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## **CHINA EVERBRIGHT WATER LIMITED**

**中國光大水務有限公司**

*(Incorporated in Bermuda with limited liability)*

(Hong Kong Stock Code: 1857)

(Singapore Stock Code: U9E)

### **POLL RESULTS OF THE ANNUAL GENERAL MEETING; RETIREMENT OF INDEPENDENT NON-EXECUTIVE DIRECTORS; CHANGE OF COMPOSITION OF BOARD COMMITTEES; AND CHANGE OF AUDITORS**

References are made to the circular of China Everbright Water Limited (the “**Company**”) dated 3 April 2024 (the “**Circular**”) and the notice of annual general meeting of the Company dated 3 April 2024 (the “**Notice of AGM**”).

The board (the “**Board**”) of directors (the “**Directors**”) of the Company is pleased to announce that at the annual general meeting of the Company held on 26 April 2024 (the “**AGM**”), all resolutions (the “**Resolutions**”) relating to matters set out in the Notice of AGM, put to the AGM, were duly passed by way of poll.

(a) The poll results on each of the Resolutions are set out below for information:

Ordinary Business					
Resolution number and details	Total number of shares represented by votes for and against the relevant Resolution	FOR		AGAINST	
		Number of shares	As a percentage of total number of votes for and against the Resolution (%)	Number of shares	As a percentage of total number of votes for and against the Resolution (%)
<b>Ordinary Resolution 1</b> Directors' Statement and Audited Financial Statements for the financial year ended 31 December 2023 and the Auditors' Report thereon.	2,153,431,747	2,152,973,247	99.98	458,500	0.02
<b>Ordinary Resolution 2</b> Declaration of a final one-tier tax exempt dividend of 5.81 Hong Kong cents (equivalent to 0.99 Singapore cent) per ordinary share for the financial year ended 31 December 2023.	2,153,433,747	2,153,325,247	99.99	108,500	0.01
<b>Ordinary Resolution 3</b> Approval of Directors' fees of SGD340,000 for the financial year ended 31 December 2023.	2,153,432,996	2,153,224,496	99.99	208,500	0.01

Ordinary Business					
Resolution number and details	Total number of shares represented by votes for and against the relevant Resolution	FOR		AGAINST	
		Number of shares	As a percentage of total number of votes for and against the Resolution (%)	Number of shares	As a percentage of total number of votes for and against the Resolution (%)
<b>Ordinary Resolution 4a</b> Re-election of Mr. Luan Zusheng, a Director retiring pursuant to the Bye-law 85(6) of the Bye-laws of the Company (the “Bye-laws”).	2,153,432,996	2,152,974,496	99.98	458,500	0.02
<b>Ordinary Resolution 4b</b> Re-election of Mr. Wang Yuxing, a Director retiring pursuant to the Bye-law 85(6) of the Bye-laws.	2,153,422,996	2,153,314,496	99.99	108,500	0.01
<b>Ordinary Resolution 4c</b> Re-election of Mr. Zhai Haitao, a Director retiring pursuant to the Bye-law 86(1) of the Bye-laws.	2,153,433,747	2,153,325,247	99.99	108,500	0.01
<b>Ordinary Resolution 4d</b> Re-election of Mr. Ng Joo Hee Peter, a Director retiring pursuant to the Bye-law 85(6) of the Bye-laws.	2,153,343,427	2,153,234,839	99.99	108,588	0.01
<b>Ordinary Resolution 4e</b> Re-election of Mr. Soh Kok Leong, a Director retiring pursuant to the Bye-law 85(6) of the Bye-laws.	2,153,433,747	2,153,325,247	99.99	108,500	0.01

Ordinary Business					
Resolution number and details	Total number of shares represented by votes for and against the relevant Resolution	FOR		AGAINST	
		Number of shares	As a percentage of total number of votes for and against the Resolution (%)	Number of shares	As a percentage of total number of votes for and against the Resolution (%)
<b>Ordinary Resolution 5</b> Appointment of KPMG LLP and KPMG as the Auditors of the Company in Singapore and Hong Kong respectively in place of the retiring Auditor, Ernst & Young LLP.	2,152,643,427	2,152,509,927	99.99	133,500	0.01
Special Business					
<b>Ordinary Resolution 6</b> Authority to allot and issue new shares.	2,153,432,996	2,152,813,169	99.97	619,827	0.03
<b>Ordinary Resolution 7</b> Authority to allot and issue shares under the China Everbright Water Limited Scrip Dividend Scheme.	2,153,425,747	2,152,624,659	99.96	801,088	0.04
<b>Ordinary Resolution 8</b> Renewal of the share buy-back mandate.	2,153,433,747	2,153,325,247	99.99	108,500	0.01
<b>Ordinary Resolution 9</b> Renewal of the interested person transaction mandate.	68,008,424	66,220,025	97.37	1,788,399	2.63

- (b) Details of parties who were required to abstain from voting on any Resolution(s), including the number of shares held and the individual Resolution(s) on which they were required to abstain from voting are as follows:

<b>Details of Party(ies)</b>	<b>Number of shares held (in own name and/or name of nominee)</b>	<b>Resolution number and details</b>
China Everbright Water Holdings Limited	2,084,724,572	<b>Ordinary Resolution 9</b> Renewal of the interested person transaction mandate.

Save for the above, no other shareholders of the Company (the “**Shareholders**”) were required to abstain from voting. No party has indicated in the Circular that he or his associate(s) intends to vote against or to abstain from voting on any of the Resolutions at the AGM.

As at the date of the AGM, the total number of shares in issue of the Company was 2,860,876,723, which was the total number of shares entitling the Shareholders to attend and vote for or against the Resolutions at the AGM (save for parties who are required to abstain as disclosed above).

- (c) Scrutineer

RHT Atlas Pte. Ltd. was appointed as the scrutineer for the AGM.

- (d) The description of all the Resolutions above is by way of summary only. The full text appears in the Notice of AGM.
- (e) As more than 50% of the votes were cast in favour of each of the Resolutions numbered 1 to 9 above, such Resolutions were duly passed as ordinary resolutions of the Company.
- (f) All Directors attended the AGM in person.

## **RETIREMENT OF INDEPENDENT NON-EXECUTIVE DIRECTORS**

Reference is made to the announcement of the Company dated 27 February 2024 (the “**Announcement**”). With effect from the conclusion of the AGM, Mr. Lim Yu Neng Paul (“**Mr. Lim**”) and Ms. Cheng Fong Yee (“**Ms. Cheng**”) ceased to be independent for the purposes of the listing manual of Singapore Exchange Securities Trading Limited (the “**SGX-ST Listing Manual**”). Accordingly, Mr. Lim has retired as an Independent Non-Executive Director, the chairman of the Audit Committee, a member of the Remuneration Committee and a member of the Nominating Committee, and Ms. Cheng has also retired as an Independent Non-Executive Director, the chairman of the Remuneration Committee and a member of the Audit Committee.

As stated in the Announcement, both Mr. Lim and Ms. Cheng have confirmed that they have no disagreement with the Board and save as disclosed in the Announcement, there are no other matters relating to their retirement that need to be brought to the attention of the Shareholders nor any information that needs to be disclosed pursuant to Rule 13.51(2) of the Rules Governing the Listing of Securities (the “**SEHK Listing Rules**”) on The Stock Exchange of Hong Kong Limited (the “**SEHK**”). Additional information on Mr. Lim’s and Ms. Cheng’s retirement is set out in separate announcements of the Company made today pursuant to Rule 704(7) of the SGX-ST Listing Manual.

The Board would like to express its sincere gratitude to Mr. Lim and Ms. Cheng for their valuable contributions to the Company.

## **CHANGE OF COMPOSITION OF BOARD COMMITTEES**

References are made to the Announcement, the announcement of the Company dated 13 March 2024 and the circular of the Company dated 3 April 2024 (the “**AGM Circular**”).

The Board announces that, following the above changes of Directors and with effect from the conclusion of the AGM:

1. Mr. Luan Zusheng, having been re-elected as a Director, remains a Non-Executive Director, the chairman of the Board, the chairman of the Strategy Committee, and a member of the Nominating Committee;
2. Mr. Wang Yuexing, having been re-elected as a Director, remains an Executive Director and a member of the Strategy Committee;

3. Mr. Zhai Haitao (“**Mr. Zhai**”), having been re-elected as a Director, remains an Independent Non-Executive Director, the chairman of the Nominating Committee, and a member of each of the Audit Committee and the Remuneration Committee. The Board (save for Mr. Zhai) considers Mr. Zhai to be independent for the purposes of Rule 704(8) of the SGX-ST Listing Manual and Rule 3.13 of the SEHK Listing Rules;
4. Ms. Hao Gang has been appointed as the chairman of the Remuneration Committee;
5. Mr. Ng Joo Hee Peter (“**Mr. Ng**”), having been re-elected as a Director, remains an Independent Non-Executive Director, and has been appointed as a member of each of the Audit Committee, the Nominating Committee and the Strategy Committee. The Board (save for Mr. Ng) considers Mr. Ng to be independent for the purposes of Rule 704(8) of the SGX-ST Listing Manual and Rule 3.13 of the SEHK Listing Rules; and
6. Mr. Soh Kok Leong (“**Mr. Soh**”), having been re-elected as a Director, remains an Independent Non-Executive Director, and has been appointed as the chairman of the Audit Committee, a member of the Remuneration Committee and a member of the Nominating Committee. The Board (save for Mr. Soh) considers Mr. Soh to be independent for the purposes of Rule 704(8) of the SGX-ST Listing Manual and Rule 3.13 of the SEHK Listing Rules. With reference to the newly appointed duties and responsibilities of Mr. Soh as the chairman of the Audit Committee and upon the recommendation of the Remuneration Committee, his director’s fee will be increased from SGD80,000 per annum to SGD100,000 per annum.

## **CHANGE OF AUDITORS**

References are made to the Announcement and the announcement of the Company dated 28 March 2024 with regards to the change of the Company's Auditors. With effect from the conclusion of the AGM, KPMG LLP and KPMG have been appointed as the Auditors of the Company in Singapore and Hong Kong respectively, in place of the retiring Auditor, Ernst & Young LLP.

**BY ORDER OF THE BOARD**  
**CHINA EVERBRIGHT WATER LIMITED**  
**Kwan Yun Fui**  
*Legal Counsel and Joint Company Secretary*

Hong Kong and Singapore, 26 April 2024

*As at the date of this announcement, the Board comprises: (i) a non-executive Director, namely Mr. Luan Zusheng (Chairman); (ii) two executive Directors, namely Mr. Tao Junjie (Chief Executive Officer) and Mr. Wang Yuexing; and (iii) four independent non-executive Directors, namely Mr. Zhai Haitao, Ms. Hao Gang, Mr. Ng Joo Hee Peter and Mr. Soh Kok Leong.*