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Tibet Water Resources Ltd.

西藏水資源有限公司

(incorporated in the Cayman Islands with limited liability)

(Stock code: 1115)

POLL RESULTS OF THE ANNUAL GENERAL MEETING HELD ON 30 JUNE 2023

Reference is made to the circular of Tibet Water Resources Ltd. (the “**Company**”) dated 30 May 2023 (the “**AGM Circular**”) in relation to, among other things, the proposed re-election of retiring Directors, proposed granting of general mandates to repurchase Shares and to issue new Shares, proposed adoption of the 2023 Share Option Scheme, proposed amendments to the Existing M&A and proposed adoption of the New M&A. Terms used in this announcement shall have the same meanings as those defined in the AGM Circular unless otherwise defined herein.

POLL RESULTS

The Board announces that all the proposed resolutions (the “**Resolutions**”) at the AGM were taken by poll. The poll results in respect of all the Resolutions are as follows:

| | | Number of votes (approximate %) | |
|----|---|--|--------------------------|
| | | For | Against |
| 1. | To receive and approve the audited consolidated financial statements and the reports of the directors and independent auditor of the Company for the year ended 31 December 2022. | 1,459,508,778 (92.3918%) | 120,186,000 (7.6082%) |

| Ordinary Resolutions | | Number of votes (approximate %) | |
|----------------------|--|------------------------------------|---------------------------|
| | | For | Against |
| 2. | (a) To re-elect Dr. ZHANG Chunlong as independent non-executive director. | 1,459,694,778 (92.4036%) | 120,000,000 (7.5964%) |
| | (b) To re-elect Ms. LIN Ting as independent non-executive director. | 1,459,694,778 (92.4036%) | 120,000,000 (7.5964%) |
| | (c) To re-elect Ms. JIANG Xiaohong as non-executive director. | 1,459,694,778 (92.4036%) | 120,000,000 (7.5964%) |
| | (d) To re-elect Mr. CHOW Wai Kit as executive director. | 1,459,694,778 (92.4036%) | 120,000,000 (7.5964%) |
| | (e) To re-elect Mr. WEI Zheming as non-executive director. | 1,459,694,778 (92.4036%) | 120,000,000 (7.5964%) |
| | (f) To authorize the board of directors to fix the directors' remuneration. | 1,459,694,778 (92.4036%) | 120,000,000 (7.5964%) |
| 3. | To re-appoint HLB Hodgson Impey Cheng Limited as auditor and to authorize the board of directors to fix its remuneration. | 1,459,694,778 (92.4036%) | 120,000,000 (7.5964%) |
| 4. | To give a general mandate to the directors to repurchase shares of the Company not exceeding 10% of the number of issued shares of the Company as at the date of passing of this resolution. | 1,459,694,778 (92.4036%) | 120,000,000 (7.5964%) |
| 5. | To give a general mandate to the directors to issue additional shares of the Company not exceeding 20% of the number of issued shares of the Company as at the date of passing of this resolution. | 979,741,038 (62.0209%) | 599,953,740 (37.9791%) |
| 6. | To extend the general mandate granted to the directors to issue additional shares of the Company by the aggregate number of shares repurchased by the Company. | 979,741,038 (62.0209%) | 599,953,740 (37.9791%) |
| 7. | To approve and adopt the 2023 Share Option Scheme (as defined in the circular of the Company dated 30 May 2023) with the Scheme Mandate Limit (as defined in the 2023 Share Option Scheme) and to authorise the directors of the Company to do all such acts as may be necessary or expedient as they think fit in order to give effect to the 2023 Share Option Scheme. | 979,934,038 (62.0331%) | 599,760,740 (37.9669%) |

| | | Number of votes (approximate %) | |
|-----------------------------|---|--|---------------------------|
| | | For | Against |
| Ordinary Resolutions | | | |
| 8. | To approve and adopt the Service Provider Sublimit (as defined in the 2023 Share Option Scheme) under the 2023 Share Option Scheme. | 979,934,038 (62.0331%) | 599,760,740 (37.9669%) |
| Special Resolution | | Number of votes (approximate %) | |
| | | For | Against |
| 9. | To approve the proposed amendments to the existing memorandum of association and articles of association of the Company and to adopt the new amended and restated memorandum of association and articles of association of the Company. | 1,562,025,778 (98.8815%) | 17,669,000 (1.1185%) |

As at the date of the AGM:

- (1) there were a total of 4,079,188,000 Shares in issue, which represented the total number of Shares entitling the Shareholders to attend and vote for or against the Resolutions at the AGM;
- (2) none of the Shares entitled the Shareholders to attend and abstain from voting in favour of the Resolutions at the AGM as set out in Rule 13.40 of the Listing Rules;
- (3) no Shareholder had material interests in the Resolutions and was required to abstain from voting on the Resolutions at the AGM; and
- (4) no party has stated its intention in the AGM Circular to vote against the Resolutions at the AGM or to abstain from voting.

As more than 50% of the votes were cast in favour of each of the Resolutions numbered 1., 2.(a), 2.(b), 2.(c), 2.(d), 2.(e), 2.(f), 3., 4., 5., 6., 7. and 8. at the AGM, each of such Resolutions was duly passed as an ordinary resolution of the Company. As more than 75% of the votes were cast in favour of the Resolution numbered 9. at the AGM, such Resolution was duly passed as a special resolution of the Company.

Union Registrars Limited, the Company's Hong Kong branch share registrar, was appointed as the scrutineer for the vote-taking at the AGM.

The Company has 9 Directors at the time of the AGM. Apart from Mr. WEI Zheming, all other Directors attended the AGM.

By order of the Board
Tibet Water Resources Ltd.
CHOW Wai Kit
Executive Director and Company Secretary

Hong Kong, 30 June 2023

As of the date of this announcement, the executive Directors are Mr. YAN Qingjiang, Mr. CHOW Wai Kit and Mr. CHENG Gwan Sing, the non-executive Directors are Ms. JIANG Xiaohong, Mr. XIE Kun and Mr. WEI Zheming and the independent non-executive Directors are Dr. ZHANG Chunlong (Chairman), Mr. LO Wai Hung and Ms. LIN Ting.