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## **Jilin Province Chuncheng Heating Company Limited\***

**吉林省春城熱力股份有限公司**

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

**(Stock code: 1853)**

### **POLL RESULTS OF 2020 ANNUAL GENERAL MEETING**

References are made to the notice of the 2020 annual general meeting (the “**AGM**”) and the circular (the “**Circular**”) of Jilin Province Chuncheng Heating Company Limited\* (the “**Company**”) both dated 27 April 2021. Unless otherwise defined in this announcement, capitalized terms used in this announcement shall have the same meanings as those defined in the Circular.

#### **POLL RESULTS OF THE AGM**

The Board is pleased to announce that the AGM was held on Friday, 28 May 2021 at the Conference Room 907, Chuncheng Heating, No. 998 Nanhu Road, Nangan District, Changchun City, Jilin Province, the PRC.

As at the date of the AGM, the issued Shares of the Company, i.e. the total number of Shares entitling the holders to attend the AGM and vote on any resolution proposed at the meeting, was 466,700,000 Shares, comprising 350,000,000 Domestic Shares and 116,700,000 H Shares. Shareholders who have a material interest were required to abstain from voting on the resolutions in respect of the 2021-2023 Construction Framework Agreement, the proposed annual caps and the transactions contemplated thereunder at the AGM. Changchun Heating Group holds 325,500,000 Domestic Shares, representing approximately 69.75% of the total share capital of the Company, and was therefore required to abstain, and has abstained, from voting on the resolutions proposed at the AGM in respect of the 2021-2023 Construction Framework Agreement, the proposed annual caps and the transactions contemplated thereunder. Save for Changchun Heating Group, to the best knowledge, information and belief of the Board after having made all reasonable enquiries, there were no restrictions on any Shareholders to cast votes on any of the resolutions at the AGM, and there were no Shares entitling the holders to attend the AGM and vote only against the resolutions proposed at the meeting. Save as mentioned above, no person had indicated his, her or its intention in the Circular to vote against the resolutions proposed at the AGM or abstain from voting.

Shareholders or their proxies who hold a total of 350,196,624 voting Shares, representing approximately 75.04% of the total share capital of the Company as at the date of the AGM, attended the AGM. The AGM was legally and validly convened in compliance with the requirements of the PRC Company Law, relevant PRC laws and regulations, the Listing Rules and the Articles of Association. The AGM was chaired by Mr. Liu Changchun, the chairman of the Board. The voting at the AGM was taken by way of poll.

The poll results in respect of the resolutions proposed at the AGM were as follows:

Ordinary Resolutions		Number of votes (Approximate percentage)		
		For	Against	Abstain
1	To consider and approve the adoption of the report of the Directors for the year ended 31 December 2020	350,196,624 (100%)	0 (0%)	0 –
2	To consider and approve the adoption of the report of the Supervisory Committee for the year ended 31 December 2020	350,196,624 (100%)	0 (0%)	0 –
3	To consider and approve the annual report of the Company for the year 2020	350,196,624 (100%)	0 (0%)	0 –
4	To consider and approve the adoption of the Group's audited financial statements as of, and for the year ended 31 December 2020	350,196,624 (100%)	0 (0%)	0 –
5	To consider and approve the Company's profit distribution plan for the year ended 31 December 2020	350,196,624 (100%)	0 (0%)	0 –
6	To authorise and approve the Board to determine the remuneration plan for the Directors for the year ending 31 December 2021 in accordance with the Company's internal policies and relevant regulatory requirements	350,134,124 (100%)	0 (0%)	62,500 –
7	To authorise and approve the Board to determine the remuneration plan for the Supervisors for the year ending 31 December 2021 in accordance with the Company's internal policies and relevant regulatory requirements	350,134,124 (100%)	0 (0%)	62,500 –

Ordinary Resolutions		Number of votes (Approximate percentage)		
		For	Against	Abstain
8	To consider and approve the re-appointment of Da Hua Certified Public Accountants (special general partnership) as the Company's auditors for the year 2021 for a term until the conclusion of the next annual general meeting of the Company, and to authorise the Board to determine its remuneration	350,196,624 (100%)	0 (0%)	0 –
9	(i) To re-elect Mr. LIU Changchun as a non-executive Director	350,134,124 (99.982153%)	62,500 (0.017847%)	0 –
	(ii) To re-elect Mr. YANG Zhongshi as an executive Director	350,134,124 (99.982153%)	62,500 (0.017847%)	0 –
	(iii) To re-elect Mr. SHI Mingjun as an executive Director	350,134,124 (99.982153%)	62,500 (0.017847%)	0 –
	(iv) To re-elect Mr. XU Chungang as an executive Director	350,134,124 (99.982153%)	62,500 (0.017847%)	0 –
	(v) To re-elect Mr. LI Yeji as an executive Director	350,134,124 (99.982153%)	62,500 (0.017847%)	0 –
	(vi) To re-elect Mr. WANG Yuguo as an independent non-executive Director	350,134,124 (99.982153%)	62,500 (0.017847%)	0 –
	(vii) To re-elect Mr. FU Yachen as an independent non-executive Director	350,134,124 (99.982153%)	62,500 (0.017847%)	0 –
	(viii) To re-elect Mr. POON Pok Man as an independent non-executive Director	350,196,624 (100%)	0 (0%)	0 –
10	(i) To elect Mr. QIU Jianhua as a Supervisor of the Company	350,134,124 (100%)	0 (0%)	62,500 –
	(ii) To re-elect Ms. ZHANG Wei as a Supervisor of the Company	350,134,124 (100%)	0 (0%)	62,500 –
11	To consider and approve the 2021-2023 Construction Framework Agreement entered into between the Company (for itself and on behalf of its subsidiaries) and Changchun Heating Group (for itself and on behalf of its subsidiaries other than the Group), the continuing connected transactions contemplated thereunder and the amount of annual caps	24,696,624 (100%)	0 (0%)	0 –
<b>Special Resolution</b>		<b>For</b>	<b>Against</b>	<b>Abstain</b>
12	To consider and approve the grant of a general mandate to the Board to allot, issue and deal with additional Domestic Shares and/or H Shares during the relevant period	350,000,000 (99.961694%)	134,124 (0.038306%)	62,500 –

*Note:* Please refer to the Circular for the full text of the resolutions.

As the above ordinary resolutions and special resolution were approved by a majority of more than half and two-thirds of the votes cast, respectively, all resolutions were duly passed.

Computershare Hong Kong Investor Services Limited, the Company's H Share Registrar, acted as the scrutineer in respect of the voting at the AGM.

#### **PAYMENT OF FINAL DIVIDEND**

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

The Company will pay a final dividend on or around Friday, 9 July 2021 in cash to the Shareholders whose names appear on the register of members of the Company on Wednesday, 9 June 2021. The final dividend for the year 2020 shall be denominated and declared in RMB at RMB0.103 (inclusive of tax) per Share. Dividends on Domestic Shares will be paid in RMB and dividends on H Shares will be paid in Hong Kong dollars. The exchange rate of RMB into Hong Kong dollar shall be calculated based on the average central parity rates of Hong Kong dollar to RMB as published by the PBOC in the calendar week before the date which the Company declares such dividends (i.e. HK\$1 to RMB0.82850), i.e. a cash dividend of HK\$0.12430 per H Share (inclusive of tax) will be paid to holders of H Shares.

Please refer to the Circular for matters regarding the taxation relating to the payment of the final dividend and the closure of register of members.

### **DIRECTORS OF THE SECOND SESSION OF THE BOARD**

In relation to the formation of the second session of the Board, all Directors of the first session of the Board have agreed to retire and be re-elected and the resolutions for re-election of each Director were duly passed at the AGM. The term of office of the second session of the Board is three years and the Board currently comprises eight Directors, namely Mr. Liu Changchun as non-executive Director; Mr. Yang Zhongshi, Mr. Shi Mingjun, Mr. Xu Chungang and Mr. Li Yeji as executive Directors; and Mr. Wang Yuguo, Mr. Fu Yachen and Mr. Poon Pok Man as independent non-executive Directors. As at the date of this announcement, the Board is pleased to announce that Mr. Liu Changchun was re-elected as Chairman and Mr. Yang Zhongshi was re-elected as Deputy Chairman by the Board.

### **SUPERVISORS OF THE SECOND SESSION OF THE SUPERVISORY COMMITTEE**

The resolutions for the election of Mr. Qiu Jianhua as Supervisor and the re-election of Ms. Zhang Wei as Supervisor (both of whom are not employee representative Supervisors) were duly passed at the AGM and Mr. Qiu Jianhua has become a Supervisor since the conclusion of the AGM. At the same time, Mr. Wang Fenghua ceased to be a Supervisor. The Supervisors of the second session of the Supervisory Committee comprise Mr. Qiu Jianhua, Ms. Zhang Wei and Ms. Li Xiaoling (being the employee representative Supervisor). As at the date of this announcement, the Board is pleased to announce that Mr. Qiu Jianhua was elected by the Supervisory Committee as the chairman of the Supervisory Committee.

By order of the Board  
**Jilin Province Chuncheng Heating Company Limited\***  
**LIU Changchun**  
*Chairman*

Jilin, the PRC, 28 May 2021

*As at the date of this announcement, the non-executive Director is Mr. Liu Changchun (Chairman); the executive Directors are Mr. Yang Zhongshi, Mr. Shi Mingjun, Mr. Xu Chungang and Mr. Li Yeji; and the independent non-executive Directors are Mr. Wang Yuguo, Mr. Fu Yachen and Mr. Poon Pok Man.*

\* *For identification purpose only*