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新疆天業節水灌溉股份有限公司
XINJIANG TIANYE WATER SAVING IRRIGATION SYSTEM COMPANY LIMITED*

(a joint stock limited company incorporated in the People's Republic of China)

(Stock Code: 840)

POLL RESULTS OF
(1) ANNUAL GENERAL MEETING;
(2) H SHAREHOLDERS' CLASS MEETING;
(3) DOMESTIC SHAREHOLDERS' CLASS MEETING
ALL HELD ON 28 JUNE 2022;
(4) CHANGE IN MEMBERS OF THE BOARD;
(5) CHANGE IN MEMBERS OF BOARD COMMITTEES;
(6) CHANGE IN MEMBERS OF SUPERVISORY COMMITTEE; AND
(7) AMENDMENTS TO THE ARTICLES OF ASSOCIATION

References are made to the notice of annual general meeting (the “**AGM Notice**”), the notice of the class meeting for holders of H Shares (the “**Notice of H Shareholders' Class Meeting**”) and the circular (the “**Circular**”) of Xinjiang Tianye Water Saving Irrigation System Company Limited* (新疆天業節水灌溉股份有限公司) (the “**Company**”) dated 27 May 2022. Unless otherwise specified, capitalized terms used herein shall have the same respective meaning as those defined in the Circular. The board (the “**Board**”) of directors (the “**Directors**”) of the Company is pleased to announce that all the resolutions (except the Special Resolution No. 2 of the AGM and the Special Resolution No. 1 of the H Shareholders' Class Meeting, the content of which is to approve the grant of the mandate to the board of directors to repurchase the H shares of the Company) set out in the AGM Notice were duly passed, and the Directors attending the AGM (other than Ms. Yang Ling, Mr. Jiang Dayong and Mr. He Xinlin) are Mr. Li He, Ms. Gu Li, Mr. Li Lianjun and Mr. Hung Ee Tek.

Special Resolution No. 1 as set out in the Notice of H Shareholders' Class Meeting was not passed. Accordingly, the Ordinary Resolutions No. 1 to 11 and the Special Resolutions No. 1, 3 and 4 of the AGM have been duly passed. Special Resolution No. 2 was not passed.

(1) POLL RESULT OF AGM

All the resolutions as set out in the AGM Notice were voted by poll and the poll results of the respective resolutions are as follows:

ORDINARY RESOLUTIONS		No. of votes (%)			Total number of votes present and voting				
		FOR	AGAINST	ABSTAIN					
1.	To consider and approve the report of the Directors of the Company for the year ended 31 December 2021;	100.00	0.00	0.00	317,121,560				
2.	To consider and approve the report of the supervisory committee of the Company for the year ended 31 December 2021;	100.00	0.00	0.00	317,121,560				
3.	To consider and approve the audited consolidated financial statements of the Company and its subsidiaries and the auditors' report for the year ended 31 December 2021;	100.00	0.00	0.00	317,121,560				
4.	To consider and approve the resolution for making appropriation to statutory surplus reserve fund for the year ended 31 December 2021;	100.00	0.00	0.00	317,121,560				
5.	To consider, re-elect and elect the following persons as executive Directors with effect from the date of passing of this resolution for a term of three years:	/							
	(a) Mr. Li He;					100.00	0.00	0.00	317,121,560
	(b) Ms. Yang Ling					100.00	0.00	0.00	317,121,560
	(c) Mr. Jiang Dayong					100.00	0.00	0.00	317,121,560
6.	To consider, re-elect and elect the following persons as independent non-executive Directors with effect from the date of passing of this resolution for a term of three years:	/							
	(a) Mr. Li Lianjun;					100.00	0.00	0.00	317,121,560
	(b) Ms. Gu Li;					100.00	0.00	0.00	317,121,560
	(c) Mr. Hung Ee Tek; and					100.00	0.00	0.00	317,121,560
	(d) Mr. He Xinlin.					100.00	0.00	0.00	317,121,560

ORDINARY RESOLUTIONS		No. of votes (%)			Total number of votes present and voting
		FOR	AGAINST	ABSTAIN	
7.	To consider and re-elect the following person as shareholders representative Supervisor with effect from the date of passing of this resolution for a term of three years:	/			
	(a) Mr. Chen Cailai.	100.00	0.00	0.00	317,121,560
8.	To consider and re-elect the following person as external Supervisor with effect from the date of passing of this resolution for a term of three years:	/			
	(a) Mr. Xie Xinghui.	100.00	0.00	0.00	317,121,560
9.	To consider and elect the following person as employee representative Supervisor and chairman of supervisory committee with effect from the date of passing of this resolution for a term of three years:	/			
	(a) Mr. Wang Zhigang.	100.00	0.00	0.00	317,121,560
10.	To authorise the Board of Directors to fix the remuneration of the Directors and the supervisors of the Company for the year 2022	100.00	0.00	0.00	317,121,560
11.	To consider and approve the re-appointment of Pan-China Certified Public Accountants LLP as auditors of the Company and to authorise the Board to fix their remunerations.	100.00	0.00	0.00	317,121,560

SPECIAL RESOLUTIONS		No. of votes (%)			Total number of votes present and voting
		FOR	AGAINST	ABSTAIN	
1.	To approve the proposal on the grant of the Issue Mandate to the Board to issue, allot and deal with the additional Domestic Shares and/or H Shares of the Company under the Special Resolution No. 1 in the AGM Notice.	100.00	0.00	0.00	317,121,560
2.	To approve the proposal on the grant of the Repurchase Mandate to the Board to repurchase H Shares of the Company under the Special Resolution No. 2 in the AGM Notice.	100.00	0.00	0.00	317,121,560
3.	To approve the proposal on the extension of the General Mandate granted to the Board to issue new shares of the Company under Special Resolution No. 3 in the AGM Notice.	100.00	0.00	0.00	317,121,560
4.	To approve the proposal in relation to the amendments to the Articles of Association of the Company and authorize the Board of the Company to handle the relevant filing and amendment (if necessary) procedures and other related matters arising from the amendments to Articles of Association of the Company on behalf of the Company.	100.00	0.00	0.00	317,121,560

As at the date of the AGM, there were 519,521,560 Shares in issue (comprising 202,400,000 H Shares and 317,121,560 Domestic Shares), which was the total number of Shares entitling the holders to attend and vote for or against the resolutions at the AGM. There were no restrictions on the Shareholders to cast votes on any of the resolutions at the AGM and no Shares entitling the Shareholders to attend and vote only against any of the proposed resolutions at the AGM. In addition, no Shareholder who holds 5% or more of the Shares with voting rights had put forward any proposal at the AGM. The Shareholders and authorized proxies holding an aggregate of 317,121,560 Shares, representing approximately 61.041% of the total number of issued Shares of the Company, were present and voting at the AGM.

As the ordinary resolutions numbered 1 to 11 were passed by more than a simple majority, these resolutions were duly passed as ordinary resolutions. As the special resolutions numbered 1 to 4 (except for Special Resolution No. 2 of the AGM) were passed by more than two-thirds majority, such resolutions were duly passed as special resolutions.

The Special Resolution No. 2 of the AGM was not passed, as the content was to approve the relevant special resolution of the H Shareholders' Class Meeting in relation to the grant of the mandate to the Board of Directors to repurchase the H Shares of the Company (i.e. the Special Resolution No. 1 of the H Shareholders' Class Meeting) was not passed. For details, please refer to the voting results of the H Shareholders' Class Meeting as set out in this announcement.

No shareholder is required to abstain from voting in respect of any resolution proposed for approval at the AGM.

(2) POLL RESULT OF H SHAREHOLDERS' CLASS MEETING

The special resolution as set out in the Notice of H Shareholders' Class Meeting was voted by poll and the poll result of the resolution is as follows:

SPECIAL RESOLUTION		No. of votes (%)			Total number of votes present and voting
		FOR	AGAINST	ABSTAIN	
1.	To approve the proposal on the grant of the Repurchase Mandate to the Board to repurchase H Shares of the Company under the Special Resolution No. 1 in the Notice of H Shareholders' Class Meeting.	0	0	0	0

As at the date of the H Shareholders' Class Meeting, there were 202,400,000 H Shares in issue, which was the total number of H Shares entitling the holders to attend and vote for or against the resolution at the H Shareholders' Class Meeting. There were no H Shares entitling its holders to attend and vote only against the proposed resolution at the H Shareholders' Class Meeting according to Rule 13.40 of the Listing Rules. The holders of H Shares and authorized proxies holding an aggregate of 0 Shares, representing approximately 0% of the total number of issued H Shares, were present and voting at the H Shares Class Meeting.

As the above resolution was not passed by more than two-thirds majority, the resolution was not passed as a special resolution.

No holder of H Shares was required to abstain from voting in respect of the resolution proposed for approval at the H Shareholders' Class Meeting.

(3) POLL RESULT OF DOMESTIC SHAREHOLDERS' CLASS MEETING

The special resolution as submitted at the class meeting for holders of Domestic Shares (the “**Domestic Shareholders’ Class Meeting**”) of the Company was voted by poll and the poll result of the resolution is as follows:

SPECIAL RESOLUTION		No. of votes (%)			Total number of votes present and voting
		FOR	AGAINST	ABSTAIN	
1.	To approve the proposal on the grant of the Repurchase Mandate to the Board to repurchase Domestic Shares of the Company under the Special Resolution No.1 in the Notice of Domestic Shareholders’ Class Meeting.	100.00	0.00	0.00	317,121,560

As at the date of the Domestic Shareholders’ Class Meeting, there were 317,121,560 Domestic Shares in issue, which was the total number of Domestic Shares entitling its holders to attend and vote for or against the resolution at the Domestic Shareholders’ Class Meeting. There were no Domestic Shares entitling its holders to attend and vote only against the proposed resolution at the Domestic Shareholders’ Class Meeting according to Rule 13.40 of the Listing Rules. The holders of Domestic Shares and authorized proxies holding an aggregate of 317,121,560 Shares, representing approximately 100% of the total number of issued Domestic Shares, were present and voting at the Domestic Shareholders’ Class Meeting.

As the above resolution was passed by more than two-thirds majority, the resolution was duly passed as a special resolution.

No holder of Domestic Shares was required to abstain from voting in respect of the resolution proposed for approval at the Domestic Shareholders’ Class Meeting.

Pan-China Certified Public Accountants LLP, the auditor of the Company, was appointed as the scrutineer for the vote-taking of the poll at the AGM, the H Shareholders’ Class Meeting and the Domestic Shareholders’ Class Meeting.

(4) CHANGE IN MEMBERS OF THE BOARD

Retirement of Directors

As stated in the Circular, in accordance with the provisions of the Articles of Association, Mr. Huang Dong, Mr. Tan Xinmin and Mr. Yin Feihu will retire by rotation at the forthcoming AGM effect from the date hereof, all of them will not seek for re-election.

Each of Mr. Huang Dong, Mr. Tan Xinmin, and Mr. Yin Feihu has confirmed to the Company that there is no disagreement between him and the Board, nor are there other matters relating to his resignation of the aforesaid positions that need to be brought to the attention of the Shareholders.

Appointment of Directors

At the same time, Mr. Li He, being eligible for re-election, will offer himself for re-election as executive Director and act as Chairman. Ms. Yang Ling and Mr. Jiang Dayong were officially appointed as executive Directors. Mr. Li Lianjun, Ms. Gu Li and Mr. Hung Ee Tek, being eligible for re-election, will offer themselves for re-election as independent non-executive Directors, and Mr. He Xinlin was officially appointed as independent non-executive Director. For their information, please refer to the Circular.

(5) CHANGE IN MEMBERS OF BOARD COMMITTEES

Change in Members of Nomination Committee

Mr. Yin Feihu will resign from his position as the chairman of the nomination committee of the Company after retiring as an independent non-executive Director of the Company, and Mr. He Xinlin was appointed as the chairman of the nomination committee of the Company, both with effect from the date hereof.

Change in Members of Remuneration Committee

Mr. Yin Feihu and Mr. Huang Dong will resign their positions as the chairman and member of the remuneration committee of the Company respectively after retiring as independent non-executive Director of the Company and executive Director of the Company, and Mr. He Xinlin and Ms. Yang Ling were appointed as the chairman and member of the remuneration committee of the Company respectively. The changes above-mentioned took effect from the date hereof.

(6) CHANGE IN MEMBERS OF SUPERVISORY COMMITTEE

Retirement of Supervisor

As stated in the Circular, in accordance with the provisions of the Articles of Association, Ms. Chen Jun, Supervisor of the Company, will retire by rotation at the forthcoming AGM. She will not seek for re-election and will retire from her office as the chairman of the supervisory committee of the Company with effect from the date hereof.

Ms. Chen Jun has confirmed to the Company that there is no disagreement between her and the supervisory committee of the Company nor are there other matters relating to her resignation of the aforesaid positions that need to be brought to the attention of the Shareholders.

Appointment of Supervisors

Meanwhile, Mr. Chen Cailai, being eligible for re-election, will offer himself for re-election as shareholder representative Supervisor. Mr. Xie Xinghui, being eligible for re-election, will offer himself for re-election as external Supervisor. Mr. Wang Zhigang was officially elected as an employee representative Supervisor through democratic election at the employees' election meeting, and will serve as the chairman of the supervisory committee of the Company. For their information, please refer to the Circular.

(7) AMENDMENTS TO THE ARTICLES OF ASSOCIATION

The Board hereby announces that the special resolution on the amendments to the Articles of Association has been approved at the AGM. Details of the amendments are set out in the Circular.

For the full text of the amended Articles of Association, please refer to the websites of the Stock Exchange (<http://www.hkexnews.hk>) and the Company (<http://www.xj-tianye.com/qyjj.jhtml>). Shareholders should be aware that the English version of the Articles of Association is a translation from the Chinese version. In the case of any discrepancy between the two versions, the Chinese version shall prevail.

By Order of the Board
Xinjiang Tianye Water Saving Irrigation System Company Limited*
Li He
Chairman

Xinjiang, PRC, 28 June 2022

As at the date of this announcement, the Board comprises three executive Directors, namely Mr. Li He (Chairman), Ms. Yang Ling and Mr. Jiang Dayong, and four independent non-executive Directors, namely Mr. Li Lianjun, Ms. Gu Li, Mr. Hung Ee Tek and Mr. He Xinlin.

* *For identification purpose only*