

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.



Shanxi Installation Group Co., Ltd.
山西省安装集团股份有限公司

(A joint stock company incorporated in the People's Republic of China with limited liability)

(Stock Code: 2520)

POLL RESULTS OF THE 2023 ANNUAL GENERAL MEETING

Shanxi Installation Group Co., Ltd. (the “**Company**”) announces that, at the 2023 annual general meeting of the Company (the “**AGM**”) held at 2:30 p.m. on Wednesday, May 22, 2024 at the Conference Room, East Side, 2/F, Shanxi Installation Office Building, No. 8 Xinhua Road, Shanxi Transformation and Comprehensive Reform Demonstration Zone, Shanxi Province, PRC, all the proposed resolutions set out in the notice of the AGM were passed by way of poll. For details of the resolutions considered at the AGM, the Shareholders may refer to the notice of the AGM dated April 30, 2024 and the circular of the AGM dated April 30, 2024 of the Company (the “**Circular**”). Unless otherwise defined in this announcement, capitalized terms used in this announcement shall have the same meanings as those defined in the Circular.

As at the date of the AGM, the total number of Shares in issue is 1,373,486,000 Shares (including 1,000,000,000 domestic Shares and 373,486,000 H Shares). The holders of all such Shares were entitled to attend and vote for or against all the resolutions proposed at the AGM. Shareholders holding an aggregate of 1,125,294,000 voting Shares, representing approximately 81.93% of the issued share capital of the Company, attended the AGM either in person or by proxy.

No Shareholder was required to abstain from voting on the resolutions proposed at the AGM under the Listing Rules. There was no Share entitling the holder to attend the meeting and abstain from voting in favour of the resolutions proposed at the AGM under Rule 13.40 of the Listing Rules. None of the Shareholders have stated their intention in the Circular to vote against or to abstain from voting on any of the resolutions proposed at the AGM.

Pursuant to the Listing Rules, Computershare Hong Kong Investor Services Limited, the H Share registrar of the Company, acted as the scrutineer for vote-taking in respect of the H Shares and Domestic Shares at the AGM. The convening, procedures, qualifications of attendees and convener and voting procedure of the AGM was in compliance with the relevant laws, regulations and the Articles of Association, and the voting results were lawful and valid.

The executive directors of the Company: Mr. Wang Limin, Mr. Ren Rui and Mr. Zhang Yan; the non-executive directors of the Company: Mr. Xu Guanshi, Mr. Zhang Hongjie, Mr. Mu Jianwei and Mr. Feng Cheng and the independent non-executive directors of the Company: Mr. Wang Jingming, Professor Wu Qiusheng, Ms. Shin Chuck Yin and Mr. Guo He, attended the AGM in person or by video conferencing.

POLL RESULTS OF THE AGM

The poll results of the AGM are as follows:

Ordinary Resolutions		Number of Votes (%)		
		For	Against	Abstain
1.	To consider and approve the Resolution on the 2023 Annual Report of Shanxi Installation Group Co., Ltd.	1,125,294,000 (100.00%)	0 (0.00%)	0 (0.00%)
2.	To consider and approve the Resolution on the 2023 Financial Report of Shanxi Installation Group Co., Ltd.	1,125,294,000 (100.00%)	0 (0.00%)	0 (0.00%)
3.	To consider and approve the Resolution on the 2023 Work Report of the Board of Directors of Shanxi Installation Group Co., Ltd.	1,125,294,000 (100.00%)	0 (0.00%)	0 (0.00%)
4.	To consider and approve the Resolution on the 2023 Work Report of the Board of Supervisors of Shanxi Installation Group Co., Ltd.	1,125,294,000 (100.00%)	0 (0.00%)	0 (0.00%)
5.	To consider and approve the Resolution on the 2023 Profit Distribution Proposal of Shanxi Installation Group Co., Ltd.	1,125,294,000 (100.00%)	0 (0.00%)	0 (0.00%)
6.	To consider and approve the Resolution on the 2023 Remuneration of Directors and Supervisors of Shanxi Installation Group Co., Ltd.	1,125,294,000 (100.00%)	0 (0.00%)	0 (0.00%)
7.	To consider and approve the Resolution on 2024 Guarantees Proposal of Shanxi Installation Group Co., Ltd.	1,104,042,000 (98.11%)	0 (0.00%)	21,252,000 (1.89%)
8.	To consider and approve the Resolution on Election of Shareholders' Representative Supervisor for First Session of the Board of Supervisors of Shanxi Installation Group Co., Ltd.	1,125,294,000 (100.00%)	0 (0.00%)	0 (0.00%)

Ordinary Resolutions		Number of Votes (%)		
		For	Against	Abstain
9.	To consider and approve the resolution on the Auditors' Fees of Shanxi Installation Group Co., Ltd. for the year 2023 and the Appointment of Auditor	1,125,294,000 (100.00%)	0 (0.00%)	0 (0.00%)
10.	To consider and approve the Resolution on the 2024 Financial Budget and Donation Expenditure Proposal of Shanxi Installation Group Co., Ltd.	1,125,294,000 (100.00%)	0 (0.00%)	0 (0.00%)
11.	To consider and approve the Resolution on the Adoption of China Accounting Standards for Business Enterprises for the Preparation of Financial Statements by Shanxi Installation Group Co., Ltd.	1,125,294,000 (100.00%)	0 (0.00%)	0 (0.00%)
12.	To consider and approve the Resolution on the 2024 Investment Proposal of Shanxi Installation Group Co., Ltd.	1,125,294,000 (100.00%)	0 (0.00%)	0 (0.00%)
Special Resolution		Number of Votes (%)		
		For	Against	Abstain
13.	To consider and approve the resolution on the Proposed Amendments to the Articles of Association of Shanxi Installation Group Co., Ltd.	1,125,294,000 (100.00%)	0 (0.00%)	0 (0.00%)

There was no Share actually voted but excluded from calculating the above voting results.

As more than one-half of the votes were cast in favour of each of the resolutions numbered 1 to 12 above, these proposed resolutions were duly passed as ordinary resolutions of the Company.

As more than two-thirds of the votes were cast in favour of the resolution numbered 13 above, the proposed resolution was duly passed as special resolution of the Company.

EXPLANATION IN RELATION TO THE PAYMENT OF FINAL DIVIDEND FOR THE YEAR ENDED DECEMBER 31, 2023 IN RESPECT OF THE COMPANY'S H SHARES

Upon consideration and approval by the Shareholders at the AGM, the Board is pleased to announce the following details in relation to the distribution of the final dividend for the year ended December 31, 2023(the “**Final Dividend**”):

The Company will distribute a final cash dividend for the year ended December 31, 2023 of RMB0.02682 (tax inclusive) per 10 Shares to the Shareholders.

The Final Dividend is denominated and declared in Renminbi. The Final Dividend payable to the holders of the Company's H shares shall be paid in Hong Kong dollars. The average of the median exchange rates of Hong Kong dollars to Renminbi as announced by the Foreign Exchange Trading Centre of the PRC for the calendar week preceding Wednesday, May 22, 2024, the date on which the resolution of payment of the Final Dividend was declared and passed (May 15, 2024 to May 21, 2024), was HK\$100 to RMB91.0394. Accordingly, the Company will distribute the Final Dividend of HK\$0.02946 per ten Shares (tax inclusive) to the holders of the Company's H Shares.

The Company will distribute the Final Dividend to holders of its H Shares whose names appear on the H Share register of members of the Company on Monday, June 3, 2024. The H Share register of members of the Company will be closed from Tuesday, May 28, 2024 to Monday, June 3, 2024, both days inclusive, during which period no transfer of H Shares will be registered. In order to qualify for the proposed Final Dividend, all transfer of Shares, accompanied by the relevant share certificates and transfer forms, must be lodged with the Company's H Shares share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited, at Shops 1712–1716, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong not later than 4:30 p.m. on Monday, May 27, 2024.

The Final Dividend (net of applicable taxes) will be paid no later than Tuesday, June 25, 2024 to H shares Shareholders whose names appear on the H Share register of members of the Company on Monday, June 3, 2024.

Tax Relief or Exemption on Dividend Income of Holders of Listed Securities

1) Individual Investors

Pursuant to the Notice of the State Administration of Taxation on Issues Concerning Individual Income Tax Collection and Management after the Repeal of Guo Shui Fa [1993] No. 045 (Guo Shui Han [2011] No. 348) (《國家稅務總局關於國稅發[1993]045號文件廢止後有關個人所得稅徵管問題的通知》(國稅函[2011]348號)), dividend and bonus income received by overseas resident individual shareholders from the issuance of shares in Hong Kong by domestic non-foreign invested enterprises shall be subject to the payment of individual income tax according to the

item of “interest, dividend and bonus income”, which shall be withheld by the withholding agents according to the law. The overseas resident individual shareholders who hold the shares issued by domestic non-foreign invested enterprises in Hong Kong are entitled to the relevant preferential tax treatment pursuant to the provisions in the tax treaties signed between the countries where they reside and the PRC and the tax arrangements between the Mainland China and Hong Kong (Macau SAR). The relevant dividend tax rate under the relevant tax treaties and tax arrangements is generally 10%. For the purpose of simplifying tax administration, domestic non-foreign invested enterprises issuing shares in Hong Kong may, when distributing dividends and bonuses, generally withhold individual income tax at the rate of 10%, and are not obligated to file an application. If the tax rate for dividends is not equal to 10%, the following provisions shall apply: (1) for residents from countries under treaties to be entitled to tax rates lower than 10%, in accordance with the Administrative Measures for Non-resident Taxpayers to Enjoy Treatments under Tax Treaties (Announcement of the State Administration of Taxation [2019] No. 35) (《非居民納稅人享受協定待遇管理辦法》(國家稅務總局公告2019年第35號)), if the individual H shareholders are residents from countries which have entered into a tax treaty with the PRC stipulating a dividend tax rate lower than 10%, such individual H shareholders shall voluntarily submit statements to the companies in order to enjoy the agreed treatment, and keep relevant materials for inspection. If the information provided is complete, the companies shall withhold the tax in accordance with the provisions of the PRC tax laws and treaties; (2) for residents of countries which have entered into tax treaties with the PRC stipulating a tax rate of more than 10% but less than 20%, the withholding agents shall withhold the individual income tax at the agreed effective tax rate when distributing dividends and bonuses, and are not obligated to file an application for approval; (3) for residents of countries without tax treaties or under other circumstances, the withholding agents shall withhold the individual income tax at a rate of 20% when distributing dividends and bonuses.

Pursuant to the Arrangement between the Mainland of China and the Hong Kong Special Administrative Region for the Avoidance of Double Taxation and the Prevention of Fiscal Evasion with respect to Taxes on Income (Guo Shui Han [2006] No. 884) (《內地和香港特別行政區關於對所得避免雙重徵稅和防止偷漏稅的安排》(國稅函[2006]884號)) signed on August 21, 2006, the PRC government may impose tax on dividends payable by a PRC company to a Hong Kong resident, but such tax shall not exceed 10% of the gross amount of dividends payable, and in the case where a Hong Kong resident holds at least 25% of the equity interests in the PRC company, such tax shall not exceed 5% of the gross amount of dividends payable by the PRC company.

Pursuant to the Notice of the Ministry of Finance, the State Administration of Taxation and the China Securities Regulatory Commission on the Tax Policies Related to the Pilot Programme of the Shanghai-Hong Kong Stock Connect (Cai Shui [2014] No. 81) (根據《財政部國家稅務總局證監會關於滬港股票市場交易互聯互

通機制試點有關稅收政策的通知》(財稅[2014]81號)) and the Notice on the Tax Policies Related to the Pilot Programme of the Shenzhen-Hong Kong Stock Connect (Cai Shui [2016] No. 127) (《關於深港股票市場交易互聯互通機制試點有關稅收政策的通知》(財稅[2016]127號)), for dividends and bonuses received by domestic individual investors from investing in H shares listed on the Hong Kong Stock Exchange through Shanghai-Hong Kong Stock Connect or Shenzhen-Hong Kong Stock Connect, the H-share companies shall withhold individual income tax at the rate of 20%.

2) *Enterprises*

Pursuant to the provisions of the Enterprise Income Tax Law of the People's Republic of China (《中華人民共和國企業所得稅法》) and the Implementation Rules of the Enterprise Income Tax Law of the People's Republic of China (《中華人民共和國企業所得稅法實施條例》) effective on January 1, 2008, a non-resident enterprise is subject to enterprise income tax at the rate of a 10% on PRC-sourced income, if it does not have an establishment or premise in the PRC or has an establishment or premise in the PRC but the dividends and bonds received has no real connection with such establishment or premise. The withholding tax may be reduced or exempted under an applicable double taxation treaty. Any H Shares registered under the names of non-individual Shareholders, including HKSCC Nominees Limited, other nominees or trustees, or other organizations and groups are deemed to be held by non-resident enterprise Shareholders. The Company will distribute the final dividend to such non-individual Shareholders after withholding the enterprise income tax at a rate of 10%.

Pursuant to the Notice on Issues Relating to the Withholding of Enterprise Income Tax by PRC Resident Enterprises on Dividends Paid to Overseas Non-Resident Enterprise Shareholders of H Shares (Guo Shui Han [2008] No. 897) (《關於中國居民企業向境外H股非居民企業股東派發股息代扣代繳企業所得稅有關問題的通知》)(國稅函[2008]897號)) issued by the State Administration of Taxation, a PRC resident enterprise, a PRC-resident enterprise must withhold enterprise income tax at a rate of 10% on the dividends of 2008 and onwards that it distributes to overseas non-resident enterprise shareholders of H Shares.

For dividends and bonuses received by domestic securities investment funds from investing in shares listed on the Hong Kong Stock Exchange through Shanghai-Hong Kong Stock Connect or Shenzhen-Hong Kong Stock Connect, individual income tax shall be levied in accordance with the Notice of the Ministry of Finance, the State Administration of Taxation and the China Securities Regulatory Commission on the Relevant Taxation Policy regarding the Pilot Inter-connected Mechanism for Trading on the Shanghai Stock Market and the Hong Kong Stock Market (Cai Shui [2014] No. 81) (《財政部國家稅務總局證監會關於滬港股票市場交易互聯互通機制試點有關稅收政策的通知》(財稅[2014]81號)) and the Notice on the Relevant Taxation Policy regarding the Pilot Inter-connected Mechanism for

Trading on the Shenzhen Stock Market and the Hong Kong Stock Market (Cai Shui [2016] No. 127) (《關於深港股票市場交易互聯互通機制試點有關稅收政策的通知》(財稅[2016]127號)). For dividend and bonus income received by domestic enterprise investors from investing in shares listed on the Hong Kong Stock Exchange through Shanghai-Hong Kong Stock Connect or Shenzhen-Hong Kong Stock Connect, the H-share companies shall not withhold income tax on dividends and bonuses, and the tax payable shall be declared and paid by the enterprises themselves.

For the non-resident enterprise Shareholders of the Company, pursuant to the provisions of the Enterprise Income Tax Law of the People's Republic of China amended in 2018 and the Implementation Rules of the Enterprise Income Tax Law of the People's Republic of China amended in 2019 (hereinafter collectively referred to as the "EIT Law") and other relevant laws and regulations, from January 1, 2008, where a PRC domestic enterprise distributes dividends to non-resident enterprise shareholders (i.e. legal person shareholders) for accounting periods beginning on January 1, 2008, the enterprise income tax shall be withheld and paid by the payer as the withholding agent. Therefore, the Company is required to withhold enterprise income tax at the rate of a 10% when it distributes the 2023 final dividend to non-resident enterprise Shareholders of H Shares whose names appear on the register of members of the Company on the record date. In respect of all H Shareholders whose names appear on the H Share register of members as at the record date who are not registered as individuals (including HKSCC Nominees Limited, other corporate nominees or trustees, and other groups or organizations, which are all considered as non-resident enterprise shareholders), the Company shall distribute the 2023 final dividend after deducting 10% income tax.

Change of Auditors

As approved at the AGM, Grant Thornton (Special General Partnership) has been appointed as the auditor of the Company for the year 2024 for a term ending on the date of the next annual general meeting of the Company. Grant Thornton Hong Kong Limited ("**Grant Thornton Hong Kong**"), the auditor of the Company for the year 2023, was not reappointed upon the conclusion of the AGM. Grant Thornton Hong Kong has confirmed that there are no matters in relation to the change of auditor that need to be brought to the attention of the Shareholders. The Board and the auditor committee has also confirmed that there are no disagreements between the Company and Grant Thornton Hong Kong regarding the change of auditor of the Company.

Amendment to the Articles of Association

As the special resolution in relation to the proposed amendments to the Articles of Association was duly approved by the Shareholders at the AGM, the relevant amendments to the Articles of Association shall come into effect from the date of the AGM.

Shareholders are suggested to consult their tax consultants regarding the tax impacts in the PRC, Hong Kong and other countries (regions) for holding and selling the Shares.

By order of the Board
Shanxi Installation Group Co., Ltd.
山西省安裝集團股份有限公司
Mr. Wang Limin
Chairman and Executive Director

Shanxi, the PRC, May 22, 2024

As at the date of this announcement, the board of directors of the Company comprises: (i) Mr. Wang Limin, Mr. Ren Rui and Mr. Zhang Yan as executive directors, (ii) Mr. Xu Guanshi, Mr. Zhang Hongjie, Mr. Mu Jianwei and Mr. Feng Cheng as non-executive directors; and (iii) Mr. Wang Jingming, Professor Wu Qiusheng, Ms. Shin Chuck Yin and Mr. Guo He as independent non-executive directors.