

*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.*



**Smart Link Better Life.**

**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 2021 HELD ON TUESDAY, JUNE 28, 2022**

**AND**

**II. DISTRIBUTION OF DIVIDEND**

Reference is 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 27, 2022 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 28, 2022 at Multi-Media Meeting Room, 201# Building, No. 9 Guanggu Avenue, 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 28, 2022 was set out in the notice of the AGM to the A Shareholders dated May 27, 2022 published by the Company 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 757,905,108 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 11 Shareholders and authorized proxies holding 520,103,361 Shares, which include 321,899,341 A Shares and 198,204,020 H Shares and represent 68.62% 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 2021.	A Shares	321,899,341	100.0000	0	0.0000	0	0.0000
		H Shares	198,095,520	99.9453	0	0.0000	108,500	0.0547
		Total	519,994,861	99.9791	0	0.0000	108,500	0.0209
2.	To approve the report of the Board of Supervisors for the year 2021.	A Shares	321,899,341	100.0000	0	0.0000	0	0.0000
		H Shares	198,095,520	99.9453	0	0.0000	108,500	0.0547
		Total	519,994,861	99.9791	0	0.0000	108,500	0.0209
3.	To approve the 2021 annual report of the Company.	A Shares	321,899,341	100.0000	0	0.0000	0	0.0000
		H Shares	198,095,520	99.9453	0	0.0000	108,500	0.0547
		Total	519,994,861	99.9791	0	0.0000	108,500	0.0209
4.	To approve the final financial report for the year 2021.	A Shares	321,899,341	100.0000	0	0.0000	0	0.0000
		H Shares	198,095,520	99.9453	0	0.0000	108,500	0.0547
		Total	519,994,861	99.9791	0	0.0000	108,500	0.0209
5.	To approve the proposed profit distribution plan for the year 2021.	A Shares	321,899,341	100.0000	0	0.0000	0	0.0000
		H Shares	198,204,020	100.0000	0	0.0000	0	0.0000
		Total	520,103,361	100.0000	0	0.0000	0	0.0000
6.	To approve the re-appointment of KPMG Huazhen LLP as independent auditors of the Company for the year 2022.	A Shares	321,899,341	100.0000	0	0.0000	0	0.0000
		H Shares	198,204,020	100.0000	0	0.0000	0	0.0000
		Total	520,103,361	100.0000	0	0.0000	0	0.0000
7.	To approve the purchase of liability insurance for the Directors, Supervisors and senior management.	A Shares	321,899,341	100.0000	0	0.0000	0	0.0000
		H Shares	198,095,520	99.9453	0	0.0000	108,500	0.0547
		Total	519,994,861	99.9791	0	0.0000	108,500	0.0209

ORDINARY RESOLUTIONS			FOR		AGAINST		ABSTAIN	
			Number of Shares	Percentage (%)	Number of Shares	Percentage (%)	Number of Shares	Percentage (%)
8.	To approve the 2022 annual external guarantee amount as set out in Appendix I to the circular of the Company dated May 27, 2022, 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 2022 annual external guarantee amount contemplated under this proposal.	A Shares	321,899,341	100.0000	0	0.0000	0	0.0000
		H Shares	198,204,020	100.0000	0	0.0000	0	0.0000
		Total	520,103,361	100.0000	0	0.0000	0	0.0000
9.	To approve the bill pool business to be carried out by the Company as set out in Appendix II to the circular of the Company dated May 27, 2022.	A Shares	321,760,641	99.9569	138,700	0.0431	0	0.0000
		H Shares	197,021,460	99.4034	1,182,560	0.5966	0	0.0000
		Total	518,782,101	99.7460	1,321,260	0.2540	0	0.0000

SPECIAL RESOLUTION			FOR		AGAINST		ABSTAIN	
			Number of Shares	Percentage (%)	Number of Shares	Percentage (%)	Number of Shares	Percentage (%)
10.	To approve the proposal in relation to the proposed mandate for issue of debt financing instruments and relevant authorization.	A Shares	321,899,341	100.0000	0	0.0000	0	0.0000
		H Shares	198,204,020	100.0000	0	0.0000	0	0.0000
		Total	520,103,361	100.0000	0	0.0000	0	0.0000

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 9, 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 resolution numbered 10, the aforesaid resolution was duly passed as a special resolution 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 RMB2.81 per 10 Shares (inclusive of tax), with the total dividends amounting to approximately RMB212,971,335 (inclusive of tax). The expected payment date is on or before August 31, 2022 and the dividend will be paid to Shareholders whose names appear on the H Share register of members of the Company on July 13, 2022.

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. RMB0.8533 against HK\$1.00). Accordingly, the dividend is HK\$3.29 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 2021 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 Shanghai Stock Exchange through The Stock Exchange of Hong Kong Limited (“**Hong Kong 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 Hong Kong 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 31, 2022.

## **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 28, 2022

*As at the date of this announcement, the Board comprises Zhuang Dan as an executive Director; Ma Jie, Philippe Claude Vanhille, Guo Tao, Pier Francesco Facchini, Frank Franciscus Dorjee, Xiong Xiangfeng and Lai Zhimin, as non-executive Directors; Bingsheng Teng, Liu Deming, Song Wei and Wong Tin Yau, Kelvin, as independent non-executive Directors.*

\* For identification purposes only