
THIS DOCUMENT IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION

If you are in any doubt as to any aspect of this circular or as to the action to be taken, you should consult your stockbroker or other registered dealer in securities, bank manager, solicitor, professional accountant or other professional adviser.

If you have sold or transferred all your shares in Kunming Dianchi Water Treatment Co., Ltd., you should at once hand this circular and the proxy form to the purchaser or transferee or to the bank, stockbroker or other agent through whom the sale was effected for transmission to the purchaser or transferee.

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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)

- (1) PROPOSED APPOINTMENT OF EXECUTIVE DIRECTOR;
(2) PROPOSED APPOINTMENT OF NON-EXECUTIVE DIRECTOR;
(3) PROPOSED APPOINTMENT OF INDEPENDENT NON-EXECUTIVE
DIRECTOR;
(4) AMENDMENTS TO THE IMPLEMENTATION RULES OF
THE AUDIT COMMITTEE OF THE BOARD OF THE COMPANY;
(5) AMENDMENTS TO THE IMPLEMENTATION RULES OF
THE REMUNERATION AND APPRAISAL COMMITTEE OF
THE BOARD OF THE COMPANY;
(6) AMENDMENTS TO THE IMPLEMENTATION RULES OF
THE NOMINATION COMMITTEE OF THE BOARD OF THE COMPANY;
AND
(7) 2025 FIRST EXTRAORDINARY GENERAL MEETING**

The EGM will be held at 2:30 p.m. on Friday, 26 September 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. Notice of the EGM is set out on pages 20 to 21 of this circular.

If you intend to appoint a proxy to attend the EGM, you are required to complete and return the proxy form in accordance with the instructions printed thereon. For holders of H Shares, the proxy form should be returned to Tricor Investor Services Limited and for holders of Domestic Shares, the proxy form should be returned to the Company's registered office and headquarters in the PRC by personal delivery or by post not less than 24 hours before the time fixed for holding the EGM (i.e. before 2:30 p.m. on Thursday, 25 September 2025) or any adjourned meeting thereof. Completion and return of the proxy form will not preclude you from attending and voting in person at the EGM or at any other adjourned meeting should you so wish.

10 September 2025

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DEFINITIONS

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

“Articles of Association”	the articles of association of the Company, as amended from time to time
“Board”	the board of Directors of the Company
“Company”	Kunming Dianchi Water Treatment Co., Ltd. (昆明滇池水務股份有限公司), a joint stock company established in the PRC with limited liability on 23 December 2010, and its H Shares are listed on the Stock Exchange (stock code: 3768)
“Company Law”	the Company Law of the People’s Republic of China, as amended from time to time
“controlling Shareholder”	has the meaning ascribed to it under the Listing Rules
“Director(s)”	director(s) of the Company
“Domestic Shares”	ordinary shares in the Company’s capital, with a nominal value of RMB1.00 each, which are subscribed for and paid up in RMB
“EGM”	the 2025 first extraordinary general meeting of the Company to be held on Friday, 26 September 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
“Group”	the Company and its subsidiaries
“H Share(s)”	overseas listed foreign share(s) in the share capital of the Company with a nominal value of RMB1.00 each, which is listed on the Main Board of the Stock Exchange and traded in Hong Kong dollars
“Hong Kong”	the Hong Kong Special Administrative Region of the People’s Republic of China
“Implementation Rules of the Audit Committee of the Board”	the Implementation Rules of the Audit Committee of the Board of the Company, as amended from time to time
“Implementation Rules of the Nomination Committee of the Board”	the Implementation Rules of the Nomination Committee of the Board of the Company, as amended from time to time

DEFINITIONS

“Implementation Rules of the Remuneration and Appraisal Committee of the Board”	the Implementation Rules of the Remuneration and Appraisal Committee of the Board of the Company, as amended from time to time
“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), a government agency that performs investor’s responsibilities, supervises and manages the state-owned assets of the enterprises under the supervision of the Kunming municipal government (excluding financial enterprises), shoulders the responsibility of supervising the preservation and increment of the value of the state-owned assets of the supervised enterprises, and is responsible for drafting local regulations, rules and normative documents on the management of the state-owned assets
“Latest Practicable Date”	4 September 2025, being the latest practicable date prior to the publication of this circular for ascertaining certain information contained in this circular
“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
“Share(s)”	share(s) in the share capital of the Company, with a nominal value of RMB1.00 each, comprising the Domestic Shares and H Shares
“Shareholder(s)”	holder(s) of the Share(s)
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“subsidiary(ies)”	has the meaning ascribed to it in the Listing Rules

LETTER FROM THE BOARD



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)

Board of Directors:

Executive Directors:

Mr. Zeng Feng (*Chairperson*)

Mr. Chen Changyong (*General Manager*)

Non-executive Directors:

Mr. Xu Jingdong

Ms. Cheng Yijing

Independent non-executive Directors:

Mr. Zha Guiliang

Ms. Zheng Dongyu

*Registered office and headquarters
in the PRC:*

Wastewater Treatment Plant No. 7
Kunming Dianchi Tourist Resort
Yunnan Province, the PRC

*Principal place of business
in Hong Kong:*

Room 1901, 19/F, Lee Garden One
33 Hysan Avenue
Causeway Bay, Hong Kong

10 September 2025

To the Shareholders

Dear Sirs and Madams,

- (1) PROPOSED APPOINTMENT OF EXECUTIVE DIRECTOR;
(2) PROPOSED APPOINTMENT OF NON-EXECUTIVE DIRECTOR;
(3) PROPOSED APPOINTMENT OF INDEPENDENT NON-EXECUTIVE
DIRECTOR;
(4) AMENDMENTS TO THE IMPLEMENTATION RULES OF
THE AUDIT COMMITTEE OF THE BOARD OF THE COMPANY;
(5) AMENDMENTS TO THE IMPLEMENTATION RULES OF
THE REMUNERATION AND APPRAISAL COMMITTEE OF
THE BOARD OF THE COMPANY;
(6) AMENDMENTS TO THE IMPLEMENTATION RULES OF
THE NOMINATION COMMITTEE OF THE BOARD OF THE COMPANY;
AND
(7) 2025 FIRST EXTRAORDINARY GENERAL MEETING**

1. INTRODUCTION

On behalf of the Board, I invite you to attend the EGM to be held at 2:30 p.m. on Friday, 26 September 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.

LETTER FROM THE BOARD

The purpose of this circular is to provide you with the information reasonably necessary to enable you to make an informed decision on whether to vote for or against the proposed resolutions at the EGM.

2. BUSINESSES TO BE CONSIDERED AT THE EGM

The businesses to be considered at the EGM are described in more detail in the notice of the EGM as set out on pages 20 to 21 of this circular.

Resolutions to be proposed at the EGM and proposed to be passed as ordinary resolutions include:

- (a) To consider and approve the appointment of Ms. Lian Zhaoju as an executive Director.
- (b) To consider and approve the appointment of Ms. Gao Yuan as a non-executive Director.
- (c) To consider and approve the appointment of Dr. Chan Ho Wah Terence as an independent non-executive Director.
- (d) To consider and approve the proposed amendments to the Implementation Rules of the Audit Committee of the Board.
- (e) To consider and approve the proposed amendments to the Implementation Rules of the Remuneration and Appraisal Committee of the Board.
- (f) To consider and approve the proposed amendments to the Implementation Rules of the Nomination Committee of the Board.

In order to enable you to have a better understanding of the resolutions to be proposed at the EGM and to make an informed decision in the circumstance where sufficient and necessary information is available, we have provided detailed information in this circular.

3. BUSINESSES AT THE EGM

3.1 To consider and approve the appointment of Ms. Lian Zhaoju as an executive Director

Reference is made to the announcement of the Company dated 25 July 2025 in relation to the proposed appointment of Ms. Lian Zhaoju (連照菊) (“**Ms. Lian**”) as an executive Director.

As considered and approved by the Company at the 249th meeting of the first session of the Board held on 25 July 2025, Ms. Lian was proposed to be appointed as an executive Director of the first session of the Board, and a resolution in relation to the proposed appointment of Ms. Lian as an executive Director will be submitted at the EGM for consideration and approval by the Shareholders. The aforementioned proposed appointment will be subject to approval by the Shareholders at the EGM by way of ordinary resolution.

LETTER FROM THE BOARD

Biographical details of Ms. Lian are as follows:

Ms. Lian Zhaoju, aged 53, obtained a Master of Science in project management in June 2015 from the University of Greenwich of the United Kingdom. Ms. Lian studied at Kunming Finance and Trade School* (昆明市財貿學校) and Yunnan College of Finance and Economics* (雲南財貿學院) (now known as Yunnan University of Finance and Economics (雲南財經大學)) majoring in finance and Central University of Finance and Economics (中央財經大學) majoring in public finance and holds the title of senior accountant.

From July 1992 to January 2000, Ms. Lian worked as a creditor in the business department of Kunming County and Rural Enterprise Development Co., Ltd.* (昆明市縣鄉企業開發公司) (now known as Kunming Gangtong Logistics Group Co. Ltd.* (昆明港通物流集團有限公司)); an accountant in Kunming State-owned Assets (Shareholding) Operation Co., Ltd.* (昆明市國有資產(持股)經營有限責任公司) (now known as Kunming Gangtong Logistics Group Co. Ltd.* (昆明港通物流集團有限公司)) from January 2000 to December 2005; from December 2005 to February 2010, she worked in Kunming State-owned Assets Management and Operations Co. Ltd.* (昆明市國有資產管理營運有限責任公司) (now known as Kunming Gangtong Logistics Group Co. Ltd.* (昆明港通物流集團有限公司)), where she served as a deputy manager of the finance department and manager of the finance department, and during the period, she worked (on a part-time basis) at the Kunming Branch of China Minsheng Banking Corp., Ltd. (中國民生銀行股份有限公司); from February 2010 to July 2025, she worked in Kunming Industrial Development and Investment Co. Ltd.* (昆明產業開發投資有限責任公司), where she served as a manager of the finance department, financial controller, director, member of the Party committee and chairman of the labor union, etc.; from January 2016 to November 2017, she served as a director and chairman of Kunming Pulden Environmental Protection Technology Co., Ltd. (昆明普爾頓環保科技股份有限公司) (a company once listed on the National Equities Exchange and Quotations Co., Ltd. (全國中小企業股份轉讓系統有限責任公司)); from December 2016 to July 2025, she served as a director of Yunnan Hongta Bank Co., Ltd. (雲南紅塔銀行股份有限公司); from February 2023 to December 2024, she served as a director and chairman of Shanghai Xinhou Financial Leasing Co., Ltd.* (上海信厚融資租賃有限公司); and joined the Company in July 2025.

The appointment of Ms. Lian as an executive Director will become effective after the resolution of her appointment is approved at the EGM. Thereafter, the Company will enter into a director service agreement with Ms. Lian for a term commencing from the day when the aforementioned resolution is considered and approved at the EGM till the day when the election of the next session of the Board is completed. Ms. Lian's remuneration during her tenure as an executive Director comprises basic salary, performance bonus and other benefits. The basic salary shall be determined based on Ms. Lian's position in the Company, the performance bonus shall be determined based on the Company's operating results, and the other benefits include statutory pension insurance, medical insurance and housing provident fund, etc. The Board will conduct an annual performance appraisal on Ms. Lian, and the amount of her annual remuneration will be determined in the following year based on her annual performance appraisal and in accordance with relevant laws and regulations and will be disclosed in the annual report of the Company.

LETTER FROM THE BOARD

Pursuant to (i) the Decision of Yunnan Securities Regulatory Bureau on the Measures of Issuing a Warning Letter to Kunming Industrial Development and Investment Co., Ltd. and Liu Xiaohang and Lian Zhaoju (《雲南證監局關於對昆明產業開發投資有限責任公司及劉曉航、連照菊採取出具警示函措施的決定》) (Decision on Administrative Regulatory Measures No. [2024] 029) (the “**Decision**”), there were issues of non-market issuance of bonds and untimely disclosure of information by Kunming Industrial Development and Investment Co., Ltd.* (昆明產業開發投資有限責任公司). The aforesaid acts violated the provisions of Articles 45 and 54 of the Administrative Measures of the Issuance and Trading of Corporate Bonds (《公司債券發行與交易管理辦法》) (CSRC Decree No. 180). It was decided by Yunnan Securities Regulatory Bureau that the relevant persons, including Ms. Lian, the then responsible person of information disclosure, should be subject to the regulatory measure of issuing warning letters and be recorded in the integrity file of the securities and futures market; and (ii) Announcement of the National Equities Exchange and Quotations Co., Ltd. (全國中小企業股份轉讓系統有限責任公司) on the Adoption of Self-disciplinary Regulatory Measures on the Listed Companies and the Persons Responsible for Disclosure of Relevant Information that Failed to Disclose the 2016 Annual Report on Schedule (《關於對未按期披露2016年年度報告的掛牌公司及相關信息披露責任人採取自律監管措施的公告》) (NEEQ Announcement [2017] No. 184) and as set out in the Announcement on Receipt of Decision on the Adoption of Self-disciplinary Regulatory Measures by the National Equities Exchange and Quotations Co., Ltd. (《關於收到全國中小企業股份轉讓系統有限責任公司採取自律監管措施決定的公告》) disclosed by Kunming Pulden Environmental Protection Technology Co., Ltd. (昆明普爾頓環保科技股份有限公司) on 29 June 2017, Kunming Pulden Environmental Protection Technology Co., Ltd. (昆明普爾頓環保科技股份有限公司) was unable to disclose its 2016 annual report by 30 April 2017 due to the failure to complete the financial audit work in a timely manner, and the National Equities Exchange and Quotations Co., Ltd. (全國中小企業股份轉讓系統有限責任公司) has decided to adopt the self-disciplinary regulatory measure of issuing a warning letter to the relevant persons including the then chairman Ms. Lian.

Having considered (i) the Company has sought the opinion of its Chinese legal advisor on the impact of the aforesaid matters on Ms. Lian’s eligibility to serve as the Director under the Company Law. According to the opinion of the Chinese legal advisor, the aforesaid matters do not trigger the circumstances prohibited from serving as a director under Article 178 of the Company Law. At the same time, after considering the relevant provisions of the Articles of Association, the aforesaid relevant matters do not affect Ms. Lian’s eligibility to act as the Director of the Company; (ii) Ms. Lian has extensive management experience and strong professional knowledge and skills in finance and financing, and her joining of the Company could bring benefits to the Company in terms of management, finance and financing; and (iii) prior to her appointment, Ms. Lian will be provided with training specifically for her in relation to her directorship. Based on the above considerations, the Board recommends the appointment of Ms. Lian as an executive Director.

LETTER FROM THE BOARD

To the best knowledge of the Board, save as disclosed above and as at the Latest Practicable Date: (1) Ms. Lian did not hold any directorship in public companies whose securities are listed in Hong Kong or any overseas securities markets in the past three years; (2) Ms. Lian is not connected to any Director, senior management, substantial Shareholder or controlling Shareholder of the Company; (3) before Ms. Lian's appointment as an executive Director comes into effect, she does not hold any other positions in the Company or any other member companies of the Group; and (4) Ms. Lian does not have any interests in the shares of the Company or its associated corporations (as defined in Part XV of the Securities and Futures Ordinance of Hong Kong). Save as disclosed above, there is no other information that needs to be disclosed pursuant to paragraphs (h) to (v) of Rule 13.51(2) of the Listing Rules, nor are there any other matters in relation to Ms. Lian that need to be brought to the attention of the Shareholders.

3.2 To consider and approve the appointment of Ms. Gao Yuan as a non-executive Director

References are made to the announcements of the Company dated 25 July 2025 and 22 August 2025 in relation to the resignation of Mr. Zhang Yang (張洋) (“**Mr. Zhang**”) as the non-executive Director due to change in work arrangements and the proposed appointment of Ms. Gao Yuan (高媛) (“**Ms. Gao**”) as a non-executive Director.

Mr. Zhang, the non-executive Director, tendered his resignation to the Board to resign from his position as the non-executive Director due to change in work arrangements. His resignation took effect on 22 August 2025.

As considered and approved by the Company at the 249th meeting of the first session of the Board held on 25 July 2025, Ms. Gao was proposed to be appointed as a non-executive Director of the first session of the Board of the Company. The resolution in relation to the proposed appointment of Ms. Gao as a non-executive Director will be submitted at the EGM for consideration and approval by the Shareholders. The aforementioned proposed appointment will be subject to approval by the Shareholders at the EGM by way of ordinary resolution.

Biographical details of Ms. Gao are as follows:

Ms. Gao Yuan, aged 36, graduated from Sichuan University (四川大學) in June 2014, majoring in land resources management and obtained a master's degree in management. Ms. Gao is a senior economist, an intermediate chemical analyst and holds a professional qualification certificate of real estate appraiser, a qualification certificate of land appraiser, a qualification certificate of securities practitioner and a qualification certificate of accounting practitioner in the People's Republic of China.

LETTER FROM THE BOARD

Ms. Gao worked as a teller at the Xiqu Branch of Chengdu Rural Commercial Bank Company Limited (成都農村商業銀行股份有限公司) from July 2014 to April 2015; worked at Kunming Venture Investment Co., Ltd.* (昆明創業投資有限責任公司) from July 2015 to February 2017; and has been working in Kunming Industrial Development and Investment Co. Ltd.* (昆明產業開發投資有限責任公司) from February 2017 to present, where she has served as a deputy manager of the construction management department (safety and security department), deputy manager of the land development department and manager of the asset management department, etc.; and served as a director of Kunming International Flora Auction Trading Centre Co., Ltd.* (昆明國際花卉拍賣交易中心有限公司) since August 2025.

The appointment of Ms. Gao as a non-executive Director will become effective upon the resolution of her appointment is approved at the EGM. Thereafter, the Company will enter into a director service agreement with Ms. Gao for a term commencing from the day when the aforementioned resolution is considered and approved at the EGM till the day when the election of the next session of the Board is completed. Ms. Gao will not receive any remuneration from the Company during her tenure as a non-executive Director.

To the best knowledge of the Board, save as disclosed above and as at the Latest Practicable Date: (1) Ms. Gao did not hold any directorship in public companies whose securities are listed in Hong Kong or any overseas securities markets in the past three years; (2) Ms. Gao is not connected to any Director, senior management, substantial Shareholder or controlling Shareholder of the Company; (3) before Ms. Gao's appointment as a non-executive Director comes into effect, she does not hold any other positions in the Company or any other member companies of the Group; and (4) Ms. Gao does not have any interests in the shares of the Company or its associated corporations (as defined in Part XV of the Securities and Futures Ordinance of Hong Kong). Save as disclosed above, there is no other information that needs to be disclosed pursuant to paragraphs (h) to (v) of Rule 13.51(2) of the Listing Rules, nor are there any other matters in relation to Ms. Gao that need to be brought to the attention of the Shareholders.

LETTER FROM THE BOARD

3.3 To consider and approve the appointment of Dr. Chan Ho Wah Terence as an independent non-executive Director

References are made to the announcements of the Company dated 20 August 2025 and 2 September 2025 in relation to the resignation of Mr. Ong King Keung (“**Mr. Ong**”) as an independent non-executive Director, the chairperson of the remuneration and appraisal committee of the Company (the “**Remuneration and Appraisal Committee**”), a member of the audit committee of the Company (the “**Audit Committee**”) and a member of the nomination committee of the Company (the “**Nomination Committee**”) and the proposed appointment of Dr. Chan Ho Wah Terence (陳浩華) (“**Dr. Chan**”) as an independent non-executive Director of the first session of the Board of the Company.

Mr. Ong, an independent non-executive Director, has tendered his resignation to the Board on 20 August 2025 to resign as an independent non-executive Director, the chairperson of the Remuneration and Appraisal Committee, a member of the Audit Committee and a member of the Nomination Committee due to his decision to devote more effort to other business endeavors, and his resignation became effective on 20 August 2025.

After the resignation of Mr. Ong becoming effective on 20 August 2025, the Company has two independent non-executive Directors and each of the Audit Committee, the Remuneration and Appraisal Committee and the Nomination Committee has only two members. As a result, the Company is not in compliance with (i) the requirements set out in Rule 3.10(1) of the Listing Rules that the Company must have at least three independent non-executive Directors; (ii) the requirements set out in Rule 3.10A of the Listing Rules that the independent non-executive Directors appointed by the Company must constitute at least one-third of the Board; (iii) the requirements set out in Rule 3.21 of the Listing Rules that the Audit Committee must comprise at least three members; (iv) the requirements set out in Rule 3.25 of the Listing Rules that the Remuneration and Appraisal Committee must be chaired by an independent non-executive Director and a majority of the members must be independent non-executive Directors; and (v) the requirements set out in Rule 3.27A of the Listing Rules that the majority of members of the Nomination Committee must be independent non-executive Directors.

In order to fill the Director’s vacancy following the resignation of Mr. Ong, a resolution was considered and approved by the Board at the 253rd meeting of the first session of the Board held on 2 September 2025. Dr. Chan was proposed to be appointed as an independent non-executive Director of the first session of the Board of the Company and a resolution in relation to the proposed appointment of Dr. Chan as an independent non-executive Director will be submitted for consideration and approval by the Shareholders at the EGM. The aforementioned proposed appointment will be subject to approval by the Shareholders at the EGM by way of ordinary resolution.

LETTER FROM THE BOARD

Biographical details of Dr. Chan are set out as follows:

Dr. Chan Ho Wah Terence, aged 55, holds a Doctorate in Economics and possesses professional qualifications as a Chartered Financial Analyst (CFA) in the United States, a Senior Certified Practising Accountant (CPAC) in Australia, a Senior Royal Chartered Surveyor (RICS) in the United Kingdom, and a Senior Financial Technology Professional. Dr. Chan obtained a Bachelor's Degree in Mechanical Engineering from The University of Hong Kong; a Master's Degree in Real Estate from The University of Hong Kong; and a Doctor of Philosophy degree in Economics from The Wang Yanan Institute for Studies in Economics* (王亞南經濟研究院) at Xiamen University (廈門大學).

Dr. Chan possesses over 30 years of experience in real estate and infrastructure investment and financing, as well as capital operations of listed companies. He is the founding vice president of The Hong Kong Independent Non-Executive Director Association and serves as the chairman of the ESG and Sustainable Investment Committee. Currently, he serves as the chairman of Bay Area Capital Partners Limited* (灣區資本有限公司), a visiting professor in the Department of Architecture and Real Estate of The University of Hong Kong, senior advisor to China Energy Conservation and Environmental Protection (Hong Kong) Investment Co., Limited* (中國節能環保(香港)投資有限公司), and the independent non-executive director of Wang On Properties Limited (Stock Exchange Stock Code: 1243), CASH Financial Services Group Limited (Stock Exchange Stock Code: 510) and Shanghai Industrial Urban Development Group Limited (Stock Exchange Stock Code: 563).

Dr. Chan has held positions at Savills plc, Lai Sun Group, Nan Fung Group, Tsingli Group Company Limited* (津聯集團有限公司), Tianjin Development Holdings Limited (Stock Exchange Stock Code: 882), Grosvenor Asia Pacific Limited* (高富諾(亞洲)集團) and Hongkong and Shanghai Land Capital Ltd.* (滬港地產資本有限公司).

LETTER FROM THE BOARD

The appointment of Dr. Chan as an independent non-executive Director will become effective after the resolution of his appointment is approved by the Shareholders at the EGM. Thereafter, the Company will enter into a director service agreement with Dr. Chan for a term commencing from the day when the aforementioned resolution is considered and approved at the EGM till the day when the election of the next session of the Board is completed. Dr. Chan will receive a remuneration of RMB160,000 (before tax) per annum during his tenure as an independent non-executive Director.

To the best knowledge of the Board, save as disclosed above and as at the Latest Practicable Date: (1) Dr. Chan did not hold any directorship in public companies whose securities are listed in Hong Kong or any overseas securities markets in the past three years; (2) Dr. Chan is not connected to any Director, senior management, substantial Shareholder or controlling Shareholder of the Company; (3) before Dr. Chan's appointment as an independent non-executive Director comes into effect, he does not hold any other positions in the Company or any other member companies of the Group; and (4) Dr. Chan does not have any interests in the shares of the Company or its associated corporations (as defined in Part XV of the Securities and Futures Ordinance of Hong Kong).

Dr. Chan has confirmed that (1) he meets the independence criteria as set out in Rule 3.13 of the Listing Rules; (2) he has no past or present financial or other interest in the business of the Company or its subsidiaries or any connection with any core connected person (as defined under the Listing Rules) of the Company; and (3) there are no other factors that may affect his independence at the time of his appointment. Save as disclosed above, there is no other information that is required to be disclosed pursuant to any of the requirements under paragraphs (h) to (v) of Rule 13.51(2) of the Listing Rules nor are there other matters that need to be brought to the attention of the Shareholders or the Stock Exchange relating to Dr. Chan's appointment.

LETTER FROM THE BOARD

3.4 To consider and approve the proposed amendments to the Implementation Rules of the Audit Committee of the Board

In accordance with the relevant requirements of the Company Law and the current Articles of Association of the Company, the Board proposes to submit to the EGM for approval to amend the Implementation Rules of the Audit Committee of the Board (the “**Proposed Amendments to the Implementation Rules of the Audit Committee of the Board**”) accordingly. Details are as follows:

Original provisions of the Implementation Rules of the Audit Committee	Amended provisions of the Implementation Rules of the Audit Committee
<p>Article 2 The Audit Committee is a special working committee established by the Board as a professional committee under it. The Audit Committee reports and is accountable to the Board. In fulfilling its responsibilities, the Audit Committee shall abide by applicable laws and regulations, the Articles of Association and these Rules. By virtue of legislative requirements, the Articles of Association shall be subject to the supervision by the general meeting of shareholders and the Supervisory Committee of the Company. Its main responsibilities include supervision and examination of the internal and external audits and the internal control systems of the Company.</p>	<p>Article 2 The Audit Committee is a special working committee established by the Board as a professional committee under it. The Audit Committee reports and is accountable to the Board. In fulfilling its responsibilities, the Audit Committee shall abide by applicable laws and regulations, the Articles of Association and these Rules. By virtue of legislative requirements, the Articles of Association shall be subject to the supervision by the general meeting of shareholders and the Supervisory Committee of the Company. Its main responsibilities include supervision and examination of the internal and external audits and the internal control systems of the Company. <u>At the same time, it exercises the powers of the Supervisory Committee as stipulated in the Company Law.</u></p>

LETTER FROM THE BOARD

Original provisions of the Implementation Rules of the Audit Committee	Amended provisions of the Implementation Rules of the Audit Committee
<p>Article 9 The major terms of references of the Audit Committee include:</p> <p>.....</p> <p>(12) to make a list of connected persons of the Company in a timely manner and submit to the Board and the Supervisory Committee in time;</p> <p>.....</p> <p>(18) other issues authorized by the Board of the Company.</p>	<p>Article 9 The major terms of references of the Audit Committee include:</p> <p>.....</p> <p>(12) to make a list of connected persons of the Company in a timely manner and submit to the Board and the Supervisory Committee in time;</p> <p>.....</p> <p>(18) <u>to monitor any acts of directors and senior management officers in their performance of duties that violate the laws, administrative regulations and the Articles of Association, and to propose dismissal of any directors and senior management officers who violate the laws, administrative regulations, the Articles of Association or any resolutions of the Shareholders' general meetings;</u></p> <p>(19) <u>to demand rectification from a director and other senior management officers when the acts of such persons prejudice the Company's interest;</u></p> <p>(20) <u>to examine the Company's financial affairs;</u></p> <p>(21) <u>to review the regular reports of the Company prepared by the Board and to submit review opinions thereon;</u></p> <p>(22) <u>to propose to convene an extraordinary general meeting; and to convene and chair the Shareholders' general meeting in case the Board fails to fulfill the obligations prescribed by the Company Law to convene and chair the Shareholders' general meeting;</u></p> <p>(23) <u>to submit proposals to the Shareholders' general meeting;</u></p> <p>(24) <u>to propose to convene an extraordinary meeting of the Board;</u></p> <p>(25) <u>to institute a suit to the directors or senior management officers according to Article 189 of the Company Law;</u></p> <p>(1826) other issues authorized by the Board of the Company.</p>
	<p>Article 10 <u>In case that the Audit Committee discovers any unusual operation of the Company, the Audit Committee may investigate it and, when necessary, may engage professionals such as lawyers and accounting firms to assist its work, with the reasonable expense incurred for this purpose to be borne by the Company.</u></p>

LETTER FROM THE BOARD

Original provisions of the Implementation Rules of the Audit Committee	Amended provisions of the Implementation Rules of the Audit Committee
<p>Article 9 The Audit Committee shall be accountable to the Board, and its proposals shall be submitted to the Board for approval. The Audit Committee shall assist the Supervisory Committee with the audit supervision.</p> <p>.....</p>	<p>Article 9-11 The Audit Committee shall be accountable to the Board, and its proposals shall be submitted to the Board for approval. The Audit Committee shall assist the Supervisory Committee with the audit supervision.</p> <p>.....</p>
<p>Article 15 The Directors, supervisors and other senior management of the Company may be invited to attend meetings of the Audit Committee, if necessary.</p>	<p>Article 15-17 The Directors, supervisors and other senior management of the Company may be invited to attend meetings of the Audit Committee, if necessary.</p>
<p>Article 16 The Audit Committee may retain an intermediary institution to provide professional advice on its decision when necessary. The expenses incurred shall be borne by the Company.</p>	<p>Article 16 The Audit Committee may retain an intermediary institution to provide professional advice on its decision when necessary. The expenses incurred shall be borne by the Company.</p>
<p>Article 21 These Rules shall come into effect on the date of approval at a general meeting.</p>	<p>Article 21-22 These Rules shall come into effect on the date of approval at a general meeting <u>the Board</u>.</p>
<p>Article 22 Any matters not covered by these Rules shall be implemented in accordance with relevant laws and regulations of the People’s Republic of China, Hong Kong Listing Rules and the Articles of Association. In the event that the these Rules contravene any future laws and regulations of the People’s Republic of China to be promulgated or the Articles of Association amended through valid procedures or the Hong Kong Listing Rules, the relevant laws and regulations of the People’s Republic of China, the Hong Kong Listing Rules, and the Articles of Association shall prevail and these Rules shall be revised immediately and then reported to the Shareholders’ general meeting for consideration and approval.</p>	<p>Article 22-23 Any matters not covered by these Rules shall be implemented in accordance with relevant laws and regulations of the People’s Republic of China, Hong Kong Listing Rules and the Articles of Association. In the event that the these Rules contravene any future laws and regulations of the People’s Republic of China to be promulgated or the Articles of Association amended through valid procedures or the Hong Kong Listing Rules, the relevant laws and regulations of the People’s Republic of China, the Hong Kong Listing Rules, and the Articles of Association shall prevail and these Rules shall be revised immediately and then reported to the Shareholders’ general meeting <u>the Board</u> for consideration and approval.</p>

Note: The Proposed Amendments to the Implementation Rules of the Audit Committee of the Board are prepared in Chinese. In the event of any inconsistency or discrepancy between the Chinese and the English version of the Implementation Rules of the Audit Committee of the Board, the Chinese version shall prevail.

LETTER FROM THE BOARD

Save for the Proposed Amendments to the Implementation Rules of the Audit Committee of the Board, the contents of other chapters and articles of the Implementation Rules of the Audit Committee of the Board shall remain unchanged. If the numbering of any chapters and articles of the Implementation Rules of the Audit Committee of the Board is affected as a result of the above proposed amendments, the numbering of the chapters and articles of the existing Implementation Rules of the Audit Committee of the Board shall be adjusted accordingly.

The Proposed Amendments to the Implementation Rules of the Audit Committee of the Board are subject to the approval by the Shareholders by way of an ordinary resolution at the EGM.

3.5 To consider and approve the proposed amendments to the Implementation Rules of the Remuneration and Appraisal Committee of the Board

In accordance with the relevant requirements of the Company Law and the current Articles of Association of the Company, the Board proposes to submit to the EGM for approval to amend the Implementation Rules of the Remuneration and Appraisal Committee of the Board (the “**Proposed Amendments to the Implementation Rules of the Remuneration and Appraisal Committee of the Board**”) accordingly. Details are as follows:

Original provisions of the Implementation Rules of the Remuneration and Appraisal Committee	Amended provisions of the Implementation Rules of the Remuneration and Appraisal Committee
<p>Article 11 The proposed remuneration plan of the Directors of the Company by the Remuneration and Appraisal Committee shall be reported to and approved by the Board, and submitted to a general meeting for consideration and approval before implementation. The remuneration distribution plan of the senior management shall be reported to the Board for approval before its implementation.</p>	<p>Article 11 The proposed remuneration plan of the Directors of the Company by the Remuneration and Appraisal Committee shall be reported to and approved by the Board, and submitted to <u>a-the Shareholders'</u> general meeting for consideration and approval before implementation. The remuneration distribution plan of the senior management shall be reported to the Board for approval before its implementation.</p>
<p>Article 14 The Remuneration and Appraisal Committee shall convene at least two meetings annually and notice shall be given to all members 7 days in advance. The meeting shall be presided over by the chairman of the Committee. In case that the chairman of the Committee is unable to attend the meeting, he/she shall authorize another member, who shall be an independent director, to preside over the meeting. In case of emergency where an interim meeting of the Audit Committee needs to be convened as soon as practicable, the notice of meeting may be given through telephone, fax or e-mail at any time, provided that an explanation shall be made by the convener at the meeting.</p>	<p>Article 14 The Remuneration and Appraisal Committee shall convene at least two meetings annually and notice shall be given to all members 7 days in advance. The meeting shall be presided over by the chairman of the Committee. In case that the chairman of the Committee is unable to attend the meeting, he/she shall authorize another member, who shall be an independent director, to preside over the meeting. In case of emergency where an interim meeting of the <u>Audit-Remuneration and Appraisal</u> Committee needs to be convened as soon as practicable, the notice of meeting may be given through telephone, fax or e-mail at any time, provided that an explanation shall be made by the convener at the meeting.</p>

LETTER FROM THE BOARD

Original provisions of the Implementation Rules of the Remuneration and Appraisal Committee	Amended provisions of the Implementation Rules of the Remuneration and Appraisal Committee
<p>Article 17 The Directors, supervisors and other senior management of the Company may be invited to attend meetings by the Remuneration and Appraisal Committee when necessary.</p>	<p>Article 17 The Directors, supervisors and other senior management of the Company may be invited to attend meetings by the Remuneration and Appraisal Committee when necessary.</p>
<p>Article 24 The Implementation Rules shall be effective from the date of listing of our overseas listed foreign shares (H shares) on The Stock Exchange of Hong Kong Limited upon approval at a general meeting.</p>	<p>Article 24 The Implementation Rules shall be effective from the date of listing of our overseas listed foreign shares (H shares) on The Stock Exchange of Hong Kong Limited upon approval at a general meeting <u>the Board</u>.</p>
<p>Article 25 For any matters not covered by the Implementation Rules, they shall be executed in accordance with the relevant PRC laws and regulations, the Hong Kong Listing Rules and the Articles of Association. In the event that the Implementation Rules contravene any future PRC laws and regulations to be promulgated or the Articles of Association amended through valid procedure or the Hong Kong Listing Rules, then the relevant PRC laws and regulations, the Hong Kong Listing Rules, and the Articles of Association shall prevail and the Implementation Rules shall be revised immediately and then reported to the general meeting for consideration and approval.</p>	<p>Article 25 For any matters not covered by the Implementation Rules, they shall be executed in accordance with the relevant PRC laws and regulations, the Hong Kong Listing Rules and the Articles of Association. In the event that the Implementation Rules contravene any future PRC laws and regulations to be promulgated or the Articles of Association amended through valid procedure or the Hong Kong Listing Rules, then the relevant PRC laws and regulations, the Hong Kong Listing Rules, and the Articles of Association shall prevail and the Implementation Rules shall be revised immediately and then reported to the <u>general meeting the Board</u> for consideration and approval.</p>

Note: The Proposed Amendments to the Implementation Rules of the Remuneration and Appraisal Committee of the Board are prepared in Chinese. In the event of any inconsistency or discrepancy between the Chinese and the English version of the Implementation Rules of the Remuneration and Appraisal Committee of the Board, the Chinese version shall prevail.

Save for the Proposed Amendments to the Implementation Rules of the Remuneration and Appraisal Committee of the Board, the contents of other chapters and articles of the Implementation Rules of the Remuneration and Appraisal Committee of the Board shall remain unchanged. If the numbering of any chapters and articles of the Implementation Rules of the Remuneration and Appraisal Committee of the Board is affected as a result of the above proposed amendments, the numbering of the chapters and articles of the existing Implementation Rules of the Remuneration and Appraisal Committee of the Board shall be adjusted accordingly.

The Proposed Amendments to the Implementation Rules of the Remuneration and Appraisal Committee of the Board are subject to the approval by the Shareholders by way of an ordinary resolution at the EGM.

LETTER FROM THE BOARD

3.6 To consider and approve the proposed amendments to the Implementation Rules of the Nomination Committee of the Board

In accordance with the relevant requirements of the Company Law, the Listing Rules and the current Articles of Association of the Company, the Board proposes to submit to the EGM for approval to amend the Implementation Rules of the Nomination Committee of the Board (the “**Proposed Amendments to the Implementation Rules of the Nomination Committee of the Board**”) accordingly. Details are as follows:

Original provisions of the Implementation Rules of the Nomination Committee	Amended provisions of the Implementation Rules of the Nomination Committee
<p>Article 7 The major terms of reference of the Nomination Committee are:</p> <ol style="list-style-type: none"> (1) to review the size, structure, member numbers and composition (including the skills, knowledge and experience) of the Board, with reference to the operations, assets scale and equity structure of the Company, and make recommendations to the Board on any proposed changes concerning the Board in line with the implementation of the Company’s corporate strategy; (2) to study the selection criteria and procedures of the Directors and senior management and make recommendations to the Board thereon; (3) to search extensively for the qualified candidates of the Directors and senior management; and to nominate relevant persons to act as Directors or make recommendations to the Board thereon; (4) to review and make recommendations to the Board on the candidates of the Directors and the managers; (5) to assess the independence of the independent Directors; (6) to review and make recommendations to the Board on other senior management which has to be submitted to the Board for appointment; (7) to make recommendations to the Board on the appointment or re-appointment of Directors and succession plan for Directors, in particular the chairman; (8) other matters conferred by the Board. 	<p>Article 7 The major terms of reference of the Nomination Committee are:</p> <ol style="list-style-type: none"> (1) to review the size, structure, member numbers and composition (including the skills, knowledge and experience) of the Board <u>at least annually</u>, with reference to the operations, assets scale and equity structure of the Company, <u>assist the Board in maintaining a Board skills matrix</u> and make recommendations to the Board on any proposed changes concerning the Board in line with the implementation of the Company’s corporate strategy; (2) to study the selection criteria and procedures of the Directors and senior management and make recommendations to the Board thereon; (3) to search extensively for the qualified candidates of the Directors and senior management; and to nominate relevant persons to act as Directors or make recommendations to the Board thereon; (4) to review and make recommendations to the Board on the candidates of the Directors and the managers; (5) to assess the independence of the independent <u>non-executive</u> Directors; (6) to review and make recommendations to the Board on other senior management which has to be submitted to the Board for appointment; (7) to make recommendations to the Board on the appointment or re-appointment of Directors and succession plan for Directors, in particular the chairman; (8) <u>to support the Company’s regular evaluation of the Board’s performance;</u> (89) other matters conferred by the Board.

LETTER FROM THE BOARD

Original provisions of the Implementation Rules of the Nomination Committee	Amended provisions of the Implementation Rules of the Nomination Committee
<p>Article 12 The Nomination Committee shall convene at least two meetings annually, and notice shall be given to all members 7 days in advance. The meeting shall be presided over by chairman of the Nomination Committee. In case that the chairman is unable to attend the meeting, he/she shall authorize another member, who shall be an independent director, to preside over the meeting. In case of emergency where an interim meeting of Audit Committee needs to be convened as soon as practicable, the notice of meeting may be given through phone, fax or e-mail at any time, provided that explanations shall be made by the convener at the meeting.</p>	<p>Article 12 The Nomination Committee shall convene at least two meetings annually, and notice shall be given to all members 7 days in advance. The meeting shall be presided over by chairman of the Nomination Committee. In case that the chairman is unable to attend the meeting, he/she shall authorize another member, who shall be an independent director, to preside over the meeting. In case of emergency where an interim meeting of Audit <u>Nomination</u> Committee needs to be convened as soon as practicable, the notice of meeting may be given through phone, fax or e-mail at any time, provided that explanations shall be made by the convener at the meeting.</p>
<p>Article 15 The Directors, supervisors and other senior management of the Company may be invited to attend meetings of the Nomination Committee when necessary.</p>	<p>Article 15 The Directors, supervisors and other senior management of the Company may be invited to attend meetings of the Nomination Committee when necessary.</p>
<p>Article 21 The Implementation Rules shall be effective from the date of listing of our overseas listed foreign shares (H shares) on the Stock Exchange of Hong Kong Limited upon approval at a general meeting.</p>	<p>Article 21 The Implementation Rules shall be effective from the date of listing of our overseas listed foreign shares (H shares) on the Stock Exchange of Hong Kong Limited upon approval at a general meeting <u>the Board</u>.</p>
<p>Article 22 For any matters not covered by the Implementation Rules, they shall be executed in accordance with the relevant PRC laws and regulations, the Hong Kong Listing Rules and the Articles of Association. In the event that the Implementation Rules contravene any future PRC laws and regulations to be promulgated or the Articles of Association amended through valid procedure or the Hong Kong Listing Rules, then the relevant PRC laws and regulations, the Hong Kong Listing Rules, and the Articles of Association shall prevail and the Implementation Rules shall be revised immediately and then reported to the general meeting for consideration and approval.</p>	<p>Article 22 For any matters not covered by the Implementation Rules, they shall be executed in accordance with the relevant PRC laws and regulations, the Hong Kong Listing Rules and the Articles of Association. In the event that the Implementation Rules contravene any future PRC laws and regulations to be promulgated or the Articles of Association amended through valid procedure or the Hong Kong Listing Rules, then the relevant PRC laws and regulations, the Hong Kong Listing Rules, and the Articles of Association shall prevail and the Implementation Rules shall be revised immediately and then reported to the general meeting <u>the Board</u> for consideration and approval.</p>

Note: The Proposed Amendments to the Implementation Rules of the Nomination Committee of the Board are prepared in Chinese. In the event of any inconsistency or discrepancy between the Chinese and the English version of the Implementation Rules of the Nomination Committee of the Board, the Chinese version shall prevail.

Save for the Proposed Amendments to the Implementation Rules of the Nomination Committee of the Board, the contents of other chapters and articles of the Implementation Rules of the Nomination Committee of the Board shall remain unchanged. If the numbering of any chapters and articles of the Implementation Rules of the Nomination Committee of the Board is affected as a result of the above proposed amendments, the numbering of the chapters and articles of the existing Implementation Rules of the Nomination Committee of the Board shall be adjusted accordingly.

The Proposed Amendments to the Implementation Rules of the Nomination Committee of the Board are subject to the approval by the Shareholders by way of an ordinary resolution at the EGM.

LETTER FROM THE BOARD

4. THE EGM

The proxy form of the EGM is enclosed herewith, which is also published together with this circular on the websites of the Stock Exchange (www.hkexnews.hk) and the Company (www.kmdcwt.com) and available to the Shareholders.

If you intend to appoint a proxy to attend the EGM, you are required to complete and return the proxy form in accordance with the instructions printed thereon. For holders of H Shares, the proxy form should be returned to Tricor Investor Services Limited and for holders of Domestic Shares, the proxy form should be returned to the Company's registered office and headquarters in the PRC by personal delivery or by post not less than 24 hours before the time fixed for holding the EGM (i.e. before 2:30 p.m. on Thursday, 25 September 2025) or any adjourned meeting thereof. Completion and return of the proxy form will not preclude you from attending and voting in person at the EGM or at any other adjourned meeting should you so wish.

5. VOTING BY POLL

According to Rule 13.39(4) of the Listing Rules, any vote of the Shareholders at the Shareholders' general meeting must be taken by poll. Accordingly, the Chairman of the EGM will exercise his power under the Articles of Association to demand a poll in relation to all the proposed resolutions at the EGM.

6. RECOMMENDATION

The Board considers that each resolution to be proposed at the EGM is in the interests of the Company and its Shareholders as a whole. Accordingly, the Board recommends the Shareholders to vote in favour of all the resolutions to be proposed at the EGM.

Yours faithfully,
Zeng Feng
Chairperson

* *For identification purpose only*

NOTICE OF 2025 FIRST EXTRAORDINARY GENERAL MEETING



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 2025 FIRST EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT the 2025 first extraordinary general meeting (the “EGM”) of Kunming Dianchi Water Treatment Co., Ltd. (the “**Company**”) will be held at 2:30 p.m. on Friday, 26 September 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 purpose:

ORDINARY RESOLUTIONS

1. To consider and approve the appointment of Ms. Lian Zhaoju as an executive director of the Company.
2. To consider and approve the appointment of Ms. Gao Yuan as a non-executive director of the Company.
3. To consider and approve the appointment of Dr. Chan Ho Wah Terence as an independent non-executive director of the Company.
4. To consider and approve the proposed amendments to the Implementation Rules of the Audit Committee of the Board of the Company.
5. To consider and approve the proposed amendments to the Implementation Rules of the Remuneration and Appraisal Committee of the Board of the Company.
6. To consider and approve the proposed amendments to the Implementation Rules of the Nomination Committee of the Board of the Company.

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

Kunming, the PRC
10 September 2025

NOTICE OF 2025 FIRST EXTRAORDINARY GENERAL MEETING

Notes:

1. According to the Listing Rules, any vote of the Shareholders at the Shareholders' general meeting must be taken by poll. Accordingly, the resolutions set out in the notice of the EGM will be voted on by poll. Results of the poll voting will be published on the Company's website at www.kmcdwt.com and the HKExnews website of Hong Kong Exchanges and Clearing Limited at www.hkexnews.hk after the EGM.
2. Any Shareholder entitled to attend and vote at the EGM 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 holders of Domestic Shares) or the H Share Registrar of the Company, Tricor Investor Services Limited (for holders of H Shares), at least 24 hours before the EGM (i.e. before 2:30 p.m. on Thursday, 25 September 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 EGM 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 EGM, the H Share register of members of the Company will be closed from Saturday, 6 September 2025 to Friday, 26 September 2025 (both days inclusive). The holders of H Shares who wish to attend the EGM 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, 5 September 2025. Holders of H Shares whose names appear on the H Share register of members of the Company at the close of business on Friday, 5 September 2025 are entitled to attend the EGM. For the purpose of determining the list of holders of Domestic Shares who are entitled to attend the EGM, the Domestic Share register of members of the Company will be closed from Saturday, 6 September 2025 to Friday, 26 September 2025 (both days inclusive). The holders of Domestic Shares who wish to attend the EGM are required to complete the transfer registration of Domestic Shares in accordance with the relevant regulations of China Securities Depository and Clearing Corporation Limited not later than the close of business on Friday, 5 September 2025. Holders of Domestic Shares whose names appear on the Domestic Share register of members of the Company as at the close of business on Friday, 5 September 2025 are entitled to attend the EGM.
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 EGM 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 EGM.
8. The Company's registered office and headquarters in the PRC is No. 7 Wastewater Treatment Plant, Kunming Dianchi National 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 and Ms. Cheng Yijing, as non-executive Directors; and Mr. Zha Guiliang and Ms. Zheng Dongyu, as independent non-executive Directors.