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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)

- 1. POLL RESULTS OF 2023 ANNUAL GENERAL MEETING**
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AND MEMBERS OF THE BOARD COMMITTEES**
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References are made to the circular (the “**Circular**”) of Jilin Province Chuncheng Heating Company Limited* (the “**Company**”) dated 26 April 2024, the notice and supplementary notice (the “**Supplementary Notice**”) of the 2023 annual general meeting of the Company (the “**AGM**”) dated 26 April 2024 and 16 May 2024 respectively and the announcement of the Company dated 30 April 2024 in relation to, among others, the change of the date of the AGM. 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, 31 May 2024 at the Conference Room 711, Chuncheng Heating, No. 998 Nanhu Road, Nanguan District, Changchun City, Jilin Province, the PRC.

As at the date of the AGM, the Shares of the Company in issue, 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. 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. 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 381,296,624 voting Shares, representing approximately 81.70% of the issued share capital of the Company in aggregate 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. Yang Zhongshi, the vice-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 work report of the Directors for the year 2023.	381,296,624 (100%)	0 (0%)	0 (0%)
2	To consider and approve the adoption of the work report of the Independent Directors for the year 2023.	381,296,624 (100%)	0 (0%)	0 (0%)
3	To consider and approve the adoption of the work report of the Supervisory Committee for the year 2023.	381,296,624 (100%)	0 (0%)	0 (0%)
4	To consider and approve the final financial report for the year 2023.	381,296,624 (100%)	0 (0%)	0 (0%)
5	To consider and approve the financial budget report for the year 2024.	381,296,624 (100%)	0 (0%)	0 (0%)
6	To consider and approve the adoption of the annual report for the year 2023.	381,296,624 (100%)	0 (0%)	0 (0%)
7	To consider and approve the adoption of the Group's audited financial statements as of, and for the year ended 31 December 2023.	381,296,624 (100%)	0 (0%)	0 (0%)
8	To consider and approve the Company's profit distribution plan for the year ended 31 December 2023.	381,296,624 (100%)	0 (0%)	0 (0%)
9	To authorise and approve the Board to determine the remuneration plan for the Directors for the year ending 31 December 2024 in accordance with the Company's internal policies and relevant regulatory requirements.	381,296,624 (100%)	0 (0%)	0 (0%)
10	To authorise and approve the Board to determine the remuneration plan for the Supervisors for the year ending 31 December 2024 in accordance with the Company's internal policies and relevant regulatory requirements.	381,296,624 (100%)	0 (0%)	0 (0%)
11	Withdrawal of resolution numbered 11.			

Ordinary Resolutions		Number of votes (Approximate percentage)		
		For	Against	Abstain
12	(i) To re-elect Mr. YANG Zhongshi as an executive Director;	381,296,624 (100%)	0 (0%)	0 (0%)
	(ii) To re-elect Mr. SHI Mingjun as an executive Director;	381,296,624 (100%)	0 (0%)	0 (0%)
	(iii) To re-elect Mr. XU Chungang as an executive Director;	381,232,500 (99.98%)	64,124 (0.02%)	0 (0%)
	(iv) To re-elect Mr. LI Yeji as an executive Director;	381,296,624 (100%)	0 (0%)	0 (0%)
	(v) To re-elect Mr. FU Yachen as an independent non-executive Director;	381,296,624 (100%)	0 (0%)	0 (0%)
	(vi) To re-elect Mr. POON Pok Man as an independent non-executive Director;	381,296,624 (100%)	0 (0%)	0 (0%)
	(vii) To elect Ms. ZHANG Yan as an independent non-executive Director; and	381,296,624 (100%)	0 (0%)	0 (0%)
	(viii) To elect Mr. SONG Chi as a non-executive Director.	381,296,624 (100%)	0 (0%)	0 (0%)
13	(i) To re-elect Mr. QIU Jianhua as a Supervisor of the Company; and	381,296,624 (100%)	0 (0%)	0 (0%)
	(ii) To re-elect Ms. ZHANG Wei as a Supervisor of the Company.	381,296,624 (100%)	0 (0%)	0 (0%)
14	Proposed amendments to the rules of the procedure of the Board.	381,100,000 (99.95%)	196,624 (0.05%)	0 (0%)
Special Resolution		For	Against	Abstain
15	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.	381,164,124 (99.97%)	132,500 (0.03%)	0 (0%)

Notes:

- (1) Please refer to the Circular for the full text of the resolutions.
- (2) The attendance records of the Directors at the AGM are as follows:
 - Mr. Yang Zhongshi, Mr. Shi Mingjun, Mr. Xu Chungang, Mr. Li Yeji and Mr. Fu Yachen attended in person;
 - Mr. Wang Yuguo and Mr. Poon Pok Man attended through video/telephone.

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

RETIREMENT AND APPOINTMENT OF DIRECTORS

As disclosed in the Circular, Mr. Wang Yuguo (“**Mr. Wang**”) as independent non-executive Director has retired from the Board to pursue other opportunities and accordingly, he did not offer himself for re-election at the AGM.

As disclosed in the Supplementary Notice and the Circular, the election of Mr. Song Chi (“**Mr. Song**”) as a non-executive Director and Ms. Zhang Yan (“**Ms. Zhang**”) as an independent non-executive Director are approved at the AGM.

Mr. Wang has confirmed that he has no disagreement with the Board and there is no matter that needs to be brought to the attention of the Shareholders.

The Board would like to take this opportunity to extend its sincere thanks to Mr. Wang for his invaluable contributions during his directorship and welcome Mr. Song and Ms. Zhang to join the Company as a non-executive Director and an independent non-executive Director, respectively.

ELECTION OF CHAIRMAN OF THE BOARD AND MEMBERS OF THE BOARD COMMITTEES OF THE THIRD SESSION OF THE BOARD

Chairman of the Board

Following the appointment of Mr. Song as a non-executive Director becoming effective, the Board convened a meeting after the AGM and elected Mr. Song as the Chairman of the Board.

Members of the Board Committees of the Third Session of the Board

Following the formation of the third session of the Board becoming effective, the Board has made the following appointments of the Board committees with effect from 31 May 2024.

(a) *Strategy Committee*

Mr. Song is appointed as the chairman of the Strategy Committee and each of Mr. Shi Mingjun and Ms. Zhang is appointed as a member of the Strategy Committee.

(b) *Remuneration Committee*

Mr. Fu Yachen (“**Mr. Fu**”) is appointed as the chairman of the Remuneration Committee and each of Mr. Xu Chungang and Mr. Poon Pok Man (“**Mr. Poon**”) is appointed as a member of the Remuneration Committee.

(c) *Audit Committee*

Mr. Poon is appointed as the chairman of the Audit Committee and each of Mr. Fu and Ms. Zhang is appointed as a member of the Audit Committee.

(d) *Nomination Committee*

Ms. Zhang is appointed as the chairman of the Nomination Committee and each of Mr. Yang Zhongshi and Mr. Fu is appointed as a member of the Nomination Committee.

Accordingly, the Company fulfils the requirement prescribed under Rule 3.21 of the Listing Rules and the respective terms of reference of the Audit Committee and the Strategy Committee and re-complies with Code Provision C.2.1 of the Corporate Governance Code as set out in Appendix C1 to the Listing Rules with effect from 31 May 2024.

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 2023 to the Shareholders:

The Company will pay the 2023 Final Dividends on Friday, 19 July 2024 in cash to the Shareholders whose names appear on the register of members of the Company on Tuesday, 11 June 2024. The 2023 Final Dividends shall be denominated and declared in RMB at RMB0.09 per Share (inclusive of tax). 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 RMB0.9074), i.e. a cash dividend of HK\$0.0992 per H Share (inclusive of tax) will be paid to holders of H Shares. Please refer to the Circular for the matters regarding the taxation relating to the payment of the 2023 Final Dividends.

By order of the Board
Jilin Province Chuncheng Heating Company Limited*
SONG Chi
Chairman

Jilin, the PRC, 31 May 2024

As at the date of this announcement, the non-executive Director of the Company is Mr. Song Chi (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. Fu Yachen, Mr. Poon Pok Man and Ms. Zhang Yan.

* *For identification purpose only*