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**GUANGDONG INVESTMENT LIMITED**  
**( 粵 海 投 資 有 限 公 司 )**  
*(Incorporated in Hong Kong with limited liability)*  
**(Stock Code: 00270)**

**CONTINUING CONNECTED TRANSACTIONS**  
**THE YUEHAI WATER PROCUREMENT FRAMEWORK AGREEMENT**

On 10 November 2023, the Company and Guangdong Yuehai Water (being a wholly-owned subsidiary of Guangdong Holdings) entered into the Yuehai Water Procurement Framework Agreement, pursuant to which the Group may from time to time purchase (including purchases through online platforms owned or operated by the Guangdong Holdings Group) various types of Products (including but not limited to water purification products, office supplies, daily necessities, electrical appliances and furniture, food and beverages, and digital products) from the Guangdong Holdings Group for a term of three years commencing on 10 November 2023 to 9 November 2026.

In addition, on 24 February 2023, Guangdong Water (being a direct wholly-owned subsidiary of the Company), Yue Gang Water Supply (being an indirect non-wholly owned subsidiary of the Company) and Guangdong Water Technology (being a subsidiary of Guangdong Holdings) entered into the Water Technology Procurement Framework Agreement, pursuant to which the Group may from time to time purchase (including purchases through online platforms owned or operated by Guangdong Water Technology) various types of Products from Guangdong Water Technology.

**LISTING RULES IMPLICATIONS**

Guangdong Holdings is the ultimate controlling shareholder of the Company and, therefore, is a connected person of the Company. Guangdong Yuehai Water and Guangdong Water Technology (both being subsidiaries of Guangdong Holdings) are associates of Guangdong Holdings and therefore also are connected persons of the Company. Accordingly, the entering into of the Procurement Framework Agreements and the transactions contemplated thereunder constitute continuing connected transactions of the Company under Chapter 14A of the Listing Rules.

On a standalone basis, as all of the applicable percentage ratios in respect of the Water Technology Annual Cap set for the Water Technology Procurement Framework Agreement calculated pursuant to the Listing Rules as at the date of the Water Technology Procurement Framework Agreement are less than 0.1%, it is fully exempt from the annual review, announcement and independent shareholders' approval requirements under the Listing Rules.

On a standalone basis, as one or more of the applicable percentage ratios in respect of the Yuehai Water Annual Caps set for the transactions contemplated under the Yuehai Water Procurement Framework Agreement exceed 0.1% but all of them are less than 5%, the Yuehai Water Procurement Framework Agreement and the transactions contemplated thereunder are therefore subject to the reporting, annual review and announcement requirements under the Listing Rules, but are exempt from the independent shareholders' approval and circular requirements under the Listing Rules.

On the basis that both of the Water Technology Procurement Framework Agreement and the Yuehai Water Procurement Framework Agreement are related to the purchase of Products by the Group from the Guangdong Holdings Group and are entered into within a 12-month period, the Procurement Framework Agreements have been aggregated pursuant to the Listing Rules. As the highest applicable percentage ratio in respect of the annual caps (on an aggregated basis) set for the Procurement Framework Agreements calculated pursuant to the Listing Rules is more than 0.1% but all of the applicable percentage ratios are less than 5%, the Procurement Framework Agreements are therefore subject to the annual review and announcement requirements under the Listing Rules, but are exempt from the independent shareholders' approval requirement under the Listing Rules.

## **THE YUEHAI WATER PROCUREMENT FRAMEWORK AGREEMENT**

On 10 November 2023, the Company and Guangdong Yuehai Water (being a wholly-owned subsidiary of Guangdong Holdings) entered into the Yuehai Water Procurement Framework Agreement, pursuant to which the Group may from time to time purchase (including purchases through online platforms owned or operated by the Guangdong Holdings Group) various types of Products (including but not limited to water purification products, office supplies, daily necessities, electrical appliances and furniture, food and beverages, and digital products) from the Guangdong Holdings Group for a term of three years commencing on 10 November 2023 to 9 November 2026. For the purposes of the Yuehai Water Procurement Framework Agreement, Guangdong Holdings Group comprises (i) Guangdong Yuehai Water, Guangdong Holdings and their respective associate(s) (but excluding the members of the Group); and (ii) the connected subsidiary(ies) of the Company.

A summary of the salient terms of the Yuehai Water Procurement Framework Agreement is set out below:

<b>Date:</b>	10 November 2023
<b>Parties:</b>	(1) the Company (2) Guangdong Yuehai Water
<b>Term:</b>	Three years commencing on 10 November 2023 to 9 November 2026 (both days inclusive)
<b>Procurement of Products:</b>	The Group may from time to time purchase (including purchases through online platforms owned or operated by the Guangdong Holdings Group) various types of Products from the Guangdong Holdings Group.

The transactions to be conducted under the Yuehai Water Procurement Framework Agreement will be negotiated on an arm's length basis by the relevant parties and carried out in the ordinary and usual course of business of the Group on normal commercial terms (or better). The terms and conditions (including price and payment terms) of such transactions shall be no less favorable than the terms and conditions on which the Group purchases comparable Products from an Independent Third Party, as if the Group were transacting with an Independent Third Party.

The member(s) of the Group and the member(s) of the Guangdong Holdings Group shall enter into Specific Agreements (for the purchase of the Products) which will set out the specific terms (such as the price and quantity of the Products) for the relevant transactions contemplated under the Yuehai Water Procurement Framework Agreement. The transactions under the Specific Agreements shall be consistent with the principles and terms of the Yuehai Water Procurement Framework Agreement and be in compliance with the Listing Rules. If there is any discrepancy between the terms of a transaction under a Specific Agreement and the Yuehai Water Procurement Framework Agreement, the latter shall prevail.

Each of the Company and Guangdong Yuehai Water shall procure the members of the Group or the Guangdong Holdings Group (as the case may be) to comply with the principles of the Yuehai Water Procurement Framework Agreement when conducting the transactions contemplated under the Yuehai Water Procurement Framework Agreement.

For the avoidance of doubt, the Yuehai Water Procurement Framework Agreement is non-exclusive in nature, and the Group is not obliged to purchase the Products from the Guangdong Holdings Group.

**Pricing policy and payment terms:**

Pursuant to the Yuehai Water Procurement Framework Agreement, the prices of the Products shall be determined through arm's length negotiations between the relevant parties with reference to the prevailing market prices of such Products and on normal commercial terms and conditions.

To ensure that the prices of the Products to be purchased by the Group are fair and reasonable, on normal commercial terms and conditions, and no less favourable than those offered by Independent Third Parties, such prices shall not be higher than those offered by Independent Third Parties to the Group (the relevant member(s) of the Group will search for or obtain at least two quotations for similar Products on comparable terms from Independent Third Parties for comparison) and those being offered to Independent Third Parties by the Guangdong Holdings Group.

The actual settlement amount, settlement method and payment terms for each transaction contemplated under the Yuehai Water Procurement Framework Agreement shall be set out in the relevant Specific Agreement for the relevant transaction. Such payment terms shall, in respect of the Group, be no less favourable than the market terms available from Independent Third Parties for comparable Products. If the purchase of the relevant Products is conducted through an online platform, the Group shall pay the Guangdong Holdings Group through online payment or bank transfer before delivery of the relevant Products by the Guangdong Holdings Group.

## THE YUEHAI WATER ANNUAL CAPS AND BASIS OF DETERMINATION

### *Historical transaction amounts*

The table below summarises the historical amount of the consideration paid by the Group to the Guangdong Holdings Group in relation to the purchase of the Products during the year ended 31 December 2022 and the ten months ended 31 October 2023 (the “**Historical Transaction(s)**”).

	<b>For the year ended 31 December 2022</b> <i>(RMB, tax inclusive)</i>	<b>For the ten months ended 31 October 2023</b> <i>(RMB, tax inclusive)</i>
<b>Actual amount of consideration paid for the Historical Transactions</b>	1,074	17,960,541.9

### *The Yuehai Water Annual Caps and basis of determination*

The proposed annual caps set for the transactions contemplated under the Yuehai Water Procurement Framework Agreement (the “**Yuehai Water Annual Caps**”) are as follows:

	<b>For the period from 10 November 2023 to 31 December 2023</b> <i>(RMB, tax inclusive)</i>	<b>For the year ending 31 December 2024</b> <i>(RMB, tax inclusive)</i>	<b>For the year ending 31 December 2025</b> <i>(RMB, tax inclusive)</i>	<b>For the period from 1 January 2026 to 9 November 2026</b> <i>(RMB, tax inclusive)</i>
<b>Yuehai Water Annual Caps</b>	10,000,000	50,000,000	50,000,000	40,000,000

In determining the Yuehai Water Annual Caps for the transactions contemplated under the Yuehai Water Procurement Framework Agreement, the Company has taken into account the following factors:

- (1) the historical transaction amounts of the Historical Transactions;
- (2) the estimated demand of the Group for the Products during the term of the Yuehai Water Procurement Framework Agreement based on (i) the estimated demand of water purification products (which will be utilised by the Group in its water resources projects) and the increasing trend of such demand as the Group continues to expand its capacity in water resources projects; (ii) the estimated demand of various types of consumer products such as office supplies, daily necessities,

electrical appliances and furniture, food and beverages, and digital products which will either (a) be consumed by the Group itself (e.g. office supplies to be used across its various offices and various consumer products as welfare benefits to its employees (such as food and beverages, distribution of items such as electrical appliances and digital products as festive gifts)); or (b) for subsequent sale to its customers through the department stores and hotels operated by the Group. The purchase of the Products by the Group will include purchases through online platforms owned or operated by the Guangdong Holdings Group (such as the “GuangDong Water Selected\* (粵海水務優選)” online platform operated by Guangdong Water Technology, a wholly-owned subsidiary of Guangdong Yuehai Water, further details of which are disclosed in the section headed “Information on Guangdong Holdings, Guangdong Yuehai Water and Guangdong Water Technology” in this announcement);

- (3) the current prices of the Products and the estimated increase of prices of the Products in the future; and
- (4) a reasonable buffer to allow for a potential increase in demand for the Products in the future.

## **THE WATER TECHNOLOGY PROCUREMENT FRAMEWORK AGREEMENT**

On 24 February 2023, Guangdong Water (being a direct wholly-owned subsidiary of the Company), Yue Gang Water Supply (being an indirect non-wholly owned subsidiary of the Company) and Guangdong Water Technology (being a subsidiary of Guangdong Holdings) entered into the Water Technology Procurement Framework Agreement, pursuant to which the Group may from time to time purchase (including purchases through online platforms owned or operated by Guangdong Water Technology) various types of Products from Guangdong Water Technology.

On a standalone basis, the Water Technology Procurement Framework Agreement is fully exempt from the annual review, announcement and independent shareholders’ approval requirements under the Listing Rules.

A summary of the salient terms of the Water Technology Procurement Framework Agreement is set out below:

<b>Date:</b>	24 February 2023
<b>Parties:</b>	(1) Guangdong Water (2) Yue Gang Water Supply (3) Guangdong Water Technology
<b>Term:</b>	From 24 February 2023 to 31 December 2023 (both days inclusive)
<b>Procurement of Products:</b>	The Group may from time to time purchase (including purchases through online platforms owned or operated by the Guangdong Water Technology) various types of Products from Guangdong Water Technology.

The transactions to be conducted under the Water Technology Procurement Framework Agreement will be negotiated on an

arm's length basis by the relevant parties and carried out in the ordinary and usual course of business of the Group on normal commercial terms. The terms and conditions (including price and payment terms) of such transactions shall be no less favorable than the terms and conditions on which the Group purchases comparable Products from an Independent Third Party, as if the Group were transacting with an Independent Third Party.

The member(s) of the Group and Guangdong Water Technology shall enter into specific agreements (for the purchase of the Products) which will set out the specific terms (such as the price and quantity of the Products) for the relevant transactions contemplated under the Water Technology Procurement Framework Agreement. The transactions under the specific agreements shall be consistent with the principles and terms of the Water Technology Procurement Framework Agreement. If there is any discrepancy between the terms of a transaction under a specific agreement and the Water Technology Procurement Framework Agreement, the latter shall prevail.

For the avoidance of doubt, the Water Technology Procurement Framework Agreement is non-exclusive in nature, and the Group is not obliged to purchase the Products from Guangdong Water Technology.

**Pricing policy and payment terms:**

Pursuant to the Water Technology Procurement Framework Agreement, the prices of the Products shall be determined through arm's length negotiations between the relevant parties and on normal commercial terms and conditions.

To ensure that the prices of the Products to be purchased by the Group are fair and reasonable, on normal commercial terms and conditions, and no less favourable than those offered by Independent Third Parties, such prices shall not be higher than those offered by Independent Third Parties to the Group. The relevant member(s) of the Group will obtain at least two quotations for similar Products on comparable terms from Independent Third Parties for comparison.

The actual settlement method and payment terms for each transaction contemplated under the Water Technology Procurement Framework Agreement shall be set out in the relevant specific agreement for the relevant transaction. If the purchase of the relevant Products is conducted through an online platform, the Group shall pay Guangdong Water Technology through online payment or bank transfer before delivery of the relevant Products by Guangdong Water Technology.

## **The Water Technology Annual Cap and basis of determination**

Prior to the entering into of the Water Technology Procurement Framework Agreement, the historical transaction amounts for the year ended 31 December 2022 and for the period from 1 January 2023 to 23 February 2023 were nil and RMB1,353,858, respectively.

The annual cap for the transactions contemplated under the Water Technology Procurement Framework Agreement has been set as RMB20,000,000 for the period from 24 February 2023 to 31 December 2023 (the “**Water Technology Annual Cap**”). The Water Technology Annual Cap has been determined after having considered: (i) the estimated demand of the Group for the Products during the term of the Water Technology Procurement Framework Agreement; (ii) the then current prices of the Products and the estimated increase of prices of the Products in the future; and (iii) a reasonable buffer to allow for a potential increase in demand for the Products in the future.

## **INTERNAL CONTROL MEASURES**

The pricing policy for the continuing connected transactions of the Group will be supervised and monitored by the relevant personnel and management of the Group to ensure that the relevant continuing connected transactions will be conducted on normal commercial terms and will not be prejudicial to the interests of the Company and its shareholders as a whole.

Before entering into any specific agreement as contemplated under the Procurement Framework Agreements, the relevant personnel and management of the Group will review and assess the terms of the relevant specific agreements to ensure they are consistent with the principles and terms set out in the Procurement Framework Agreements. In addition, regular checks will be conducted to review and assess whether the relevant continuing connected transactions are conducted in accordance with the terms of the related specific agreements and the price charged for a specific transaction is fair and reasonable and in accordance with the abovementioned pricing policy. Furthermore, the relevant staff of the Group will closely monitor the price charged for each specific transaction and the relevant annual caps of the Procurement Framework Agreements by preparing review reports containing details such as the latest utilisation rate of the relevant annual caps and the updated list of relevant continuing connected transactions on a monthly basis. In the event that the utilisation rate of the relevant annual cap reaches 80%, the Board will be informed so that it can consider if the relevant annual cap shall be revised and, if so, the Company will further comply with relevant requirements under the Listing Rules.

The Company will conduct an annual review of the above internal control measures and report the review results to the Board. The independent non-executive Directors and the independent auditor of the Company will also conduct an annual review on the terms of the relevant transactions and the annual caps thereof and the Board will oversee the Company’s internal control measures in relation to the Procurement Framework Agreements on an ongoing basis.

In light of the above, the Directors consider that the internal control mechanism has been and will be effective to ensure that the transactions contemplated under the Procurement Framework Agreements will be conducted on normal commercial terms and not prejudicial to the interests of the Company and its shareholders as a whole.

## **REASONS FOR AND BENEFITS OF ENTERING INTO THE PROCUREMENT FRAMEWORK AGREEMENTS**

The Group is principally engaged in investment holding, water resources, property investment and development, department store operation, hotel ownership, operation and management, investments in energy projects and road and bridge operation. The entering into of the Procurement Framework Agreements is for the conduct of transactions in the ordinary and usual course of business of the Group and will enable the Group to have an additional and reliable sources of supply of the Products either for self-consumption (e.g. water purification products to be utilised in the Group's water resources projects, office supplies and various consumer products as welfare benefits to its employees) or subsequent sales to its customers through the department stores and hotels operated by the Group.

The Procurement Framework Agreements set out the principles for regulating the individual transactions in relation to the purchase of Products by the Group from Guangdong Holdings Group so as to ensure the fairness and reasonableness of such transactions. In addition, under the Procurement Framework Agreements, the Group is not required to exclusively procure the Products from the Guangdong Holdings Group. The Board is of the view that the Group will retain the flexibility and discretion in selecting the Guangdong Holdings Group or other independent suppliers based on arm's length negotiation after taking into account the commercial terms offered to the Group.

In light of the above, the Directors (including the independent non-executive Directors) consider that the terms of the Procurement Framework Agreements, the transactions contemplated thereunder and the annual caps of the Water Technology Procurement Framework Agreement and Yuehai Water Procurement Framework Agreement are fair and reasonable, entered into on normal commercial terms or better, in the ordinary and usual course of business of the Group, and are in the interests of the Company and its shareholders as a whole.

## **INFORMATION ON THE GROUP**

The Company is incorporated in Hong Kong with limited liability and is principally engaged in investment holding. The Group is principally engaged in investment holding, water resources, property investment and development, department store operation, hotel ownership, operation and management, investments in energy projects and road and bridge operation. The ultimate controlling shareholder of the Company is Guangdong Holdings.

Guangdong Water is a direct wholly-owned subsidiary of the Company incorporated in Hong Kong and is principally engaged in investment holdings. The ultimate controlling shareholder of Guangdong Water is Guangdong Holdings.

Yue Gang Water Supply is an indirect non-wholly owned subsidiary of the Company established in the PRC and is principally engaged in the operation and management of Dongshen Water Supply Project of the Group. The ultimate controlling shareholder of Yue Gang Water Supply is Guangdong Holdings.



## **INFORMATION ON GUANGDONG HOLDINGS, GUANGDONG YUEHAI WATER AND GUANGDONG WATER TECHNOLOGY**

Guangdong Holdings is the ultimate controlling shareholder of the Company and is principally engaged in investment holding. Guangdong Holdings and its subsidiaries' business activities include public utilities and infrastructure, manufacturing, real estate, hotel, property management, retail and wholesale, finance, etc. Guangdong Holdings is held as to 90% by the Guangdong Government and as to 10% by the Guangdong Finance Department, respectively while the State-owned Assets Supervision and Administration Commission of the Guangdong Government has been performing ownership and control functions in respect of Guangdong Holdings with the authorisation of the Guangdong Government.

Guangdong Yuehai Water is a limited liability company established in the PRC and is principally engaged in investment in and operation of water resources projects in the PRC. It is a wholly-owned subsidiary of Guangdong Holdings.

Guangdong Water Technology is a limited liability company established in the PRC and is principally engaged in, among others, the operation of an online shopping platform, namely, "Guangdong Water Selected\* (粵海水務優選)" which sells water purification products, office supplies, security equipment, daily necessities, fresh fruits and food, etc. It is a wholly-owned subsidiary of Guangdong Yuehai Water and its ultimate controlling shareholder is Guangdong Holdings.

### **LISTING RULES IMPLICATIONS**

Guangdong Holdings is the ultimate controlling shareholder of the Company and, therefore, is a connected person of the Company. Guangdong Yuehai Water and Guangdong Water Technology (both being subsidiaries of Guangdong Holdings) are associates of Guangdong Holdings and therefore also are connected persons of the Company. Accordingly, the entering into of the Procurement Framework Agreements and the transactions contemplated thereunder constitute continuing connected transactions of the Company under Chapter 14A of the Listing Rules.

On a standalone basis, as all of the applicable percentage ratios in respect of the Water Technology Annual Cap set for the Water Technology Procurement Framework Agreement calculated pursuant to the Listing Rules as at the date of the Water Technology Procurement Framework Agreement are less than 0.1%, it is fully exempt from the annual review, announcement and independent shareholders' approval requirements under the Listing Rules.

On a standalone basis, as one or more of the applicable percentage ratios in respect of the Yuehai Water Annual Caps set for the transactions contemplated under the Yuehai Water Procurement Framework Agreement exceed 0.1% but all of them are less than 5%, the Yuehai Water Procurement Framework Agreement and the transactions contemplated thereunder are therefore subject to the reporting, annual review and announcement requirements under the Listing Rules, but are exempt from the independent shareholders' approval and circular requirements under the Listing Rules.

On the basis that both of the Water Technology Procurement Framework Agreement and the Yuehai Water Procurement Framework Agreement are related to the purchase of Products by the Group from the Guangdong Holdings Group and are entered into within

a 12-month period, the Procurement Framework Agreements have been aggregated pursuant to the Listing Rules. As the highest applicable percentage ratio in respect of the annual caps (on an aggregated basis) set for the Procurement Framework Agreements calculated pursuant to the Listing Rules is more than 0.1% but all of the applicable percentage ratios are less than 5%, the Procurement Framework Agreements are therefore subject to the annual review and announcement requirements under the Listing Rules, but are exempt from the independent shareholders' approval requirement under the Listing Rules.

Ms. BAI Tao and Mr. CAI Yong, being the Directors, are also directors of Guangdong Holdings. As such, Ms. BAI, who was present at the relevant Board meeting, was not counted towards the quorum and abstained from voting on the relevant Board resolutions to approve the Yuehai Water Procurement Framework Agreement, the transactions contemplated thereunder and the Yuehai Water Annual Caps. Mr. CAI Yong was absent from the relevant Board meeting. Save as disclosed, to the best knowledge, information and belief of the Directors, and having made all reasonable enquiries, no other Directors had any material interest in the Yuehai Water Procurement Framework Agreement and the transactions contemplated thereunder and is required to abstain from voting on the relevant Board resolutions.

## DEFINITIONS

In this announcement, the following expressions shall have the following meanings unless the context requires otherwise:

“associate(s)”	has the meaning ascribed to it under the Listing Rules;
“Board”	the board of Directors;
“Company”	Guangdong Investment Limited (粵海投資有限公司), a company incorporated in Hong Kong with limited liability and the shares of which are listed on the Main Board of the Stock Exchange;
“connected person(s)”	has the meaning ascribed to it under the Listing Rules;
“controlling shareholder(s)”	has the meaning ascribed to it under the Listing Rules;
“Director(s)”	the director(s) of the Company;
“Group”	the Company and its subsidiaries;
“Guangdong Finance Department”	廣東省財政廳 (The Department of Finance of Guangdong Province*);
“Guangdong Government”	中國廣東省人民政府 (the People's Government of Guangdong Province of the PRC);
“Guangdong Holdings”	廣東粵海控股集團有限公司 (Guangdong Holdings Limited*), a company established in the PRC with limited liability and the ultimate controlling shareholder of the Company;

“Guangdong Holdings Group”	for the purposes of the Yuehai Water Procurement Framework Agreement, comprises (i) Guangdong Yuehai Water, Guangdong Holdings and their respective associate(s) (but excluding the members of the Group); and (ii) the connected subsidiary(ies) of the Company;
“Guangdong Water”	Guangdong Water Holdings Limited (粵海水務控股有限公司), a company incorporated in Hong Kong with limited liability and a direct wholly-owned subsidiary of the Company;
“Guangdong Water Technology”	廣東粵海水務科技有限公司 (Guangdong Water Technology Co., Ltd.*) (formerly known as 廣州粵海水務環境有限公司), a company established in the PRC with limited liability, a wholly-owned subsidiary of Guangdong Yuehai Water and a subsidiary of Guangdong Holdings;
“Guangdong Yuehai Water”	廣東粵海水務股份有限公司 (Guangdong Yuehai Water Co., Ltd.*), a company established in the PRC with limited liability and a wholly-owned subsidiary of Guangdong Holdings;
“Historical Transactions”	has the meaning ascribed to it under the section headed “The Yuehai Water Annual Caps and basis of determination” in this announcement;
“Hong Kong”	the Hong Kong Special Administrative Region of the PRC;
“Independent Third Party(ies)”	independent third party(ies) who is/are not connected person(s) of the Company and is/are independent of and not connected with the Company and Directors, chief executive, controlling shareholders and substantial shareholders of the Company or any of its subsidiaries or their respective associates;
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange, as amended from time to time;
“percentage ratios”	has the meaning ascribed to it under the Listing Rules;
“PRC”	the People’s Republic of China;
“Procurement Framework Agreements”	collectively, the Water Technology Procurement Framework Agreement and the Yuehai Water Procurement Framework Agreement;

“Products”	various products to be purchased by the Group from the Guangdong Holdings Group from time to time, including but not limited to water purification products, office supplies, daily necessities, electrical appliances and furniture, food and beverages, and digital products;
“RMB”	Renminbi, the lawful currency of the PRC;
“Specific Agreement(s)”	the specific agreement(s) or purchase order(s) (which can be an electronic transaction order placed online) to be entered into between the relevant member(s) of the Group and the relevant member(s) of the Guangdong Holdings Group in relation to the purchase of Products by the Group from the Guangdong Holdings Group, in accordance with the principles and terms of the Yuehai Water Procurement Framework Agreement;
“Stock Exchange”	The Stock Exchange of Hong Kong Limited;
“subsidiary(ies)”	has the meaning ascribed to it under the Listing Rules;
“Water Technology Annual Cap”	has the meaning ascribed to it under the section headed “The Water Technology Annual Cap and basis of determination” in this announcement;
“Water Technology Procurement Framework Agreement”	the procurement framework agreement dated 24 February 2023 entered into among Guangdong Water, Yue Gang Water Supply and Guangdong Water Technology, the details of which are set out under the section headed “Water Technology Procurement Framework Agreement” in this announcement;
“Yue Gang Water Supply”	Guangdong Yue Gang Water Supply Company Limited (廣東粵港供水有限公司), a company established in the PRC with limited liability and an indirect non-wholly owned subsidiary of the Company;
“Yuehai Water Annual Cap(s)”	has the meaning ascribed to it under the section headed “The Yuehai Water Annual Caps and basis of determination” in this announcement;
“Yuehai Water Procurement Framework Agreement”	the procurement framework agreement dated 10 November 2023 and entered into between the Company and Guangdong Yuehai Water, details of which are set out under the section headed “The Yuehai Water Procurement Framework Agreement” in this announcement; and
“%”	per cent.

*\*In this announcement, the English name of the PRC entity marked with an asterisk(\*) is included herein for identification purposes only. In the event of any inconsistency, the Chinese name shall prevail.*

By Order of the Board  
**TSANG Hon Nam**  
*Director*

Hong Kong, 10 November 2023

*As at the date of this announcement, the Board of the Company comprises five Executive Directors, namely, Ms. BAI Tao, Mr. LIN Tiejun, Mr. WEN Yinheng, Mr. TSANG Hon Nam and Ms. LIANG Yuanjuan; three Non-Executive Directors, namely, Mr. CAI Yong, Mr. LAN Runing and Mr. FENG Qingchun; and four Independent Non-Executive Directors, namely, Dr. CHAN Cho Chak, John, Mr. FUNG, Daniel R., Dr. the Honourable CHENG Mo Chi, Moses and Mr. LI Man Bun, Brian David.*