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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)

# POLL RESULTS OF EXTRAORDINARY GENERAL MEETING HELD ON MONDAY, JULY 31, 2023 RETIREMENT AND APPOINTMENT OF DIRECTORS RETIREMENT AND APPOINTMENT OF NON-EMPLOYEE REPRESENTATIVE SUPERVISORS RETIREMENT AND APPOINTMENT OF EMPLOYEE REPRESENTATIVE SUPERVISOR AND CHANGE OF COMPOSITION OF BOARD COMMITTEES

# POLL RESULTS

All the resolutions proposed at the EGM of the Company held on July 31, 2023 were respectively passed by way of poll.

### **RETIREMENT AND APPOINTMENT OF DIRECTORS**

Mr. Frank Franciscus Dorjee and Ms. Lai Zhimin, have retired from their positions as nonexecutive Directors, and Mr. Liu Deming has retired from his position as independent nonexecutive Director with effect from the conclusion of the EGM. Mr. Zhuang Dan has been reelected and appointed as an executive Director; each of Mr. Ma Jie, Mr. Guo Tao, Mr. Philippe Claude Vanhille, Mr. Pier Francesco Facchini and Mr. Xiong Xiangfeng has been re-elected and appointed as a non-executive Director; each of Mr. Iuri Longhi and Mr. Mei Yong has been elected and appointed as a non-executive Director; each of Mr. Bingsheng Teng, Mr. Song Wei and Dr. Wong Tin Yau, Kelvin has been re-elected and appointed as an independent nonexecutive Director; and Ms. Li Chang'ai has been elected and appointed as an independent nonexecutive Director, respectively, who together, constitute the fourth session of the Board.

# **RETIREMENT AND APPOINTMENT OF NON-EMPLOYEE REPRESENTATIVE SUPERVISORS**

Each of Mr. Li Ping and Dr. Li Zhuo has been re-elected and appointed as a non-employee representative Supervisor of the Company, with effect from the conclusion of the EGM.

<sup>\*</sup> For identification purposes only

# RETIREMENT AND APPOINTMENT OF EMPLOYEE REPRESENTATIVE SUPERVISOR

At the employees' representatives conference held on July 31, 2023, Mr. Xiong Zhuang has been elected and appointed as the employee representative Supervisor of the Company, with effect from July 31, 2023. Accordingly, Mr. Jiang Zhikang has retired from his position as an employee representative Supervisor, with effect from July 31, 2023.

# CHANGE OF COMPOSITION OF BOARD COMMITTEES

In view of the retirement of Mr. Frank Franciscus Dorjee from his position as a member of the Nomination and Remuneration Committee and Mr. Liu Deming from his position as a member of the Audit Committee, the Board has resolved that, with effect from July 31, 2023, Mr. Guo Tao has been appointed as a member of the Nomination and Remuneration Committee and Ms. Li Chang'ai has been appointed as a member of the Audit Committee.

Save as disclosed above, there has been no change in the composition of the Strategy Committee, the Audit Committee and the Nomination and Remuneration Committee.

Reference is made to the circular (the "Circular") and the notice of the EGM 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 July 14, 2023, in relation to the proposed re-election or election and appointment of Directors and non-employee representative Supervisors. Unless otherwise indicated, the capitalised terms used in this announcement shall have the same meaning as those defined in the Circular.

# POLL RESULTS OF THE EGM

The EGM was held at 2:00 p.m. on Monday, July 31, 2023 at Multi-Media Meeting Room, 201# Building, No. 9 Guanggu Avenue, East Lake High-tech Development Zone, Wuhan, Hubei Province, PRC. Voting at the EGM 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 EGM in person, by proxy, or via online network for the relevant resolutions. The time of online voting for the resolutions proposed at the EGM for the A Shareholders on July 31, 2023 was set out in the notice of the EGM to the A Shareholders dated July 14, 2023 published by the Company on the website of Shanghai Stock Exchange separately.

As at the date of the EGM, the total number of Shares entitling the Shareholders to attend and vote at the EGM 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 EGM 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 EGM. No Shareholders have stated in the Circular their intention to vote against or to abstain from voting on the resolution at the EGM.

A total of 18 Shareholders and authorized proxies holding 527,560,266 Shares, which include 318,516,196 A Shares and 209,044,070 H Shares and represent 69.61% of the total number of the issued Shares of the Company entitling the Shareholders to attend and vote at the EGM, were present at the EGM.

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

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

			FOR		AGAINST		ABSTAIN			
	ORDINARY RESOLUTIONS			Number of Shares	Percentage (%)	Number of Shares	Percentage (%)	Number of Shares	Percentage (%)	
1.	To consider and approve the re-election or election and appointment of the following directors as directors for the fourth session of the board of directors of the Company:									
	1.01.	To consider and approve the re-election and appointment of Mr. Ma Jie as a non-executive director of the Company	A Shares	318,448,996	99.9789	63,600	0.0200	3,600	0.0011	
			H Shares	207,292,240	99.1620	1,751,830	0.8380	0	0.0000	
	and to consider and ap Jie's director's fee of	and to consider and approve Mr. Ma Jie's director's fee of RMB380,000 per annum (after all taxes have been	Total	525,741,236	99.6552	1,815,430	0.3441	3,600	0.0007	
	1.02.	1.02. To consider and approve the re-election and appointment of Mr. Guo Tao as a non-executive director of the Company and to consider and approve Mr. Guo Tao's director's fee of RMB380,000 per annum (after all taxes have been deducted)	A Shares	318,448,996	99.9789	63,600	0.0200	3,600	0.0011	
			H Shares	207,292,140	99.1619	1,751,930	0.8381	0	0.0000	
			Total	525,741,136	99.6552	1,815,530	0.3441	3,600	0.0007	
	1.03.	To consider and approve the re-election and appointment of Mr. Zhuang Dan as an executive director of the Company	A Shares	318,452,996	99.9802	59,600	0.0187	3,600	0.001	
	and appointment of Mr. Zhuang Dan a an executive director of the Company and to consider and approve Mr. Zhuany Dan's director's fee of RMB380,000 per annum (after all taxes have been deducted)		H Shares	208,613,469	99.7940	430,601	0.2060	0	0.000	
		Total	527,066,465	99.9064	490,201	0.0929	3,600	0.000'		
	1.04. To consider and approve the re-election and appointment of Mr. Philippe Claude Vanhille as a non-executive director of the Company and to consider and approve Mr. Philippe Claude Vanhille's director's fee of RMB380,000 per annum (after all taxes have been deducted)	and appointment of Mr. Philippe Claude	A Shares	318,448,996	99.9789	63,600	0.0200	3,600	0.001	
			H Shares	207,292,240	99.1620	1,751,830	0.8380	0	0.000	
		Total	525,741,236	99.6552	1,815,430	0.3441	3,600	0.000		

ORDINARY RESOLUTIONS			FOR		AGAINST		ABSTAIN	
			Number of Shares	Percentage (%)	Number of Shares	Percentage (%)	Number of Shares	Percentage (%)
1.05.	and appointment of Mr. Pier Francesco Facchini as a non-executive director	A Shares	318,448,996	99.9789	63,600	0.0200	3,600	0.0011
		H Shares	207,292,240	99.1620	1,751,830	0.8380	0	0.0000
		Total	525,741,236	99.6552	1,815,430	0.3441	3,600	0.0007
1.06.	6. To consider and approve the election and appointment of Mr. Iuri Longhi as a non-executive director of the Company and to consider and approve Mr. Iuri Longhi's director's fee of RMB380,000 per annum (after all taxes have been deducted)	A Shares	318,448,996	99.9789	63,600	0.0200	3,600	0.0011
		H Shares	207,292,240	99.1620	1,751,830	0.8380	0	0.0000
		Total	525,741,236	99.6552	1,815,430	0.3441	3,600	0.0007
1.07.	7. To consider and approve the re- election and appointment of Mr. Xiong Xiangfeng as a non-executive director of the Company and to consider and approve Mr. Xiong Xiangfeng's director's fee of RMB380,000 per annum (after all taxes have been deducted)	A Shares	318,448,996	99.9789	63,600	0.0200	3,600	0.0011
		H Shares	207,292,240	99.1620	1,751,830	0.8380	0	0.0000
		Total	525,741,236	99.6552	1,815,430	0.3441	3,600	0.0007
1.08.	08. To consider and approve the election and appointment of Mr. Mei Yong as a non-executive director of the Company and to consider and approve Mr. Mei Yong's director's fee of RMB380,000 per annum (after all taxes have been deducted)	A Shares	318,448,996	99.9789	63,600	0.0200	3,600	0.0011
		H Shares	207,292,240	99.1620	1,751,830	0.8380	0	0.0000
		Total	525,741,236	99.6552	1,815,430	0.3441	3,600	0.0007
1.09.	To consider and approve the re-election and appointment of Mr. Bingsheng Teng as an independent non-executive director of the Company and to consider and approve Mr. Bingsheng Teng's director's fee of RMB380,000 per annum (after all taxes have been deducted)	A Shares	317,991,696	99.8353	520,900	0.1635	3,600	0.0011
		H Shares	207,168,200	99.1026	1,875,870	0.8974	0	0.0000
		Total	525,159,896	99.5450	2,396,770	0.4543	3,600	0.0007

			FOR		AGAINST		ABSTAIN			
	ORDINARY RESOLUTIONS			Number of Shares	Percentage (%)	Number of Shares	Percentage (%)	Number of Shares	Percentage (%)	
	1.10.	and appointment of Mr. Song Wei as an independent non-executive director	A Shares	318,503,596	99.9960	9,000	0.0028	3,600	0.0011	
			H Shares	208,383,029	99.6838	661,041	0.3162	0	0.0000	
			Total	526,886,625	99.8723	670,041	0.1270	3,600	0.0007	
	an Ku di ar Ku pe	To consider and approve the re-election and appointment of Dr. Wong Tin Yau, Kelvin as an independent non-executive director of the Company and to consider and approve Dr. Wong Tin Yau, Kelvin's director's fee of RMB380,000 per annum (after all taxes have been deducted)	A Shares	318,261,796	99.9201	250,800	0.0787	3,600	0.0011	
			H Shares	208,110,969	99.5536	933,101	0.4464	0	0.0000	
			Total	526,372,765	99.7749	1,183,901	0.2244	3,600	0.0007	
	ar ar of ar fe	To consider and approve the election and appointment of Ms. Li Chang'ai as an independent non-executive director of the Company and to consider and approve Ms. Li Chang'ai's director's fee of RMB380,000 per annum (after all taxes have been deducted)	A Shares	318,511,396	99.9985	1,200	0.0004	3,600	0.0011	
			H Shares	209,044,070	100.0000	0	0.0000	0	0.0000	
			Total	527,555,466	99.9991	1,200	0.0002	3,600	0.0007	
2.	To consider and approve the re-election and appointment of the following non-employee representative supervisors as the non-employee representative supervisors for the fourth session of the board of supervisors of the Company:									
	2.01.	To consider and approve the re-election and appointment of Mr. Li Ping as a non-employee representative supervisor of the Company and to consider and approve Mr. Li Ping's remuneration of RMB200,000 per annum (after all taxes have been deducted)	A Shares	318,514,996	99.9996	1,200	0.0004	0	0.0000	
			H Shares	209,044,070	100.0000	0	0.0000	0	0.0000	
			Total	527,559,066	99.9998	1,200	0.0002	0	0.0000	
	and non-( of th appro RMB	To consider and approve the re-election and appointment of Dr. Li Zhuo as a non-employee representative supervisor of the Company and to consider and approve Dr. Li Zhuo's remuneration of RMB200,000 per annum (after all taxes have been deducted)	A Shares	318,514,996	99.9996	1,200	0.0004	0	0.0000	
			H Shares	209,044,070	100.0000	0	0.0000	0	0.0000	
			Total	527,559,066	99.9998	1,200	0.0002	0	0.0000	

As more than half of the total voting rights represented by the Shareholders present at the EGM were cast in favour of resolutions numbered 1 and 2, the aforesaid resolutions were duly passed as ordinary resolutions of the Company.

All resolution proposed at the EGM was 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 EGM, 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 EGM and were of the opinion that the convening and holding procedures of the EGM were in compliance with the requirements of the relevant laws, the administrative regulations, the procedural rules and the Articles of the Company, and that the qualifications of the attendees at the EGM and the person who convened the EGM, the voting procedures and the voting results of the EGM were lawful and valid.

#### **RETIREMENT AND APPOINTMENT OF DIRECTORS**

References are made to the announcement dated July 14, 2023 and the Circular in relation to, among other things, the proposed re-election or election and appointment of Directors and nonemployee representative Supervisors. The Board announces that Mr. Frank Franciscus Dorjee and Ms. Lai Zhimin, have retired from their positions as non-executive Directors, and Mr. Liu Deming has retired from his position as independent non-executive Director with effect from the conclusion of the EGM. Mr. Zhuang Dan has been re-elected and appointed as an executive Director; each of Mr. Ma Jie, Mr. Guo Tao, Mr. Philippe Claude Vanhille, Mr. Pier Francesco Facchini and Mr. Xiong Xiangfeng has been re-elected and appointed as a non-executive Director; each of Mr. Iuri Longhi and Mr. Mei Yong has been elected and appointed as a non-executive Director; each of Mr. Bingsheng Teng, Mr. Song Wei and Dr. Wong Tin Yau, Kelvin has been re-elected and appointed as an independent non-executive Director; respectively, who together, constitute the fourth session of the Board.

Pursuant to the service contracts respectively entered into between each of the Directors and the Company and Articles, the term of office of all Directors (including the Chairman and Vice Chairman) of the fourth session of the Board is three years commencing upon the conclusion of the EGM, which is renewable upon re-election and re-appointment. In addition, as provided in the service contracts, Mr. Zhuang Dan is entitled to receive a director's fee of RMB380.000 per annum (after all taxes have been deducted) for serving as an executive Director, while each of Mr. Ma Jie, Mr. Guo Tao, Mr. Philippe Claude Vanhille, Mr. Pier Francesco Facchini, Mr. Iuri Longhi, Mr. Xiong Xiangfeng and Mr. Mei Yong will be entitled to receive a director's fee of RMB380,000 per annum (after all taxes have been deducted) for serving as a non-executive Director, and each of Mr. Bingsheng Teng, Mr. Song Wei, Dr. Wong Tin Yau, Kelvin and Ms. Li Chang'ai, will be entitled to receive a director's fee of RMB380,000 per annum (after all taxes have been deducted) for serving as an independent non-executive Director, respectively. The remuneration of the Directors was determined by the Nomination and Remuneration Committee, having taken into account compensation paid by comparable companies, time commitment and responsibilities of the Directors and performance of the Group, and has been approved at the EGM. Upon the constitution of the fourth session of the Board, the Board has elected Mr. Ma Jie, a non-executive Director, as the Chairman of the Board, and Mr. Philippe Claude Vanhille, a non-executive Director, as the Vice Chairman of the Board. The biographical details of the Directors of the fourth session of the Board are set out in Appendix I to this announcement.

# **RE-ELECTION AND APPOINTMENT OF NON-EMPLOYEE REPRESENTATIVE SUPERVISORS**

References are made to the announcement dated July 14, 2023 and the Circular in relation to, among other things, the proposed re-election and appointment of Directors and non-employee representative Supervisors. Each of Mr. Li Ping and Dr. Li Zhuo has been re-elected and appointed as a non-employee representative Supervisor of the Company, with effect from the conclusion of the EGM.

Pursuant to the service contracts respectively entered into between each of the non-employee representative Supervisors and the Company and the Articles, the term of office of each of Mr. Li Ping and Dr. Li Zhuo is three years commencing upon the conclusion of the EGM, which is renewable upon re-election and re-appointment. In addition, as provided in the service contracts, and having taken into account compensation paid by comparable companies and performance of the Group, each of Mr. Li Ping and Dr. Li Zhuo is entitled to a remuneration of RMB200,000 per annum (after all taxes have been deducted), respectively, as non-employee representative Supervisors of the Company. The remuneration has been approved at the EGM. The biographical details of Mr. Li Ping and Dr. Li Zhuo are set out in Appendix II to this announcement.

#### **RETIREMENT AND APPOINTMENT OF EMPLOYEE REPRESENTATIVE SUPERVISOR**

Reference is made to the announcement dated January 20, 2020 in relation to the appointment of Mr. Jiang Zhikang as the employee representative Supervisor on January 17, 2020. The term of office of Mr. Jiang Zhikang was three years until the expiry of the term of the third session of the Board of Supervisors. The Board announces that, at the employees' representatives conference held on July 31, 2023, Mr. Xiong Zhuang has been elected and appointed as the employee representative Supervisor of the Company, with effect from July 31, 2023. Accordingly, Mr. Jiang Zhikang has retired from his position as an employee representative Supervisor, with effect from July 31, 2023. Mr. Jiang Zhikang has confirmed that there is no disagreement with the Board or the Board of Supervisors, and there is no matter relating to his retirement that needs to be brought to the attention of the Shareholders.

Pursuant to the service contract entered into between Mr. Xiong Zhuang and the Company and Article 160 of the Articles, the term of office of Mr. Xiong Zhuang is three years, which is renewable upon re-election and re-appointment. As provided in the service contract and having taken into account compensation paid by comparable companies and performance of the Group, Mr. Xiong Zhuang is entitled to a remuneration of RMB200,000 per annum (after all taxes have been deducted), as the employee representative Supervisor of the Company. Mr. Xiong Zhuang, together with Mr. Li Ping and Dr. Li Zhuo, constitute the fourth session of the Board of Supervisors, whereby Mr. Li Ping has been elected as the chairman of the Board of Supervisors. The biographical details of Mr. Xiong Zhuang are set out in Appendix III to this announcement.

## CHANGE OF COMPOSITION OF BOARD COMMITTEES

In view of the retirement of Mr. Frank Franciscus Dorjee from his position as a member of the Nomination and Remuneration Committee and Mr. Liu Deming from his position as a member of the Audit Committee, the Board has resolved that, with effect from July 31, 2023, Mr. Guo Tao has been appointed as a member of the Nomination and Remuneration Committee and Ms. Li Chang'ai has been appointed as a member of the Audit Committee.

Save as disclosed above, there has been no change in the composition of the Strategy Committee, the Audit Committee and the Nomination and Remuneration Committee.

# **ATTENDANCE OF DIRECTORS**

All the Directors have attended the EGM 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, July 31, 2023

As at the date of this announcement, the Board comprises Zhuang Dan as executive Director; Mr. Ma Jie, Mr. Guo Tao, Mr. Philippe Claude Vanhille, Mr. Pier Francesco Facchini, Mr. Iuri Longhi, 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

### APPENDIX I BIOGRAPHICAL DETAILS OF DIRECTORS

# **EXECUTIVE DIRECTOR**

**Mr. Zhuang Dan** (莊丹), age 53, has been an executive Director of the Company since January 24, 2017. Mr. Zhuang Dan has been the president of the Company since September 2011. Mr. Zhuang Dan is also the authorised representative and a member of the Strategy Committee. He is primarily responsible for strategic development and planning and day-to-day management of the Company. Mr. Zhuang Dan has more than 25 years of experience in the optical fibre and cable industry. He joined the Company in March 1998 and served as assistant manager and manager of the finance department successively from March 1998 to November 2001, and served as chief financial officer from November 2001 to September 2011. Mr. Zhuang Dan obtained a bachelor's degree in auditing from Wuhan University (武漢大學) in July 1992, a master's degree in accounting from Wuhan University of Finance and Economics (中南財經大學) in June 1998, and a postdoctoral certificate in business administration from Shanghai University of Finance and Economics (上海財經大學) in April 2001. Currently, he is a deputy to the 14th session of the People's Congress of Hubei Province, and has received special government allowance awarded by the State Council of the PRC.

As at the date of this announcement, Mr. Zhuang Dan holds 991,450 underlying A Shares represented by the units in Ningbo Ruitu Management Consulting Partnership Enterprise (Limited Partnership), representing approximately 0.13% of the total issued share capital of the Company, within the meaning of Part XV of the SFO.

### **NON-EXECUTIVE DIRECTORS**

Mr. Ma Jie (馬杰), age 52, holder of doctoral degree. Mr. Ma Jie has been a non-executive Director of the Company since December 19, 2013. He has been the chairman of the Company and the chairman of the Strategy Committee since January 24, 2017. He is responsible for providing strategic advice and making recommendations on the operations and management of the Company. Mr. Ma Jie has been serving as a director of the board and the general manager of China Huaxin Post and Telecommunications Economy Development Center (renamed as China Huaxin Post and Telecom Technologies Co., Ltd (中國華信郵電科技有限公司)), one of the substantial shareholders of the Company, since October 2017, and is primarily responsible for overall business operation and management. Mr. Ma Jie also serves as a director of Nokia Shanghai Bell Co., Ltd; the chairman of Unihub China Information Technology Co., Ltd (中盈優創資訊科技有限公司); and the director of ALE Holding and RFS Radio Frequency Systems Holdings Ltd.\* (安弗施無線射頻 系統控股有限公司). He consecutively served as the consultant of strategic consulting of Shanghai Bell Co., Ltd, and the director of human resources department of Shanghai Bell Alcatel Mobile Communication System Company Limited (上海貝爾阿爾卡特移動通信系統有限公司) from 1998 to 2002; he consecutively served as the vice-president, and the executive vice - president of Shanghai Bell-Alcatel Co., Ltd. (上海貝爾阿爾卡特股份有限公司) and vice-president of Nokia Shanghai Bell Co., Ltd, from 2002 to 2011. Mr. Ma Jie graduated from Nankai University (南開 大學) with a bachelor's degree in economics and a doctorate in economics in July 1993 and July 1998, respectively. He also obtained an executive master of business administration from a joint program of Washington University in Saint Louis and Fudan University (復旦大學) in March 2005.

**Mr. Guo Tao** (郭韜), age 52, holder of master degree. Mr. Guo Tao was appointed as nonexecutive director of the Company on January 17, 2020. He is currently the deputy general manager and secretary to the board of China Huaxin, one of the substantial shareholder of the Company, member of Discipline Inspection Commission of Nokia Shanghai Bell Co., Ltd, and the director of Huaxin Capital Investment Management Ltd (華信長安資本投資管理有限公司), Shanghai Bell enterprise communication Co., Ltd (上海貝爾企業通信有限公司) and ALE Holding. He consecutively served as an assistant engineer and the principal staff of the Construction Committee of Shandong Province from July 1992 to 2001. From 2001 to 2010, he was the chief strategy officer of Shanghai Bell Co., Ltd and Alcatel-Lucent Group. From 2013 to 2015, he was the head of strategy and investment of Nokia Shanghai Bell Co., Ltd. He consecutively served as the senior vice-president, the executive vice-president and member of Discipline Inspection Commission of Nokia Shanghai Bell Co., Ltd from 2015 to May 2018, primarily in charge of the strategic and innovation work of the company.

**Mr. Philippe Claude Vanhille** (菲利普•范希爾), age 59, has been a non-executive Director of the Company since December 19, 2013. He has been elected as the Vice Chairman of the Board and appointed as a member of the Strategy Committee with effect from January 24, 2017. He is responsible for providing strategic advice and making recommendations on the operations and management of the Company. He has been serving as the Executive vice-president of Telecom Division of the Prysmian Group since May 2013, where he is primarily responsible for the global telecom business of the Prysmian Group, and an executive director of Draka Comteq B.V. ("Draka"), one of the substantial shareholders of the Company, since June 2013. Mr. Vanhille concurrently also holds several positions in certain subsidiaries of Prysmian S.p.A., a company listed on the Milan Stock Exchange (Stock Code: PRYMY), including serving as a non-executive director of Draka Comteq Fibre B.V. since January 2013, a member of the Comitê de Controle of Draka Comteq Fibre B.V. since January 2013, a non-executive director of Prysmian Cables and Systems USA LLC since June 2013. He has also been serving as the chairman of Communication Infrastructure Team of Europacable (European Trade Association) since May 2013.

Prior to the current positions, Mr. Vanhille acted as a R&D engineer for Renault S.A. from October 1989 to February 1991, where he was primarily responsible for improving Formula 1 engine parts. He moved to the cable industry in 1991 with Alcatel Cable France S.A.. Over the past 22 years he held a number of senior operations and general management positions within the cable industry for Alcatel Cable France S.A. and Draka Holding N.V., a company then listed on the Euronext Amsterdam (Stock Code: DRAK), and subsequently in the energy, copper telecom and optical fibre sectors. He was head of Optical Fibre Business Unit of Draka Holding N.V. at the time of the acquisition of Draka Holding N.V. by Prysmian S.p.A. in 2011. He also concurrently served as a non-executive director of Shenzhen SDG Information Draka Optical Fibre Co., Ltd. (深圳特發 信息德拉克光纖有限公司, currently known as Shenzhen SDGI) from January 2008 to June 2009. From July 2011 to May 2013, he further served as a vice president of Optical Fibre Business Unit of the Prysmian Group, where he was primarily responsible for the global optical fibre business of the Prysmian Group, and a director of Draka Comteq France S.A.S.. Mr. Vanhille obtained a master's degree in mechanical engineering from I.N.S.A. Lyon, France in June 1989 and graduated from Institut Francais de Gestion, Aix-en-Provence, France in June 1997 with a master's degree in management.

**Mr. Pier Francesco Facchini** (皮埃爾•法奇尼), age 55, has been a non-executive director of the Company since January 24, 2017. Mr. Pier Francesco Facchini is currently the chief financial officer, the IT director and an executive director of Prysmian S.p.A., a company listed on the Milan Stock Exchange (Stock Code: PRYMY) and Draka (one of the substantial shareholders of the Company), and he has been a member of the board of directors of Prysmian S.p.A. since February 2007. Mr. Pier Francesco Facchini also holds a number of positions simultaneously in the subsidiaries of Prysmian S.p.A., including the president of Draka Comteq France S.A.S., Prysmian Cables et Systemes France S.A.S. and Comitê de Controle of Silec Cable S.A.S., the chairman of the Board of Commissioners in P.T. Prysmian Cables Indonesia, the chairman of the board of directors of Prysmian Cavi e Sistemi S.r.l., and Prysmian (China) Investment Company Ltd., and the chairman of the board of supervisors of Prysmian MKM Magyar Kabel Muvek KFT. Mr. Pier Francesco Facchini obtained a doctoral degree in business administration from Università Bocconi, Milan, Italy, in March 1991, and he was granted the professional qualification as a certified chartered accountant by the Ministry of University, Research and Development in Italy in 1994.

**Mr. Iuri Longhi** (尤里•隆吉), aged 45, is currently the chief strategy officer of the Prysmian Group. Mr. Iuri Longhi joined the Prysmian Group in May 2020. Prior to joining the Prysmian Group, Mr. Iuri Longhi started his career at Procter & Gamble, where he held various positions in different countries including Italy, France and Belgium, from 2003 to 2008. After that, he joined the Boston Consulting Group in Milan until December 2013, where he led multiple assignments in the consumer goods and industrial goods practice, focusing on strategy, business development and business model redesign and optimization. From January 2014 to April 2020, Mr. Iuri Longhi served as the head of M&A and corporate finance at Lavazza, where he was responsible for managing acquisitions, partnerships and other external growth related initiatives. During his tenure at Lavazza, Mr. Iuri Longhi had also held various other managerial roles, he was the head of marketing and R&D financial controlling from February 2017 to October 2018; the office coffee service (OCS) & vending finance director from November 2018 to April 2020; and board member of Lavazza Professional Holding in the North America and Europe regions from November 2018 to April 2020.

Mr. Iuri Longhi obtained a master's degree in mechanical engineering from Università degli Studi di Roma Tor Vergata and a master of business administration from each of SDA Bocconi in Milan and London Business School in the United Kingdom.

Mr. Xiong Xiangfeng (熊向峰), age 58, is a member of the Communist Party of China and a senior engineer with a master's degree. He has been a non-executive Director of the Company since December 2013. He is responsible for providing strategic advice and making recommendations on the operations and management of the Company. Mr. Xiong Xiangfeng has served as the president of Yangtze Communications, one of the substantial shareholders of the Company and a company listed on the Shanghai Stock Exchange (Stock Code: 600345), since April 2013, where he was primarily responsible for the overall management of the company and act as director since May 2014 and the Chairman of Yangtze Communications since January 2021. Mr. Xiong Xiangfeng has also held several positions in certain subsidiaries of Yangtze Communications since April 2013. He once worked at Wuhan Research Institute of Posts and Telecommunications (武漢郵電科學研究院) and served as the secretary of Youth League committee, the deputy director of office, the deputy director of the optical fibre and cable department, the general manager of the cable plant. Since December 1999, Mr. Xiong Xiangfeng served various positions in FiberHome Telecommunication Technologies Co., Ltd. (烽火通信科技股份有限公司), a company listed on the Shanghai Stock Exchange (Stock Code: 600498), including the secretary of the board of directors from December 1999 to March 2002, the vice president and the secretary of the board of directors from April 2002

to April 2005, the vice president, the deputy Party secretary, the secretary of the board of directors and the chairman of labour union from May 2005 to March 2010 and the vice president, the deputy Party secretary and the chairman of labour union from April 2010 to April 2013.

Mr. Xiong Xiangfeng obtained his bachelor's degree in photoelectric imaging technology from East China Institute of Engineering (華東工學院, currently known as Nanjing University of Science and Technology (南京理工大學)) in July 1986 and a master's degree in business administration from Wuhan University (武漢大學) in June 2009.

As at the date of this announcement, Mr. Xiong Xiangfeng holds 297,450 underlying A Shares represented by the units in Wuhan Ruitu Management Consulting Partnership Enterprise (Limited Partnership), representing approximately 0.04% of the total issued share capital of the Company, within the meaning of Part XV of the SFO.

**Mr. Mei Yong** (梅勇), age 48, a member of the Communist Party of China and graduated with a university bachelor's degree in public finance from Zhongnan University of Finance and Economics (中南財經大學). Mr. Mei Yong served as an accountant, assistant manager, manager, securities affairs representative and assistant to the president at the assets and finance department of Yangtze Communications, one of the substantial shareholders of the Company and a company listed on the Shanghai Stock Exchange (Stock Code: 600345). Since August 2011, Mr. Mei Yong has served as a board secretary of Yangtze Communications; since May 2015, he has been appointed as vice president and has continued to serve as a board secretary of Yangtze Communications; and since June 2021, he has been appointed as chief financial officer and has continued to serve as a board secretary and vice president of Yangtze Communications.

# **INDEPENDENT NON-EXECUTIVE DIRECTORS**

**Mr. Bingsheng Teng** (滕斌聖), age 52, holder of doctoral degree. Mr. Bingsheng Teng was appointed as an independent non-executive Director, chairman of the Nomination and Remuneration Committee and a member of the Strategy Committee on January 17, 2020. Mr. Bingsheng Teng joined the Cheung Kong Graduate School of Business at the end of 2006 and currently is the vice president and a professor of strategy of the school. Mr. Bingsheng Teng received his doctoral degree in strategic management from the City University of New York in 1998 and taught in the GWU School of Business from 1998 to 2006, serving as associate professor of strategy and doctoral tutor, and was tenured and responsible for the doctoral program in the field of strategy in the school. In 2003, Mr. Bingsheng Teng was awarded the Wendell and Louis Crain Research Scholar at the GWU School of Business, with his biography appearing in Who's Who in America and Who's Who in American Higher Education.

Mr. Bingsheng Teng's research and teaching focus on strategic alliances, mergers and acquisitions, entrepreneurship and innovation, family business management, and transnational business operations of enterprises. Mr. Bingsheng Teng serves on the editorial boards of academic journals, such as International Entrepreneurship and Management Journal, Journal of Business Research and Frontiers of Business Research in China, and is a professional reviewer of all the international top strategics journals. In the past few years, Mr. Bingsheng Teng has published over 20 papers in internationally famous journals, including top journals such as Academy of Management Review and Organization Science. Mr. Bingsheng Teng is regarded as an authority on corporate strategy, and has been frequently interviewed by the media such as Wall Street Journal and New York Times. His research results have been included in a number of strategics textbooks, and some of his articles are considered as required readings by research alliances and have received thousands of professional citations.

Mr. Bingsheng Teng has rich experience in management teaching and enterprise consultation. The enterprises that ever consulted him or were provided with training by him includes China Mobile, Lenovo Group, Tencent, Baidu and China Resources Group. Mr. Bingsheng Teng has been an independent non-executive director of Haisco Pharmaceutical Group Co., Ltd. (海思科醫藥集團 股份有限公司), a company listed on the Shenzhen Stock Exchange (stock code: 002653) since January 2017, Wanda Hotel Development Company Limited (萬達酒店發展有限公司), a company listed on the Hong Kong Stock Exchange (stock code: 169) since March 2019, Litian Pictures Holdings Limited, a company listed on the Hong Kong Stock Exchange (stock code: 9958) since May 2020, and Zhejiang Aokang Shoes Co., Ltd., a company listed on Shanghai Stock Exchange (stock code: 603001) since December 2022.

**Mr. Song Wei** (宋瑋), age 59, was appointed as an independent non-executive Director, chairman of the Audit Committee and a member of the Nomination and Remuneration Committee on January 17, 2020. Mr. Song Wei is the chairman and chief partner of Seapower Tax Consultancy Co., Ltd. since 2001, and managing director of Seapower Technology Co., Ltd. since 2008. Before his current positions, Mr. Song Wei was section chief and assistant investigator of The Offshore Oil Tax Administration of the Ministry of Finance from 1985 to 1993, auditor of KPMG Accounting Firm, Hong Kong from 1993 to 1995, assistant investigator of the Department of Foreign Tax Affair of the State Administration of Taxation from 1995 to 1998, and appointed by State Administration of Taxation to be director of the China International Tax Consultancy (Hong Kong) Co., Ltd. from 1998 to 2001.

Mr. Song Wei obtained a bachelor's degree in Economics from Dongbei University of Finance and Economics (東北財經大學) in August 1985, and obtained a master's degree in Professional Accountancy from The Chinese University of Hong Kong in December 2004. Mr. Song Wei is currently a Member of the 11th CPPCC Guangdong Provincial Committee, executive director of The China Certified Tax Agents Association, vice president of Guangdong Certified Tax Agents Association, member of the Administrative Reconsideration Committee of the State Administration of Taxation of Guangdong Province, executive director of Guangdong Provincial Tax Institute, associate member of The Association of International Accountants (UK), part-time postgraduate mentor of Shanghai National Accounting Institute, part-time postgraduate mentor of Dongbei University of Finance and Economics. Mr. Song Wei is also a Chinese Certified Public Accountant, a Chinese Certified Tax Agent and an Associate Member of AIA (UK).

As at the date of this announcement, Mr. Song Wei is interested in 200,000 H Shares, representing approximately 0.03% of the total issued share capital of the Company, within the meaning if Part XV of the SFO.

**Dr. WONG Tin Yau, Kelvin** (黃天祐), age 62, was appointed as an independent non-executive Director and a member of the Audit Committee on January 17, 2020. Dr. Wong Tin Yau, Kelvin is currently an executive director and deputy managing director of COSCO SHIPPING Ports Limited (中遠海運港口有限公司), a company listed on the Hong Kong Stock Exchange (Stock Code: 1199). He is also an independent non-executive director of China ZhengTong Auto Services Holdings Limited (中國正通汽車服務控股有限公司), a company listed on the Hong Kong Stock Exchange (Stock Code: 01728). Dr. Wong Tin Yau, Kelvin was an independent non-executive director of JS Global Lifestyle Company Limited, a company listed on the Hong Kong Stock Exchange (Stock Code: 1691), from October 2019 to August 2022, and an independent non-executive director of Shanghai Fosun Pharmaceutical (Group) Co., Ltd. (上海復星醫藥(集團) 股份有限公司) a company listed on the Hong Kong Stock Exchange (Stock Code: 2196.HK and 600196.SH), from June 2015 to June 2021, an independent non-executive director of I.T Limited, a company listed on the Hong Kong Stock Exchange

(Stock Code: 999) (delisted from the Hong Kong Stock Exchange on 30 April 2021), from August 2007 to April 2021, and an independent non-executive director of Xinjiang Goldwind Science & Technology Co., Ltd., (新疆金風科技股份有限公司), a company dually listed on the Hong Kong Stock Exchange and the Shenzhen Stock Exchange (stock codes: 2208.HK and 2202.SZ), from October 2016 to June 2022.

Dr. Wong Tin Yau, Kelvin is currently the chairman of the Accounting and Financial Reporting Council of Hong Kong. He was also a member of the Operations Review Committee of Hong Kong Independent Commission Against Corruption, the Chairman of the Hong Kong Institute of Directors, a non-executive director of the Securities and Futures Commission of Hong Kong, the chairman of Investor and Financial Education Council, a member of Financial Reporting Council, a convenor-cum-member of Financial Reporting Review Panel, a member of Standing Committee on Company Law Reform, and a member of Main Board and Growth Enterprise Market Listing Committees of the Hong Kong Stock Exchange.

Dr. Wong Tin Yau, Kelvin obtained a master's degree in business administration from Andrews University in Michigan, the United States in 1992 and a Ph.D. in business administration degree from The Hong Kong Polytechnic University in 2007. Dr. Wong was awarded Silver Bauhinia Star in 2021 by the Government of the Hong Kong Special Administrative Region and was appointed as a Justice of the Peace in 2013.

**Ms. Li Chang'ai** (李長愛), age 59, is currently a professor (level II) at the School of Accountancy of Hubei University of Economics (湖北經濟學院會計學院), she has been teaching at the School of Accountancy of Hubei University of Economics since 1988. Ms. Li Chang'ai is also a director of the Accounting Society of China (中國會計學會), an executive director of Accounting Society of Hubei Province (湖北省會計學會), an executive director of Audit Society of Hubei Province (湖北省會計學會) and a special auditor of Audit Bureau of Wuhan (武漢市審計局). Ms. Li Chang'ai has served as an independent director of KOFON Motion Group (湖北科峰智能傳動股份有限公司) since November 2020, an independent director of Jiaxing Jiete New Material Co., Ltd (嘉興 傑特新材料股份有限公司) since December 2021, and an independent director of Wuhan Glroad Smart Technology Co., Ltd (武漢格藍若智能技術股份有限公司) since September 2022. Ms. Li had served as an independent director of Wuhan Hitek Biopharmaceutical Co., Ltd. (武漢海特生物 製藥股份有限公司), a company listed on Shenzhen Stock Exchange (Stock Code: 300683), from August 2017 to January 2021; and as an independent supervisor of the Company from June 2015 to January 2020.

Ms. Li Chang'ai obtained her bachelor's degree in economics, master's degree in economics and doctorate in management from Zhongnan University of Finance and Economics (中南財經大學). She is a Chinese certified public accountant (non-practicing) and a senior member of the Accounting Society of China (中國會計學會) and obtained an independent director qualification certificate in 2008.

Except as stated above, none of the above Director has (i) held any other position in the Group; (ii) any other relationship with any Director, Supervisor, senior management, substantial shareholder or controlling shareholder of the Company; (iii) held any other directorship in any listed company in the last three years; or (iv) any interest in the Shares within the meaning of Part XV of the SFO. None of the above Director has been subject to sanction by the CSRC or other relevant authorities or to disciplinary action by the Stock Exchange.

Save as disclosed herein, there are no other matters relating to the appointment of the above Directors that need to be brought to the attention of the Shareholders nor is there any information to be disclosed pursuant to any of the requirements of Rule 13.51(2) of the Listing Rules.

#### APPENDIX II BIOGRAPHICAL DETAILS OF NON-EMPLOYEE REPRESENTATIVE SUPERVISORS

#### NON-EMPLOYEE REPRESENTATIVE SUPERVISORS

Mr. Li Ping (李平), age 69, was appointed as non-employee representative Supervisor of the Company on January 17, 2020 and is responsible for supervising the performance of duties by the directors and senior management at the Company. He has extensive administrative experience in the management of listed companies and has over 40 years of experience in operation and working in China's telecommunications industry. Mr. Li Ping has been an independent nonexecutive director of China State Construction Engineering Corporation Ltd. (中國建築股份有限 公司), a company listed on the Shanghai Stock Exchange (Stock Code: 601668) since May 2021. Mr. Li Ping has been serving as the chairman and an executive director of China Communication Service Co., Ltd. (中國通信服務股份有限公司), a company listed on the Hong Kong Stock Exchange (Stock Code: 552), for the period from August 2006 to January 2015. Prior to these positions, he once served as the executive vice president of China Telecom Corporation Limited (中國電信股份有限公司), a company listed on the Hong Kong Stock Exchange (Stock Code: 728), the vice chairman and chief operating officer of China Mobile Limited (中國移動有限公 司), a company listed on the New York Stock Exchange (Stock Code: CHL) and the Hong Kong Stock Exchange (Stock Code: 941) and the Deputy Directorate General of Telecommunications of the Ministry of Posts and Telecommunications of the PRC (中國郵電部, the predecessor of the Ministry of Industry and Information Technology of the PRC (中國工業和信息化部)). Mr. Li Ping graduated from Beijing University of Posts and Telecommunications (北京郵電大學) majoring in radio communication in October 1975 and graduated from the University at Buffalo School of Management of the State University of New York, USA, with a master's degree in business administration in January 1989.

Dr. Li Zhuo (李卓), age 54, was appointed as non-employee representative Supervisor of the Company on January 17, 2020 and is responsible for supervising the performance of duties by the directors and senior management at the Company. Dr. Li Zhuo is currently a professor of economics and the deputy director of the Centers Researches bases of The Ministry of Education, Center for Economic Development Research of Wuhan University (武漢大學). From July 1989 to August 1992, Dr. Li Zhuo worked at Xiangfan Branch of China National Real Estate Development Group Corporation (中國房地產開發集團公司裏樊分公司), and later worked at Guangzhou Branch of the People's Bank of China (中國人民銀行廣州分行). Dr. Li Zhuo has been working at Wuhan University since 1998 and consecutively held the positions of lecturer and assistant professor until 2001 and until 2006, respectively. Since 2006, he has been a professor of Wuhan University. He also served as a visiting scholar of University of Illinois at Urbana-Champaign from July 2002 to July 2003 and University of Paris III in 2007. Dr. Li Zhuo graduated from Hubei University of Technology (湖北工業大學) with a bachelor's degree in industrial and civil construction in 1989. He also obtained a master's degree in international economics and a doctorate in international economics from Wuhan University in June 1995 and in June 1998, respectively. Dr. Li Zhuo was listed in the "Prominent Talent Plan in the New Century" recognized by the Ministry of Education of the PRC in October 2010.

Except as stated above, none of the above non-employee representative Supervisor has (i) held any other directorship in any listed company in the last three years; (ii) held any other position in the Group; (iii) any other relationship with any Director, Supervisor, senior management, substantial shareholder or controlling shareholder of the Company; or (iv) any interest in the Shares within the meaning of Part XV of the SFO. None of the above non-employee representative Supervisor has been subject to sanction by the CSRC or other relevant authorities or to disciplinary action by stock exchange.

Save as disclosed herein, there are no other matters relating to the appointment of the above nonemployee representative Supervisors that need to be brought to the attention of the Shareholders nor is there any information to be disclosed pursuant to any of the requirements of Rule 13.51(2) of the Listing Rules.

# APPENDIX III BIOGRAPHICAL DETAILS OF EMPLOYEE REPRESENTATIVE SUPERVISOR

#### **EMPLOYEE REPRESENTATIVE SUPERVISOR**

Mr. Xiong Zhuang (熊壯), aged 50, obtained his bachelor's degree in mechanical manufacture process and equipment from Wuhan University of Technology (武漢理工大學) in 1994 and received his Ph.D. in Mechanical manufacture and automation from Huazhong University of Science and Technology (華中科技大學) in 2000. Since then, he joined the Company and worked as a researcher, cable R&D manager, assistant manager of Optical Cable Production Department and a manager of Optical Cable Technical Support Department during the period from 2000 to 2010. After that, he has served various positions in the Group, including a chief technology officer of Optical Cable Business Unit, a deputy general manager of R&D Center and an optical cable product line at Telecom Business Unit and an optical cable chief scientist of YOFC Group Innovation Center. Currently, he is also an executive committee member of the IWCS Cable and Connectivity Symposium and an associate rapporteur of the ITU-T SG 15 Q7 programme of the International Telecommunication Union.

As at the date of this announcement, Mr. Xiong Zhuang holds 159,750 underlying A Shares represented by the units in Ningbo Ruiying Management Consulting Partnership Enterprise (Limited Partnership) (previously known as Wuhan Ruiteng Management Consulting Partnership Enterprise (Limited Partnership)), representing approximately 0.02% of the total issued share capital of the Company, within the meaning of Part XV of the SFO.

Except as stated above, Mr. Xiong Zhuang has not (i) held any other directorship in any listed company in the last three years; (ii) held any other position in the Group; (iii) any other relationship with any Director, Supervisor, senior management, substantial shareholder or controlling shareholder of the Company; or (iv) any interest in the Shares within the meaning of Part XV of the SFO. None of the above employee representative Supervisor has been subject to sanction by the CSRC or other relevant authorities or to disciplinary action by stock exchange.

Save as disclosed herein, there are no other matters relating to the appointment of the above employee representative Supervisor that need to be brought to the attention of the Shareholders nor is there any information to be disclosed pursuant to any of the requirements of Rule 13.51(2) of the Listing Rules.