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## **Yangtze Optical Fibre and Cable Joint Stock Limited Company\***

**長飛光纖光纜股份有限公司**

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

**(Stock Code: 6869)**

### **I. POLL RESULTS OF ANNUAL GENERAL MEETING FOR THE YEAR 2023 HELD ON TUESDAY, JUNE 18, 2024**

### **II. DISTRIBUTION OF DIVIDEND**

**AND**

### **III. APPOINTMENT OF NON-EXECUTIVE DIRECTOR**

Reference are made to the notice (the “**Notice**”) and the circular (the “**Circular**”) of Yangtze Optical Fibre and Cable Joint Stock Limited Company\* 長飛光纖光纜股份有限公司 (the “**Company**”) dated May 28, 2024 in relation to the annual general meeting (the “**AGM**”). Unless otherwise indicated, the capitalised terms used in this announcement shall have the same meaning as those defined in the Notice and the Circular.

#### **I. POLL RESULTS OF THE AGM**

The AGM was held at 2:00 p.m. on Tuesday, June 18, 2024 at Multi-Media Meeting Room, 2/F, YOFC Headquarters Building, No. 65 Guanggu Chuangye Street, East Lake High-tech Development Zone, Wuhan, Hubei Province, PRC. Voting at the AGM was conducted by a combination of online voting and on-site voting. Pursuant to the relevant PRC laws and regulations, the A Shareholders were entitled to vote at the AGM in person, by proxy, or via online network for the relevant resolutions. The time of online voting for the resolutions proposed at the AGM for the A Shareholders on June 18, 2024 was set out in the Notice to the A Shareholders on the website of Shanghai Stock Exchange separately.

As at the date of the AGM, the total number of Shares entitling the Shareholders to attend and vote at the AGM was 501,025,759 Shares. There were no Shares entitling the Shareholders to attend and abstain from voting in favour of the resolutions at the AGM as set out in Rule 13.40 of the Listing Rules. No Shareholder was required to abstain from voting on any resolution proposed at the AGM. No Shareholders have stated in the Circular their intention to vote against or to abstain from voting on the resolutions at the AGM.

A total of 22 Shareholders and authorized proxies holding 501,025,759 Shares, which include 314,997,295 A Shares and 186,028,464 H Shares and represent 66.11% of the total number of the issued Shares of the Company entitling the Shareholders to attend and vote at the AGM, were present at the AGM.

The holding of the AGM was in compliance with the requirements of the Company Law of the PRC and the Articles of Association. The AGM was chaired by Mr. Ma Jie, the Chairman of the Company.

The poll results in respect of the resolutions proposed at the AGM are as follows:

ORDINARY RESOLUTIONS			FOR		AGAINST		ABSTAIN	
			Number of Shares	Percentage (%)	Number of Shares	Percentage (%)	Number of Shares	Percentage (%)
1.	To approve the report of the Board for the year 2023.	A Shares	314,893,737	99.9671	98,058	0.0311	5,500	0.0018
		H Shares	185,938,464	99.9516	90,000	0.0484	0	0.0000
		Total	500,832,201	99.9614	188,058	0.0375	5,500	0.0011
2.	To approve the report of the Board of Supervisors for the year 2023.	A Shares	314,893,937	99.9671	97,858	0.0310	5,500	0.0019
		H Shares	185,938,464	99.9516	90,000	0.0484	0	0.0000
		Total	500,832,401	99.9614	187,858	0.0375	5,500	0.0011
3.	To approve the 2023 annual report of the Company.	A Shares	314,893,937	99.9671	97,858	0.0310	5,500	0.0019
		H Shares	185,938,464	99.9516	90,000	0.0484	0	0.0000
		Total	500,832,401	99.9614	187,858	0.0375	5,500	0.0011
4.	To approve the final financial report for the year 2023.	A Shares	314,893,937	99.9671	97,858	0.0310	5,500	0.0019
		H Shares	185,938,464	99.9516	90,000	0.0484	0	0.0000
		Total	500,832,401	99.9614	187,858	0.0375	5,500	0.0011
5.	To approve the proposed profit distribution plan for the year 2023.	A Shares	314,899,437	99.9689	97,858	0.0311	0	0.0000
		H Shares	185,938,464	99.9516	90,000	0.0484	0	0.0000
		Total	500,837,901	99.9625	187,858	0.0375	0	0.0000
6.	To approve the re-appointment of KPMG Huazhen LLP as independent auditors of the Company for the year 2024.	A Shares	314,893,937	99.9671	97,858	0.0310	5,500	0.0019
		H Shares	185,938,464	99.9516	90,000	0.0484	0	0.0000
		Total	500,832,401	99.9614	187,858	0.0375	5,500	0.0011

ORDINARY RESOLUTIONS			FOR		AGAINST		ABSTAIN	
			Number of Shares	Percentage (%)	Number of Shares	Percentage (%)	Number of Shares	Percentage (%)
7.	To approve the purchase of liability insurance for Directors, Supervisors and senior management of the Company.	A Shares	314,893,737	99.9671	98,058	0.0311	5,500	0.0018
		H Shares	185,938,464	99.9516	90,000	0.0484	0	0.0000
		Total	500,832,201	99.9614	188,058	0.0375	5,500	0.0011
8.	To approve the 2024 annual external guarantee amount as set out in Appendix I to the Circular, and that the Board or such person as authorized by the Board, be authorized to handle the specific matters in relation to the external guarantee, including adjusting specific guarantee amount and signing relevant legal documents in accordance with actual business needs within the limit of the 2024 annual external guarantee amount contemplated under this proposal.	A Shares	314,893,737	99.9671	98,058	0.0311	5,500	0.0018
		H Shares	185,938,464	99.9516	90,000	0.0484	0	0.0000
		Total	500,832,201	99.9614	188,058	0.0375	5,500	0.0011
9.	To approve the 2024 asset pool business to be carried out by the Company as set out in Appendix II to the Circular.	A Shares	314,893,937	99.9671	97,858	0.0310	5,500	0.0019
		H Shares	185,938,464	99.9516	90,000	0.0484	0	0.0000
		Total	500,832,401	99.9614	187,858	0.0375	5,500	0.0011
10.	To consider and approve the appointment of Mr. Lars Frederick Persson as a non-executive Director of the Company.	A Shares	314,886,637	99.9648	105,158	0.0333	5,500	0.0019
		H Shares	185,826,883	99.8916	201,581	0.1084	0	0.0000
		Total	500,713,520	99.9377	306,739	0.0612	5,500	0.0011

SPECIAL RESOLUTIONS			FOR		AGAINST		ABSTAIN	
			Number of Shares	Percentage (%)	Number of Shares	Percentage (%)	Number of Shares	Percentage (%)
11.	To consider and approve the amendments to the Articles of Association.	A Shares	314,893,937	99.9671	97,858	0.0310	5,500	0.0019
		H Shares	185,938,464	99.9516	90,000	0.0484	0	0.0000
		Total	500,832,401	99.9614	187,858	0.0375	5,500	0.0011
12.	To consider and approve the amendments to the Procedural Rules for the General Meeting.	A Shares	314,893,937	99.9671	97,858	0.0310	5,500	0.0019
		H Shares	185,918,464	99.9409	110,000	0.0591	0	0.0000
		Total	500,812,401	99.9574	207,858	0.0415	5,500	0.0011
13.	To consider and approve the amendments to the Procedural Rules for the Board of Directors.	A Shares	314,893,737	99.9671	98,058	0.0311	5,500	0.0018
		H Shares	185,938,464	99.9516	90,000	0.0484	0	0.0000
		Total	500,832,201	99.9614	188,058	0.0375	5,500	0.0011
14.	To consider and approve the amendments to the Working Rules for Independent Directors.	A Shares	314,893,937	99.9671	97,858	0.0310	5,500	0.0019
		H Shares	185,938,464	99.9516	90,000	0.0484	0	0.0000
		Total	500,832,401	99.9614	187,858	0.0375	5,500	0.0011
15.	To consider and approve the proposed dividend plan of the Company for the next three years (2024-2026) as set out in Appendix VII to the Circular.	A Shares	314,893,937	99.9671	97,858	0.0310	5,500	0.0019
		H Shares	185,938,464	99.9516	90,000	0.0484	0	0.0000
		Total	500,832,401	99.9614	187,858	0.0375	5,500	0.0011

As more than half of the total voting rights represented by the Shareholders present at the AGM were cast in favour of the resolutions numbered 1 to 10, the aforesaid resolutions were duly passed as ordinary resolutions of the Company.

As more than two-thirds of the total voting rights represented by the Shareholders present at the AGM were cast in favour of the resolutions numbered 11 to 15, the aforesaid resolutions were duly passed as special resolutions of the Company.

All resolutions proposed at the AGM were taken by poll. The Company's H Share registrar in Hong Kong, Tricor Investor Services Limited, acted as the scrutineer for the purpose of vote-taking at the AGM, while two representatives from the Shareholders and one Supervisor of the Company scrutinized the voting. Two lawyers of Commerce & Finance Law Offices, the PRC legal advisers to the Company, witnessed the AGM and were of the opinion that the convening and holding procedures of the AGM were in compliance with the requirements of the relevant laws, the administrative regulations, the Articles of Association and the procedural rules, and that the qualifications of the attendees at the AGM and the person who convened the AGM, the voting procedures and the voting results of the AGM were lawful and valid.

## II. DISTRIBUTION OF DIVIDEND

The resolution approving the profit distribution plan was passed at the AGM. The Company will distribute a dividend of RMB5.14 per 10 Shares (inclusive of tax), with the total dividends amounting to approximately RMB389,563,226 (inclusive of tax). The expected payment date is on or before August 16, 2024 and the dividend will be paid to the Shareholders whose names appear on the H Share register of members of the Company on July 2, 2024.

The dividend for holders of A Shares, including holders of A Shares through the Northbound Trading Link of the Shanghai-Hong Kong Stock Connect (hereinafter referred to as the “**Northbound Shareholders**”) and holders of H Shares through the Southbound Trading Link (including Shanghai and Shenzhen markets, hereinafter referred to as the “**Southbound Shareholders**”) will be declared and paid in RMB.

Dividends to holders of H Shares, except the Southbound Shareholders, are paid in Hong Kong dollars. The actual amount in Hong Kong dollars is calculated as per the average exchange rate for converting RMB against Hong Kong dollars published by the People’s Bank of China during the five business days prior to the AGM (i.e. RMB0.91080 against HK\$1.00). Accordingly, the dividend is HK\$5.64 per 10 H Shares (inclusive of tax).

With respect to the Southbound Shareholders, according to the relevant requirements of China Securities Depository and Clearing Corporation Limited, China Securities Depository and Clearing Corporation Limited (“**CSDC**”) Shanghai Branch and Shenzhen Branch shall receive cash dividends distributed by the Company as the nominee of the Southbound Shareholders for Shanghai market and Shenzhen market, respectively and distribute such cash dividends to the relevant Southbound Shareholders through its depository and clearing system.

### **Information on tax reduction and exemption for holders of H Shares**

In accordance with 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 its implementation rules effective on January 1, 2008, where a PRC domestic enterprise distributes dividends for financial periods beginning from January 1, 2008 to non-resident enterprise shareholders, it is required to withhold 10% enterprise income tax for such non-resident enterprise shareholders. Therefore, as a PRC domestic enterprise, the Company will, after withholding 10% of the final dividend as enterprise income tax, distribute the final dividend to non-resident enterprise shareholders, i.e. any shareholders who hold the Company’s shares in the name of non-individual shareholders, including but not limited to HKSCC Nominees Limited, other nominees, trustees, or holders of H Shares registered in the name of other organizations and groups.

In accordance with the requirements of the Circular on Certain Issues Concerning the Policies of Individual Income Tax (Cai Shui Zi [1994] No. 020) 《關於個人所得稅若干政策問題的通知》(財稅字[1994]020號)) promulgated by the Ministry of Finance and the State Administration of Taxation on 13 May 1994, overseas individuals are, as an interim measure, exempted from the PRC individual income tax for dividends or bonuses received from foreign-invested enterprises. As the Company is a foreign-invested enterprise, the Company will not withhold and pay the individual income tax on behalf of individual shareholders when the Company distributes the dividends for the year ended 31 December 2023 to overseas individual shareholders whose names appear on the register of members of H shares of the Company.

For Northbound Shareholders, with regard to the dividends obtained by the investors (including enterprises and individuals) from investment in the A Shares of the Company listed on the SSE through the Stock Exchange, the Company will withhold income tax at the rate of 10%, and file tax withholding returns with the competent tax authority. Where there is any tax resident of a foreign country out of the investors through the Northbound Trading Link and the rate of income tax on dividends is less than 10%, as provided for in the tax treaty between the country and the PRC, the enterprise or individual may personally, or entrust a withholding agent to, file an application for the tax treatment under the tax treaty with the competent tax authority of the Company. Upon review, the competent tax authority will refund tax based on the difference between the amount of tax having been collected and the amount of tax payable calculated at the tax rate as set out in the tax treaty.

For Southbound Shareholders, in accordance with the Notice of Ministry of Finance, the State Administration of Taxation, and the China Securities Regulatory Commission on Taxation Policies concerning the Pilot Program of an Interconnection Mechanism for Transactions in the Shanghai and Hong Kong Stock Markets (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)), effective from November 17, 2014, and the Notice of the Ministry of Finance, the State Administration of Taxation, and the China Securities Regulatory Commission on Taxation Policies concerning the Pilot Program of an Interconnection Mechanism for Transactions in the Shenzhen and Hong Kong Stock Markets (Cai Shui [2016] No. 127) (《財政部、國家稅務總局、證監會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)), effective from December 5, 2016, with regard to the dividends obtained by individual mainland investors from investment in the H Shares of the Company listed on the Hong Kong Stock Exchange through the Shanghai-Hong Kong and Shenzhen-Hong Kong Stock Connect, the Company will withhold their individual income tax at the rate of 20% in accordance with the register of individual mainland investors provided by CSDC. As to the withholding tax having been paid abroad, an individual investor may file an application for tax credit with the competent tax authority of CSDC with an effective credit document. With respect to the dividends obtained by mainland securities investment funds from investment in the H Shares of the Company listed on the Stock Exchange through the Shanghai-Hong Kong and Shenzhen-Hong Kong Stock Connect, the Company will withhold their income tax with reference to the provisions concerning the collection of tax on individual investors. The Company will not withhold income tax on dividends obtained by mainland enterprise investors, and mainland enterprise investors shall file their income tax returns and pay tax themselves instead.

Holders of H Shares are advised to consult their own tax advisers about the tax effect in China, Hong Kong and/or other countries (regions) in respect of owning and disposing of H Shares if they are in any doubt as to the above arrangements.

The Company has appointed Bank of Communications Trustee Limited as the receiving agent in Hong Kong (the “**Receiving Agent**”) and will pay the declared dividend to the Receiving Agent for payment to holders of H Shares. It is expected that the Receiving Agent will pay the dividend to holders of H Shares on or before August 16, 2024.

### **III. APPOINTMENT OF NON-EXECUTIVE DIRECTOR**

Mr. Lars Frederick Persson (“**Mr. Persson**”) was elected by the Shareholders as a non-executive Director at the AGM by way of ordinary resolution. Mr. Persson will serve for a term commencing from the date of the approval by the Shareholders at the AGM until the date of expiration of the current session of the Board.

The biographical details of Mr. Persson are set out below:

Mr. Persson, aged 52. In December 2010, Mr. Persson joined Prysmian Group as chief executive officer for the business of Prysmian Group in Sweden until March 2014. From March 2014 to February 2018, he acted as the chief executive officer for the business of Prysmian Group in the Australia-New Zealand (ANZ) region. Subsequently, from February 2018 to December 2023, Mr. Persson was the chief executive officer for the business of Prysmian Group in the middle-east Europe. In December 2023, Mr. Persson was promoted to executive vice president of Prysmian Group, in charge of the digital solutions business unit of Prysmian Group.

Mr. Persson received a bachelor's degree in science in logistics from Linnaeus University (formerly known as Växjö University) in Sweden in January 1996.

Save as disclosed above, Mr. Persson has confirmed that he (i) did not assumed other offices in any group member of the Company; (ii) did not have any relationship with any Directors, supervisors, senior management, substantial Shareholders or controlling Shareholders or other group members of the Company; (iii) did not hold any interests in shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong); (iv) does not hold any other major appointments and professional qualifications; and (v) did not hold any other directorship or supervisor position in any other listed companies at present nor in the past three years. Save as disclosed above, there is no information which is discloseable, nor is the Company aware that Mr. Persson is/was involved in any of the matters required to be disclosed, pursuant to Rules 13.51(2)(h) to 13.51(2)(v) of the Listing Rules and there is no other matter that should be brought to the attention of the Shareholders.

## **APPRECIATION**

Mr. Iuri Longhi no longer serves as a non-executive director of the Company upon the conclusion of the AGM. The Board would like to express its appreciation to Mr. Iuri Longhi for his contribution to the development of the Company during his term of office.

## **ATTENDANCE OF DIRECTORS**

All the Directors have attended the AGM either in person or via telephone conference.

By Order of the Board  
**Yangtze Optical Fibre and Cable Joint Stock Limited Company\***  
長飛光纖光纜股份有限公司  
**Ma Jie**  
*Chairman*

Wuhan, PRC, June 18, 2024

*As at the date of this announcement, the Board comprises Mr. Zhuang Dan as executive Director; Mr. Ma Jie, Mr. Guo Tao, Mr. Philippe Claude Vanhille, Mr. Pier Francesco Facchini, Mr. Lars Frederick Persson, Mr. Xiong Xiangfeng and Mr. Mei Yong, as non-executive Directors; Mr. Bingsheng Teng, Mr. Song Wei, Dr. Wong Tin Yau, Kelvin and Ms. Li Chang'ai, as independent non-executive Directors.*

\* For identification purposes only