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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)**

## **NOTICE OF 2024 ANNUAL GENERAL MEETING**

**NOTICE IS HEREBY GIVEN THAT** the 2024 annual general meeting (the “AGM”) of Kunming Dianchi Water Treatment Co., Ltd. (the “Company”) will be held at 2:30 p.m. on Friday, 27 June 2025 at the meeting room of the Company on the 1st floor at Wastewater Treatment Plant No.7, Kunming Dianchi Tourist Resort, Yunnan Province, the PRC, for the following purposes. Unless otherwise specified, capitalized terms used in this notice shall have the same meanings as those defined in the circular of the Company dated 6 June 2025.

### **ORDINARY RESOLUTIONS**

1. To consider and approve the Report of the Board of Directors of the Company for 2024
2. To consider and approve the Report of the Board of Supervisors of the Company for 2024
3. To consider and approve the audited financial statements of the Company and the independent auditor's report for the year ended 31 December 2024
4. To consider and approve the profit distribution plan of the Company for 2024
5. To consider and approve the re-appointment of Zhongshen Zhonghuan Certified Public Accountants (Special General Partnership) as the domestic auditor of the Company for 2025 and Forvis Mazars CPA Limited (formerly known as Mazars CPA Limited) as the international auditor of the Company for 2025 and the authorization to the Board to determine their remunerations
6. To consider and approve the abolition of the Board of Supervisors
7. To consider and approve the extension of the entrusted loan of RMB200 million granted to Kunming Development under the Entrusted Loan Contract, the Entrusted Loan Extension Agreement I, the Supplemental Entrusted Loan Extension Agreement I, the Entrusted Loan Extension Agreement II and the Entrusted Loan Extension Agreement III entered into by the Company with Kunming Development and Chenggong District Rural Credit Cooperative on 24 October 2022, 22 September 2023, 15 July 2024 and 19 May 2025, respectively, to 24 June 2026

## SPECIAL RESOLUTIONS

8. To consider and approve the repeal of the Rules of Procedures of the Board of Supervisors
9. To consider and approve the proposed amendments to the Articles of Association, the details of which are set out in the circular of the Company dated 6 June 2025
10. To consider and approve the proposed amendments to the Rules of Procedures of the Shareholders' General Meetings, the details of which are set out in the circular of the Company dated 6 June 2025
11. To consider and approve the proposed amendments to the Rules of Procedures of the Board of Directors, the details of which are set out in the circular of the Company dated 6 June 2025
12. To consider and approve the General Mandate to issue Shares

By order of the Board  
**Kunming Dianchi Water Treatment Co., Ltd.**  
**Zeng Feng**  
*Chairperson*

Kunming, the PRC  
6 June 2025

*Notes:*

1. According to the Listing Rules, any vote of Shareholders at a general meeting must be taken by poll. Accordingly, each of the resolutions set out in the notice of the AGM will be voted by poll. Results of the poll voting will be published on the Company's website at [www.kmdcwt.com](http://www.kmdcwt.com) and the HKExnews website of Hong Kong Exchanges and Clearing Limited at [www.hkexnews.hk](http://www.hkexnews.hk) after the AGM.
2. Any Shareholder entitled to attend and vote at the AGM convened by the above notice is entitled to appoint one or more proxies to attend and vote instead of him/her. A proxy need not be a Shareholder of the Company.
3. In order to be valid, the instrument appointing a proxy together with the power of attorney or other authority, if any, under which it is signed, or a notarially certified copy of such power of attorney or authority, must be completed and returned to the Company's registered office and headquarters in the PRC (for Shareholders of Domestic Shares) or the H Share Registrar of the Company, Tricor Investor Services Limited (for Shareholders of H Shares), at least 24 hours before the AGM (i.e. before 2:30 p.m. on 26 June 2025) or any adjourned meeting thereof. Tricor Investor Services Limited is located at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong. Completion and return of a proxy form will not preclude a Shareholder from attending and voting at the AGM or any adjourned meeting thereof should he/she so wish.
4. For the purpose of determining the list of holders of H Shares who are entitled to attend the AGM, the H Share register of members of the Company will be closed from Saturday, 7 June 2025 to Friday, 27 June 2025 (both days inclusive). The holders of H Shares who wish to attend the AGM are required to submit the share certificates together with the transfer documents to the H Share Registrar of the Company, Tricor Investor Services Limited at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong not later than 4:30 p.m. on Friday, 6 June 2025 for registration. Holders of H Shares whose names appear on the register of members of H Shares of the Company at the close of business on Friday, 6 June 2025 are entitled to attend the AGM. For the purpose of determining the list of holders of Domestic Shares who are entitled to attend the AGM, the Domestic Share register of members of the Company will be closed from Saturday, 7 June 2025 to Friday, 27 June 2025 (both days inclusive). The holders of Domestic Shares who wish to attend the AGM are required to complete the registration procedures for the transfer of Domestic Shares in accordance with the relevant requirements of China Securities Depository and Clearing Corporation Limited before the close of business on Friday, 6 June 2025. Holders of Domestic Shares whose names appear on the register of members of Domestic Shares of the Company at the close of business on Friday, 6 June 2025 are entitled to attend the AGM.

5. In case of joint shareholdings, the vote of the senior joint Shareholder who tenders a vote, whether in person or by proxy, will be accepted to the exclusion of the votes of the other joint Shareholder(s) and for this purpose, seniority will be determined by the order in which the names stand in the register of members of the Company in respect of the joint shareholding.
6. The AGM is expected to be held for less than half a day. Shareholders who attend the meeting in person or by proxy shall bear their own travelling and accommodation expenses.
7. A Shareholder or his proxy should produce proof of identity when attending the AGM.
8. The Company's registered office and headquarters in the PRC is Wastewater Treatment Plant No.7, Kunming Dianchi Tourist Resort, Yunnan Province, the PRC.
9. All references to dates and time in this notice are to Hong Kong dates and time.

*As of the date of this notice, the Board comprises Mr. Zeng Feng and Mr. Chen Changyong, as executive Directors; Mr. Xu Jingdong, Ms. Cheng Yijing 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.*