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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 8 JUNE 2018**

Reference is made to the circular of Tibet Water Resources Ltd. (the “**Company**”) dated 26 April 2018 (the “**AGM Circular**”) in relation to the proposed re-election of retiring directors, proposed granting of general mandates to repurchase shares and to issue new shares, and the notice of annual general meeting. 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 is pleased to announce that all the proposed resolutions (the “**Resolutions**”) at the Annual General Meeting were duly passed by the Shareholders by way of poll. The poll results in respect of all the Resolutions are as follows:

|    |   | <b>Number of votes (%)</b> |                |
|----|---|----------------------------|----------------|
|    |   | <b>For</b>                 | <b>Against</b> |
| 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 2017. | 319,031,048<br>(100.0000%) | 0<br>(0.0000%) |

|    |  | Number of votes (%)        |                          |
|----|--|----------------------------|--------------------------|
|    |  | For                        | Against                  |
|    | <b>Ordinary Resolutions</b>  |                            |                          |
| 2. | (a) To re-elect Mr. WANG Dong as executive director.   | 307,869,114<br>(96.5013%)  | 11,161,934<br>(3.4987%)  |
|    | (b) To re-elect Mr. LIU Chen as executive director.  | 318,336,048<br>(99.7822%)  | 695,000<br>(0.2178%)     |
|    | (c) To re-elect Ms. HAN Linyou as executive director.  | 318,336,048<br>(99.7822%)  | 695,000<br>(0.2178%)     |
|    | (d) To re-elect Mr. Jesper Bjoern MADSEN as independent non-executive director.  | 318,296,230<br>(99.7697%)  | 734,818<br>(0.2303%)     |
|    | (e) To re-elect Mr. LEE Conway Kong Wai as independent non-executive director.   | 293,482,950<br>(91.9920%)  | 25,548,098<br>(8.0080%)  |
|    | (f) To authorize the board of directors to fix the respective directors' remuneration.   | 319,031,048<br>(100.0000%) | 0<br>(0.0000%)           |
| 3. | To re-appoint PricewaterhouseCoopers as auditor and to authorize the board of directors to fix its remuneration.   | 319,031,048<br>(100.0000%) | 0<br>(0.0000%)           |
| 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.       | 319,031,048<br>(100.0000%) | 0<br>(0.0000%)           |
| 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. | 265,018,354<br>(83.0698%)  | 54,012,694<br>(16.9302%) |
| 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.                                     | 265,044,354<br>(83.0779%)  | 53,986,694<br>(16.9221%) |

As at the date of the Annual General Meeting:

- (1) there were a total of 2,568,893,000 Shares in issue, which represented the total number of Shares entitling the Shareholders to attend and vote for or against the Resolutions proposed at the Annual General Meeting;
- (2) none of the Shares entitled the Shareholders to attend and vote only against the Resolutions at the Annual General Meeting; and
- (3) no Shareholder had material interests in the Resolutions proposed and was required to abstain from voting on the Resolutions at the Annual General Meeting.

As more than 50% of the votes were cast in favour of each of the Resolutions numbered 1 to 6 proposed at the Annual General Meeting, each of the Resolutions numbered 1 to 6 was duly passed as an ordinary 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 Annual General Meeting.

By order of the Board  
**Tibet Water Resources Ltd.**  
**Jesper Bjoern MADSEN**

*Chairman and Independent Non-Executive Director*

Hong Kong, 8 June 2018

*As of the date of this announcement, the executive Directors are Mr. WANG Dong (Chief Executive Officer), Mr. YUE Zhiqiang, Mr. LIU Chen, Mr. WONG Hak Kun and Ms. HAN Linyou, the non-executive Director is Ms. JIANG Xiaohong, the independent non-executive Directors are Mr. Jesper Bjoern MADSEN (Chairman), Mr. LEE Conway Kong Wai and Mr. Kevin Cheng WEI.*