment of Mr. Yang Yide as a non-executive Director for the fifth session of the Board and authorise the Board to determine his remuneration.	156,360,000 (92.815633%)	12,103,000 (7.184367%)	0 (0.000000%)
8.9 To consider and approve the re-appointment of Mr. Guo Dingwen as a non-executive Director for the fifth session of the Board and authorise the Board to determine his remuneration.	156,360,000 (92.815633%)	12,103,000 (7.184367%)	0 (0.000000%)
8.10 To consider and approve the re-appointment of Mr. Sun Hua as a non-executive Director for the fifth session of the Board and authorise the Board to determine his remuneration.	156,360,000 (92.815633%)	12,103,000 (7.184367%)	0 (0.000000%)
8.11 To consider and approve the re-appointment of Mr. Zheng Jianzhuang as an independent non-executive Director for the fifth session of the Board and authorise the Board to determine his remuneration.	156,360,000 (92.815633%)	12,103,000 (7.184367%)	0 (0.000000%)
8.12 To consider and approve the re-appointment of Ms. Lin Suyan as an independent non-executive Director for the fifth session of the Board and authorise the Board to determine her remuneration.	156,360,000 (92.815633%)	12,103,000 (7.184367%)	0 (0.000000%)

<b>Ordinary Resolutions<sup>(Note)</sup></b>		<b>For</b>	<b>Against</b>	<b>Abstain</b>
	8.13 To consider and approve the re-appointment of Ms. Hou Meiwen as an independent non-executive Director for the fifth session of the Board and authorise the Board to determine her remuneration.	156,360,000 (92.815633%)	12,103,000 (7.184367%)	0 (0.000000%)
	8.14 To consider and approve the re-appointment of Mr. Li Wai Chung as an independent non-executive Director for the fifth session of the Board and authorise the Board to determine his remuneration.	156,360,000 (92.815633%)	12,103,000 (7.184367%)	0 (0.000000%)
	8.15 To consider and approve the re-appointment of Mr. Wang Yongyue as an independent non-executive Director for the fifth session of the Board and authorise the Board to determine his remuneration.	156,360,000 (92.815633%)	12,103,000 (7.184367%)	0 (0.000000%)
9.	9.1 To consider and approve the re-appointment of Ms. Lin Ying as a shareholder representative Supervisor for the fifth session of the Supervisory Committee.	156,360,000 (92.815633%)	12,103,000 (7.184367%)	0 (0.000000%)
	9.2 To consider and approve the re-appointment of Mr. Lu Huaping as a shareholder representative Supervisor for the fifth session of the Supervisory Committee.	156,360,000 (92.815633%)	12,103,000 (7.184367%)	0 (0.000000%)
	9.3 To consider and approve the re-appointment of Mr. Chen Tao as a shareholder representative Supervisor for the fifth session of the Supervisory Committee.	156,360,000 (92.815633%)	12,103,000 (7.184367%)	0 (0.000000%)
10.	To consider and approve the remuneration program for the members of the fifth session of the Board and Supervisory Committee.	156,360,000 (92.815633%)	12,103,000 (7.184367%)	0 (0.000000%)

<b>Ordinary Resolutions<sup>(Note)</sup></b>		<b>For</b>	<b>Against</b>	<b>Abstain</b>
11.	To consider and approve the injection of capital to Taizhou South Bay Water Supply Co., Ltd.	156,360,000 (92.815633%)	12,103,000 (7.184367%)	0 (0.000000%)
12.	To consider and approve the proposed application by the Company to Agricultural Bank of China Co., Ltd., Taizhou Branch for a credit facility not exceeding RMB650 million.	156,360,000 (92.815633%)	12,103,000 (7.184367%)	0 (0.000000%)
13.	To consider and approve the proposed application by the Company to Bank of Communications Co., Ltd., Taizhou Branch for a credit facility not exceeding RMB100 million.	156,360,000 (92.815633%)	12,103,000 (7.184367%)	0 (0.000000%)
14.	To consider and approve the proposed application by the Company to Industrial and Commercial Bank of China Co., Ltd., Taizhou Huangyan Sub-branch for a credit facility not exceeding RMB50 million.	156,360,000 (92.815633%)	12,103,000 (7.184367%)	0 (0.000000%)
<b>Special Resolution<sup>(Note)</sup></b>		<b>For</b>	<b>Against</b>	<b>Abstain</b>
15.	To consider and approve the proposed amendments to the Articles of Association.	156,360,000 (92.815633%)	12,103,000 (7.184367%)	0 (0.000000%)

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

As more than half of the votes from the Shareholders and proxies attending and having the rights to vote at the AGM were cast in favour of the above resolutions numbered 1 to 14, such resolutions were duly passed as ordinary resolutions.

As more than two-thirds of the votes from the Shareholders and proxies attending and having the rights to vote at the AGM were cast in favour of the above resolution numbered 15, such resolution was duly passed as special resolution.

## **PAYMENT OF FINAL DIVIDEND**

As approved by the Shareholders at the AGM, the Board is pleased to announce the following details in respect of the payment of final dividend of the Company for the year ended 31 December 2020 to the Shareholders:

The final dividend will be paid in cash on or before 18 August 2021 to the Shareholders whose names appeared on the register of members of the Company on 4 July 2021. The final dividend for the year ended 31 December 2020 is denominated and declared in RMB. The Company declared a dividend of RMB0.17 per Share (tax inclusive). Dividend for Domestic Shares will be paid in RMB, while dividend for H Shares will be paid in HKD.

The relevant exchange rate for conversion was calculated based on the average closing rate for converting RMB into HKD as quoted by the People's Bank of China (i.e. HK\$1 to RMB0.8293) for the five business days prior to the date on which the dividend is declared (i.e. 23 June 2021). As such, the dividend to be paid to the holders of H Shares is HK\$0.2050 per Share (tax inclusive). Please refer to the Circular for matters regarding taxation on payment of the final dividend and the closure of the register of members of the Company.

## **RE-ELECTION OF DIRECTORS AND SUPERVISORS FOR THE FORTHCOMING SESSION**

### **Re-election of Directors and shareholder representative Supervisors**

The Board is pleased to announce that (i) each of Mr. Yang Jun and Mr. Zhang Junzhou has been re-appointed as an executive Director; (ii) each of Mr. Wang Haiping, Mr. Wang Haibo, Ms. Fang Ya, Mr. Yu Yangbin, Ms. Huang Yuyan, Mr. Yang Yide, Mr. Guo Dingwen and Mr. Sun Hua has been re-appointed as a non-executive Director; and (iii) each of Mr. Zheng Jianzhuang, Ms. Hou Meiwen, Mr. Li Wai Chung, Ms. Lin Suyan and Mr. Wang Yongyue has been re-appointed as an independent non-executive Director, of the fifth session of the Board (collectively referred to as “**New Directors**”) following the approvals by the Shareholders at the AGM. Each of Ms. Lin Ying, Mr. Lu Huaping and Mr. Chen Tao has been re-appointed as a shareholder representative Supervisor of the fifth session of the Supervisory Committee (collectively referred to as “**New Shareholder Representative Supervisors**”) following the approvals by the Shareholders at the AGM.

The biographies of each of the New Directors and the New Shareholder Representative Supervisors and other relevant information required to be disclosed under Rule 13.51(2) of the Listing Rules are set out in the Circular. Each of the New Directors and the New Shareholder Representative Supervisors has confirmed that there are no other matters that need to be brought to the attention of the Shareholders.



## Re-election of employee representative Supervisors

The Board further announces that on the same day of the AGM, (i) the employee representative meeting of the Company was held, upon which each of Mr. Chen Guojun and Mr. Xu Junwei has been re-elected as an employee representative Supervisor (collectively referred to as “**New Employee Representative Supervisors**”); and (ii) the Supervisory Committee meeting of the Company was held, upon which Ms. Lin Ying has been elected as the chairman of the Supervisory Committee.

**Mr. Chen Guojun (陳國軍)**, aged 57, joined the Company in July 1997 and was appointed as the employee representative Supervisor in June 1999. Mr. Chen is responsible for supervising the Board and senior management. Mr. Chen joined the predecessor company of the Company (the “**Predecessor Company**”) in July 1997 and worked at the infrastructure division till February 1998. From March 1998 to August 1998, he was a manager of the engineering department of water supply building branch office of the Predecessor Company. Upon the establishment of the Company, he has worked as: (i) station master of Huangyan pumping station from September 1998 to January 2001; (ii) manager of Zeguo branch office from February 2001 to January 2003; and (iii) manager of Yuanshui branch office from January 2003 to October 2010, responsible for the maintenance and management of pumping stations. Since October 2010, Mr. Chen has served as the chairman and general manager of Wenling Zeguo Water Supply Co., Ltd. (“**Wenling Zeguo Water Supply**”), a subsidiary of the Company. Mr. Chen graduated from the Correspondence Academy of Party School of Zhejiang Provincial Committee of C.P.C (中共浙江省委黨校函授學院) in June 2003, majoring in administrative management.

**Mr. Xu Junwei (徐軍偉)**, aged 45, joined the Company in August 1996 and was appointed as an employee representative Supervisor in March 2020. Mr. Xu is responsible for supervising the Board and the senior management. He completed the relevant civil engineering program of Zhejiang University of Technology (浙江工業大學) in June 2005 and further obtained a master degree in engineering, specializing in hydraulic engineering, from Hohai University (河海大學) in December 2015. He was also accredited as a hydraulic engineer by the Taizhou Personnel Bureau\* (台州市人事局) and a municipal public works grade II instructor (市政公用工程二級建造師) by the Department of Housing and Urban-Rural Development of Zhejiang Province\* (浙江省住房和城鄉建設廳) in December 2003 and September 2009, respectively.

Mr. Xu has over 24 years of experience in the water supply industry. He has: (i) served as a technician of the Predecessor Company from August 1996 to September 2000; (ii) served as an assistant manager of Zeguo branch of the Company from February 2001 to December 2002; (iii) served as a manager of the Zeguo branch of the Predecessor Company from January 2003 to December 2006; (iv) served as a manager of Wenling Zeguo Water Supply from January 2007 to August 2008; and (v) worked at the engineering division of the Supervision Division of Taizhou Second Phase Water Supply Project (台州二期供水工程建設指揮部) from August 2008 to October 2010. Mr. Xu has served at the Company and a number of its subsidiaries, including: (i) the manager of the raw water production department of the Company since October 2010; (ii) a director of Wenling Zeguo Water Supply since October 2014; (iii) the chief of engineering division and deputy chief engineer of Taizhou Binhai Water Co., Ltd.\* (台州市濱海水務有限公司) since May 2020; (iv) the chief of engineering division and deputy chief engineer of Taizhou South Bay Water Supply Co., Ltd.\* (台州市南部灣區水務有限公司) since May 2020; and (v) the chairman of supervisory committee of Taizhou City Water Co., Ltd.\* (台州城市水務有限公司) since June 2020. He has also been the chairman of supervisory committee of Taizhou Zhuxi Reservoir Development Co., Ltd.\* (台州市朱溪水庫開發有限公司) since May 2020.



Save as disclosed above, each of Mr. Chen Guojun and Mr. Xu Junwei confirmed that, (1) he does not hold any other positions in the Company or any of its subsidiaries and also has not served as a director nor a supervisor in any other listed companies in the past three years; (2) he does not have any relationship with any other directors, supervisors, senior management or substantial or controlling shareholders of the Company or any of its subsidiaries; and (3) he does not have any interest in any shares of the Company within the meaning of the SFO as at the date of this announcement.

Save as disclosed above, each of Mr. Chen Guojun and Mr. Xu Junwei confirmed that, there is no other information that needs to be disclosed pursuant to Rule 13.51(2)(h) to (v) of the Listing Rules, and there are no other matters concerning the re-election of Mr. Chen Guojun and Mr. Xu Junwei as the Supervisors that need to be brought to the attention of the Shareholders.

The re-appointment of the New Directors, the New Shareholder Representative Supervisors and the New Employee Representative Supervisors shall take effect from the date of the AGM (i.e. 23 June 2021). The term of office of the New Directors shall be from 23 June 2021 until the expiry of the term of office of the fifth session of the Board. The term of office of the New Shareholder Representative Supervisors and the New Employee Representative Supervisors shall be from 23 June 2021 until the expiry of the term of office of the fifth session of the Supervisory Committee.

The Board will determine the remuneration of the New Directors, the New Shareholder Representative Supervisors and the New Employee Representative Supervisors, respectively, in accordance with the mandate approved at the AGM. The Board will enter into service contracts with the New Directors, the New Shareholder Representative Supervisors and the New Employee Representative Supervisors pursuant to and subject to such terms and conditions as the Board shall think fit.

## **ELECTION OF CHAIRMAN AND VICE CHAIRMAN**

The Directors of the fifth session of the Board have unanimously elected Mr. Yang Jun as the chairman of the Board and Mr. Zhang Junzhou as the vice chairman of the Board.

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 June 2021

*As at the date of this announcement, the executive Directors are Mr. Yang Jun and Mr. Zhang Junzhou; the non-executive Directors are Mr. Wang Haiping, Mr. Wang Haibo, Ms. Fang Ya, Mr. Yu Yangbin, Ms. Huang Yuyan, Mr. Yang Yide, Mr. Guo Dingwen and Mr. Sun Hua; and the independent non-executive Directors are Mr. Zheng Jianzhuang, Ms. Hou Meiwen, Mr. Li Wai Chung, Ms. Lin Suyan and Mr. Wang Yongyue.*

\* For identification purpose only