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Kunming Dianchi Water Treatment Co., Ltd.

昆明滇池水务股份有限公司

(a joint stock company incorporated in the People's Republic of China with limited liability)

(Stock Code: 3768)

DISCLOSEABLE TRANSACTION

ENTERING INTO THE ENTRUSTED LOAN EXTENSION AGREEMENT IN RESPECT OF THE ENTRUSTED LOAN PROVIDED TO KUNMING ANJU GROUP

ENTRUSTED LOAN EXTENSION AGREEMENT

Reference is made to the Company's announcement dated 16 June 2023 (the "**Announcement**") in relation to the entering into of the Entrusted Loan Contract by the Company (as trustor) with Kunming Anju Group (as borrower) and Jinma Branch of Guandu Rural Cooperative Bank (as trustee) in respect of the Entrusted Loan Transaction on 16 June 2023. Pursuant to the Entrusted Loan Contract, the Company entrusted Jinma Branch of Guandu Rural Cooperative Bank to provide a RMB80 million loan to Kunming Anju Group for a term from 16 June 2023 to 16 June 2024. As of the date of this announcement, Kunming Anju Group has repaid RMB8 million of the principal amount of the entrusted loan under the Entrusted Loan Contract and paid all the interests as of 13 June 2024 pursuant to the relevant provisions of the Entrusted Loan Contract. Unless otherwise defined, capitalised terms used herein shall have the same meanings as those defined in the Announcement.

The Board announces that, after arm's length negotiation, the Company entered into the Entrusted Loan Extension Agreement in respect of the entrusted loan under the Entrusted Loan Contract with Kunming Anju Group and Jinma Branch of Guandu Rural Cooperative Bank on 13 June 2024 (after trading hours) to extend the term of RMB72 million of the principal amount of the entrusted loan under the Entrusted Loan Contract to 16 June 2025.

Save for the amendments specified in the Entrusted Loan Extension Agreement, all other terms and conditions of the Entrusted Loan Contract remain unchanged.

LISTING RULES IMPLICATIONS

As one or more of the applicable percentage ratios (as defined in Rule 14.07 of the Listing Rules) in respect of the Entrusted Loan Extension Agreement and the Entrusted Loan Extension Transaction thereunder are more than 5% and less than 25%, the entering into of the Entrusted Loan Extension Agreement and the Entrusted Loan Extension Transaction thereunder constitute a discloseable transaction of the Company and shall be subject to the reporting and announcement requirements under Chapter 14 of the Listing Rules.

The Board announces that, after arm’s length negotiation, the Company entered into the Entrusted Loan Extension Agreement in respect of the entrusted loan under the Entrusted Loan Contract with Kunming Anju Group and Jinma Branch of Guandu Rural Cooperative Bank on 13 June 2024 (after trading hours) to extend the term of RMB72 million of the principal amount of the entrusted loan under the Entrusted Loan Contract to 16 June 2025.

Save for the amendments specified in the Entrusted Loan Extension Agreement, all other terms and conditions of the Entrusted Loan Contract remain unchanged.

I. ENTRUSTED LOAN CONTRACT AND ENTRUSTED LOAN EXTENSION AGREEMENT

Except for the terms and conditions specified in the Entrusted Loan Extension Agreement, all other terms and conditions of the Entrusted Loan Contract shall apply to the Entrusted Loan Extension Transaction.

Salient terms of the Entrusted Loan Contract and the Entrusted Loan Extension Agreement are set out below:

	Entrusted Loan Contract	Entrusted Loan Extension Agreement
Date:	16 June 2023	13 June 2024
Parties:	(i) Kunming Anju Group (as borrower) (ii) the Company (as trustor) (iii) Jinma Branch of Guandu Rural Cooperative Bank (as trustee)	(i) Kunming Anju Group (as borrower) (ii) the Company (as trustor) (iii) Jinma Branch of Guandu Rural Cooperative Bank (as trustee)
Principal amount of the entrusted loan/ extension amount:	RMB80 million	Extension amount of RMB72 million. The extension amount shall be repaid in one lump sum upon maturity
Term/term of extension:	12 months, i.e. from 16 June 2023 to 16 June 2024, and if there is an early maturity of the entrusted loan declared in accordance with the Entrusted Loan Contract, the loan shall be deemed to become due at an earlier date accordingly and the interest shall be calculated based on the actual number of days and amount used.	From 16 June 2024 to 16 June 2025

Entrusted Loan Contract**Entrusted Loan
Extension Agreement****Interest rate:**

The interest rate is fixed at 8.5% per annum calculated by adding 485 basis points to the prime rate for a one-year loan for the day prior to the date of entering into the Entrusted Loan Contract. Interest shall be paid quarterly and the interest settlement date is the 20th day of the last month of each quarter. Compound interest shall be charged on any interest that cannot be paid on time in accordance with the terms of the Entrusted Loan Contract. Interest on each individual entrusted loan is calculated from the actual drawdown date and is based on the actual number of days used.

The Entrusted Loan Extension Transaction under the Entrusted Loan Extension Agreement bears a fixed interest rate of 8.5% per annum. Interest shall be paid quarterly and the interest settlement date is the 20th day of the last month of each quarter. Compound interest shall be charged on any interest that cannot be paid on time in accordance with the terms. Interest on each individual entrusted loan is calculated from the actual drawdown date (the date of commencement of the term of extension in respect of the Entrusted Loan Extension Transaction) and is based on the actual number of days used.

Release of loan:

The principal of entrusted loan under the Entrusted Loan Contract will be released to Kunming Anju Group in one lump sum. The conditions precedent for the release of the principal of entrusted loan include the Kunming Anju Group having opened an account with Jinma Branch of Guandu Rural Cooperative Bank and voluntarily accepting credit supervision and payment and settlement supervision; Kunming Anju Group having submitted an application for drawdown in advance in accordance with the provisions of the Entrusted Loan Contract, etc.

Not applicable

Repayment of loan:

Interest is payable quarterly in arrears and principal of the entrusted loan shall be repaid in one lump sum upon maturity together with interest payable. All principal, interest, etc. are required to be settled by the date of expiry of the term of entrusted loan.

Principal shall be repaid in one lump sum upon maturity of the term of the Entrusted Loan Extension Agreement. Other relevant provisions of the Entrusted Loan Contract remain applicable.

Entrusted Loan Contract**Entrusted Loan
Extension Agreement****Early repayment and
extension of loan:**

With the consent of the Company, Kunming Anju Group may repay part or all of the loan within the term of the entrusted loan after completing the formalities in accordance with the relevant provisions of the Entrusted Loan Contract. If Kunming Anju Group needs to extend the entrusted loan, Kunming Anju Group shall submit a written application for extension to the Company at least 30 days prior to the maturity date of the Entrusted Loan Contract or an individual loan which shall be reviewed and approved by the Company, and the extension agreement shall be signed in accordance with relevant terms before the loan can be extended accordingly. If the Company does not agree with the extension, Kunming Anju Group shall repay the principal and interest of the entrusted loan in accordance with the terms of the Entrusted Loan Contract.

Relevant provisions of the Entrusted Loan Contract remain applicable.

Service charge:

The service charge for the entrusted loan under the Entrusted Loan Contract shall be calculated at the rate of 0.15% per annum, i.e. the service charge shall be RMB120,000, which shall be paid by the Company to Jinma Branch of Guandu Rural Cooperative Bank in one lump sum upon release of the first batch of loan.

Same as the standards and payment methods as agreed in the Entrusted Loan Contract, i.e. the service charge for the Entrusted Loan Extension Transaction under the Entrusted Loan Extension Agreement shall be calculated at the rate of 0.15% per annum, i.e. the service charge shall be RMB108,000, which shall be paid by the Company to Jinma Branch of Guandu Rural Cooperative Bank in one lump sum. Once paid, the service charge is non-refundable by Jinma Branch of Guandu Rural Cooperative Bank.

Basis of the Interest Rate

The fixed annual interest rate of 8.5% under the Entrusted Loan Extension Agreement was negotiated on an arm's length basis between the Company and Kunming Anju Group and determined based on the following factors: (1) the fact that the interest rate under the Entrusted Loan Extension Agreement was up by 5.05% as compared to the prime rate of 3.45% for 1-year loans denominated in RMB promulgated by the National Interbank Funding Center as at 20 May 2024; (2) the prevailing market interest rates and practices; (3) the average interest rate of the Company's financing and returns within a reasonable range; and (4) the Company's assessment on the business conditions and creditworthiness of Kunming Anju Group.

II. REASONS FOR AND BENEFITS OF THE ENTRUSTED LOAN EXTENSION TRANSACTION

As of the date of this announcement, Kunming Anju Group has repaid RMB8 million of the principal amount of the entrusted loan under the Entrusted Loan Contract and settled the interests payable as of 13 June 2024 pursuant to the provisions of the Entrusted Loan Contract. By entering into the Entrusted Loan Extension Agreement, it will increase the interest income of the Company and at the same time enhance the cooperation with Kunming Anju Group in innovative financing models. The interest rate of the Entrusted Loan Extension Transaction under the Entrusted Loan Extension Agreement is 8.5% per annum, and accordingly, the entering into of the Entrusted Loan Extension Agreement will generate interest income of approximately RMB6.12 million per year for the Company. Based on the latest audited consolidated financial statements of the Company, the weighted average effective interest rate of the Company for the year ended 31 December 2023 was approximately 5.17%, and the interest rate of the Entrusted Loan Extension Transaction under the Entrusted Loan Extension Agreement was 3.33 percentage points higher than the weighted average effective interest rate of the Company for the year ended 31 December 2023. In addition, the relevant terms regarding early repayment under the Entrusted Loan Contract remain applicable to the Entrusted Loan Extension Transaction, so that the Company is entitled to negotiate with Kunming Anju Group regarding early repayment of the entrusted loan if it sees appropriate.

Mr. Ong King Keung abstained from voting and Mr. Zhou Jianbo voted against the resolution at the Board meeting. Mr. Ong King Keung abstained from voting because he considered that the entrusted loan was not within the scope of the principal business of the Company. Mr. Zhou Jianbo voted against the resolution because the Company has no property relationship with Kunming Anju Group, therefore he did not agree with conducting of the Entrusted Loan Extension Transaction. Based on the reasons above, other than Mr. Ong King Keung and Mr. Zhou Jianbo (the "**Dissenting Directors**"), other Directors were of the view that the Entrusted Loan Extension Transaction is conducted on normal commercial terms, fair and reasonable and in the interests of the Company and its Shareholders as a whole.

All Directors of the Board have given due and careful consideration to the Entrusted Loan Extension Transaction and the opinions of the Dissenting Directors. All Directors of the Board other than the Dissenting Directors were of the unanimous view that although the Entrusted Loan Extension Transaction is not the principal business of the Company and the Company has no property relationship with Kunming Anju Group, based on the Company's business plan and use of funds, the Entrusted Loan Extension Transaction can generate revenue for the Company and enhance the cooperation with Kunming Anju Group in innovative financing models.

III. GENERAL INFORMATION

The Company

The Company is a leading municipal wastewater treatment and reclaimed water supply services provider in Yunnan Province, the PRC, an integrated water-related services (including running water supply service) provider and a core enterprise implementing the PRC's strategic goal to treat pollutants at Dianchi Lake.

Kunming Anju Group

Kunming Anju Group (formerly known as Kunming Public Rental Housing Development and Construction Management Co., Ltd.) is directly owned as to 65.05% by Kunming SASAC, while the remaining 34.95% is held as to 7.23% by Yunnan Provincial Department of Finance and 27.72% by Kunming Land Investment and Urban Construction Co., Ltd.* (昆明土投城市建設有限公司), respectively. Kunming Land Investment and Urban Construction Co., Ltd. is in turn owned as to 100% by Kunming Land Development Investment and Operation Co., Ltd.* (昆明市土地開發投資經營有限責任公司), a company controlled by Kunming SASAC. Kunming Anju Group is the main body of construction and operation of subsidised housing projects in Kunming and is responsible for the investment, financing, construction and management of subsidised housing projects at the municipal level.

Jinma Branch of Guandu Rural Cooperative Bank

Jinma Branch of Guandu Rural Cooperative Bank is a China-based financial institution that is mainly engaged in taking public deposits and providing loans and other activities.

To the best of the Directors' knowledge, information and belief after having made all reasonable enquiry, as at the date of this announcement, Kunming Anju Group is not a connected person of the Company as defined under the Listing Rules, and Jinma Branch of Guandu Rural Cooperative Bank is a third party independent of the Company and its connected person(s).

IV. LISTING RULES IMPLICATIONS

As one or more of the applicable percentage ratios (as defined in Rule 14.07 of the Listing Rules) in respect of the Entrusted Loan Extension Agreement and the Entrusted Loan Extension Transaction thereunder are more than 5% and less than 25%, the entering into of the Entrusted Loan Extension Agreement and the Entrusted Loan Extension Transaction thereunder constitute a discloseable transaction of the Company and shall be subject to the reporting and announcement requirements under Chapter 14 of the Listing Rules.

V. DEFINITIONS

In this announcement, unless the context otherwise requires, the following expressions shall have the following meanings:

“Board”	the board of Directors
“Company”	Kunming Dianchi Water Treatment Co., Ltd. (昆明滇池水務股份有限公司), a joint stock company incorporated in the PRC with limited liability on 23 December 2010, and its H Shares are listed on the Stock Exchange (stock code: 3768)
“connected person(s)”	has the meaning ascribed to it under the Listing Rules
“Directors”	the director(s) of the Company
“Entrusted Loan Contract”	the entrusted loan contract entered into by the Company with Kunming Anju Group and Jinma Branch of Guandu Rural Cooperative Bank on 16 June 2023
“Entrusted Loan Transaction”	the transaction contemplated under the Entrusted Loan Contract, namely the provision of a RMB80 million loan by Jinma Branch of Guandu Rural Cooperative Bank to Kunming Anju Group as entrusted by the Company
“Entrusted Loan Extension Agreement”	the entrusted loan extension agreement entered into by the Company with Kunming Anju Group and Jinma Branch of Guandu Rural Cooperative Bank on 13 June 2024
“Entrusted Loan Extension Transaction”	the transaction contemplated under the Entrusted Loan Extension Agreement, namely the extension of the maturity date of RMB72 million of the principal amount of the entrusted loan under the Entrusted Loan Contract from 16 June 2024 to 16 June 2025
“H Shares”	overseas listed foreign shares of RMB1.00 each in the ordinary share capital of the Company, which are listed on the Main Board of the Stock Exchange and traded in Hong Kong dollars
“Jinma Branch of Guandu Rural Cooperative Bank”	Jinma Branch of Kunming Guandu Rural Cooperative Bank * (昆明官渡農村合作銀行金馬支行), a third party independent of the Company and its connected person(s)

“Kunming Anju Group”	Kunming Anju Group Co., Ltd.* (昆明市安居集團有限公司) (formerly known as Kunming Public Rental Housing Development and Construction Management Co., Ltd. * (昆明市公共租賃住房開發建設管理有限公司)), a limited liability company incorporated in the PRC in February 2011, which is directly owned as to 65.05% by Kunming SASAC, and is not a connected person of the Company as defined under the Listing Rules
“Kunming SASAC”	the State-owned Assets Supervision and Administration Commission of the Kunming People’s Government (昆明市人民政府國有資產監督管理委員會)
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange, as amended, supplemented or otherwise modified from time to time
“PRC” or “China”	the People’s Republic of China
“RMB”	Renminbi, the lawful currency of the PRC
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“%”	per cent.

By Order of the Board
Kunming Dianchi Water Treatment Co., Ltd.
Zeng Feng
Chairperson and executive Director

Kunming, the PRC, 13 June 2024

As at the date of this announcement, the Board comprises Mr. Zeng Feng, Mr. Chen Changyong and Mr. Miao Xianjun, as executive Directors; Mr. Xu Jingdong, Mr. Zhou Jianbo and Mr. Zhang Yang, as non-executive Directors; and Mr. Zha Guiliang, Ms. Zheng Dongyu and Mr. Ong King Keung, as independent non-executive Directors.

* For identification purpose only