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新疆天业节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)

SUPPLEMENTAL ANNOUNCEMENT ON THE ANNUAL GENERAL MEETING AND H SHAREHOLDERS' CLASS MEETING

Reference is made to the announcement (the “**Announcement**”) of Xinjiang Tianye Water Saving Irrigation System Company Limited* (the “**Company**”) dated 29 April 2024 in relation to the proposed amendments to the Articles of Association and the circular (the “**Circular**”) dated 30 April 2024 in relation to, among other things, the proposed amendments to the Articles of Association. Unless otherwise specified, the capitalised terms used in this announcement shall have the same meanings as defined the Circular.

FURTHER INFORMATION ON THE PROPOSED AMENDMENTS TO THE ARTICLES OF ASSOCIATION

The Board hereby provides further information on the comparison table of the amendments to the Articles of Association annexed to the Announcement and the section headed “4. Proposed Amendments to the Articles of Association” as set out in the Letter from the Board of the Circular. For the proposed amendments to the Articles of Association, (i) the proposed amendments to article 1.01, article 1.06, article 8.06 and Chapter 9 (articles 9.01 to 9.08) are made in accordance with the Trial Measures and related guidelines; (ii) the proposed amendments to article 6.03, article 21.01 and article 21.03 are made in accordance with the latest regulatory requirements of the Stock Exchange in relation to the expansion of paperless listing regime and the dissemination of corporate communication by electronic means by listed issuers; (iii) the proposed amendments to article 7.02, article 8.02, article 8.05, article 8.07, article 8.24, article 8.25, article 8.27, article 8.28 and article 11.03 are made in accordance with the latest amendments to the Company Law in relation to the reclassification of authorities and power of Shareholders, general meetings and the Board; (iv) the proposed amendments to

articles 11.13 to 11.20 are made in accordance with the Management Measures for Independent Directors of Listed Companies (《上市公司獨立董事管理辦法》), which add contents relating to the audit committee, the nomination committee and the remuneration committee of the Company; and (v) the proposed amendments to article 1.04, article 8.10, article 8.14, article 8.19, article 15.01, article 16.05, article 16.06 and article 21.08 are made in accordance with the internal management needs of the Company.

The Board is of the view that given Domestic Shares and H Shares are already treated as the same class of ordinary share under the prevailing laws of the PRC, the substantive rights attached to such two types of shares (including voting rights, dividends and distribution of assets upon liquidation) are the same, and thus the deletion of the requirements of shareholders' class meeting in the Articles of Association would not compromise the protection of H Shareholders of the Company nor impose material impact on the protection measures for Shareholders.

Besides, reference is made to the comparison table of amendments to the Articles of Association annexed to the Announcement and the proposed amendments to the Articles of Association set out in the section headed "4. Proposed Amendments to the Articles of Association" in the Letter from the Board of the Circular, where the original proposed amendments to article 8.06 of the Articles of Association (both Chinese and English versions) were to delete the entire said article (the "**Original Amendment**"). Due to inadvertent clerical errors, the Company would like to clarify that article 8.06 of the Articles of Association should be retained, and the following proposed amendments shall be made to supersede the Original Amendment:

1. The proposed amendments to article 8.06 of the Chinese version of the Articles of Association shall be as follows (with relevant amendments shown in bold for reference):

「第8.06條 公司召開股東會議，應當於會議召開二十日(不含該股東大會當日)前發出書面通知，召開**臨時股東會議**，應當於會議召開15日前(不含會議日)發出書面通知，並將會議擬審議的事項以及開會日期和地點告知所有該類別股份的在冊股東。擬出席會議的股東，應當於會議召開10日前，將出席會議的書面回覆送達公司。」

The entire article 8.06 of the English version of the Articles of Association shall be retained and no amendment shall be made thereto.

The Company has respectively obtained letters from its legal advisers as to Hong Kong laws and PRC laws confirming that the above proposed amendments and other proposed amendments to the Articles of Association as set out in the section headed "4. Proposed Amendments to the Articles of Association" in the Letter from the Board of the Circular conform with the requirements of the Listing Rules (where applicable) and the PRC laws. In addition, the Board confirms that there should be nothing unusual about the foregoing proposed amendments for a company listed in Hong Kong.

The notice of the AGM (the “**Original AGM Notice**”) and the form of proxy for use at the AGM (the “**Original AGM Proxy Form**”) have been despatched to the Shareholders. The amended notice of the AGM (the “**Amended Notice**”) and the amended form of proxy for use at the AGM (the “**Amended Proxy Form**”) will be despatched to the Shareholders as soon as practicable. The resolutions set out in the Amended Notice and the Amended Proxy Form shall prevail in case of inconsistency with those stated in the Original AGM Notice and the Original AGM Proxy Form.

ADDITIONAL RESOLUTION AT THE SHAREHOLDERS’ CLASS MEETING

Pursuant to article 9.03 of Chapter 9 of the prevailing Articles of Association (Special Procedures for Resolution on Class Shareholders), if the Company intends to change or abolish the rights of classified shareholders (including the amendments or abolishment of the clauses as stipulated in Chapter 9), it shall be approved at the general meeting by way of special resolution and approved at the general meeting convened in accordance with articles 9.04 to 9.08 of the Articles of Association by the influenced classified shareholders. As such, the Board announces that the proposed amendments to the Articles of Association as set out in the section headed “4. Proposed Amendments to the Articles of Association” in the Letter from the Board of the Circular will be separately proposed to the Domestic Shareholders’ Class Meeting and the H Shareholders’ Class Meeting as a special resolution for the approval of the amendments to the Articles of Association. Please refer to the Circular and this supplemental announcement for details of the proposed amendments to the Articles of Association.

The notice of the H Shareholders’ Class Meeting (the “**Original H Shareholders’ Class Meeting Notice**”) and the form of proxy for use at the H Shareholders’ Class Meeting (the “**Original H Shareholders’ Class Meeting Proxy Form**”) have been despatched to Shareholders. The supplemental notice of the H Shareholders’ Class Meeting (the “**Supplemental Notice**”) and the supplemental form of proxy for use at the H Shareholders’ Class Meeting (the “**Supplemental Proxy Form**”) will be despatched to Shareholders as soon as practicable. The Supplemental Notice and the Supplemental Proxy Form shall be read together with the Original H Shareholders’ Class Meeting Notice and the Original H Shareholders’ Class Meeting Proxy Form respectively.

Apart from the above, all other information stated in the Circular, the Announcement, the Original H Shareholders' Class Meeting Notice, the Original H Shareholders' Class Meeting Proxy Form and the reply slips of the AGM and the H Shareholders' Class Meeting remain unchanged. This supplemental announcement supplements the Circular and shall be read together with it.

By Order of the Board
Xinjiang Tianye Water Saving Irrigation System Company Limited*
Zhou Gang
Chairman

Xinjiang, the PRC, 20 May 2024

As at the date of this announcement, the Board comprises three executive Directors, namely Mr. Zhou Gang (Chairman), Mr. Han Gen 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*