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**THIS CIRCULAR IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION**

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**If you are in any doubt** as to any aspect of this circular or as to the action to be taken, you should consult your stockbroker or other registered dealer in securities, bank manager, solicitor, professional accountant or other professional adviser.

**If you have sold or transferred** all your shares in **Ozner Water International Holding Limited** (the “Company”), you should at once hand this circular and the accompanying form of proxy to the purchaser or to the transferee or to the bank, stockbroker or other agent through whom the sale or transfer was effected for transmission to the purchaser or transferee.

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**OZNER 浩澤**

**OZNER WATER INTERNATIONAL HOLDING LIMITED**

**浩澤淨水國際控股有限公司**

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 2014)**

**PROPOSED APPOINTMENT OF AUDITORS  
AND  
NOTICE OF EXTRAORDINARY GENERAL MEETING**

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A notice convening the extraordinary general meeting (the “EGM”) of the Company to be held at Room 405, 4/F, No. 60 Guiqiao Road, Pudong New District, Shanghai, the PRC on Wednesday, 10 March 2021 at 10:00 a.m., is set out on pages EGM-1 to EGM-3 of this circular. A form of proxy for use at the EGM is enclosed with this circular. Such form of proxy is also published on the websites of the Stock Exchange ([www.hkexnews.hk](http://www.hkexnews.hk)) and the Company ([www.ozner.net](http://www.ozner.net)).

Whether or not you are able to attend the EGM, please complete and sign the accompanying form of proxy in accordance with the instructions printed thereon and return it to the Company’s branch share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong as soon as possible but in any event not later than 48 hours before the time appointed for the holding of the EGM or any adjournment thereof. Completion and return of the form of proxy will not preclude you from attending and voting in person at the EGM or any adjournment thereof should you so wish.

23 February 2021

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## DEFINITIONS

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

“Asian Alliance”	Asian Alliance (HK) CPA Limited, the new auditors proposed to be appointed by the Company subject to approval by the Shareholders at the EGM;
“Audit Committee”	audit committee of the Company;
“Board”	board of Directors;
“Company”	Ozner Water International Holding Limited (stock code: 2014), a company incorporated in the Cayman Islands with limited liability and whose Shares are listed on the main board of the Stock Exchange;
“Director(s)”	director(s) of the Company;
“EGM”	the extraordinary general meeting of the Company to be held at Room 405, 4/F, No. 60 Guiqiao Road, Pudong New District, Shanghai, the PRC on Wednesday, 10 March 2021 at 10:00 a.m., to consider and, if thought fit, to approve the proposed appointment of Asian Alliance as the new auditors of the Company;
“EY”	Ernst & Young, the former auditors of the Company;
“Hong Kong”	the Hong Kong Special Administrative Region of the People’s Republic of China;
“Latest Practicable Date”	18 February 2021, being the latest practicable date prior to the printing of this circular for ascertaining certain information contained in this circular prior to its publication;
“Listing Rules”	Rules Governing the Listing of Securities on the Stock Exchange, as amended from time to time;
“Share(s)”	ordinary share(s) of nominal value of HK\$0.01 each in the capital of the Company;
“Shareholder(s)”	the holder(s) of the Share(s); and
“Stock Exchange”	The Stock Exchange of Hong Kong Limited.

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LETTER FROM THE BOARD

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**OZNER 浩澤**

**OZNER WATER INTERNATIONAL HOLDING LIMITED**

**浩澤淨水國際控股有限公司**

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 2014)**

*Executive Directors:*

Mr. XIAO Shu (*Chairman*)

Mr. HE Jun (*Chief Executive Officer*)

Mr. XIE Jinlong

*Non-executive Director:*

Mr. WANG Xiaodong

*Independent non-executive Director:*

Ms. HUANG Jing

*Registered office:*

190 Elgin Avenue

George Town

Grand Cayman KY1-9005

Cayman Islands

*Corporate headquarters:*

No. 60 Guiqiao Road

Pudong New District

Shanghai

The People's Republic of China

*Principal place of business in Hong*

*Kong:*

31/F, Tower Two, Times Square

1 Matheson Street

Causeway Bay

Hong Kong

23 February 2021

*To the Shareholders*

Dear Sir or Madam,

**PROPOSED APPOINTMENT OF AUDITORS  
AND  
NOTICE OF EXTRAORDINARY GENERAL MEETING**

**INTRODUCTION**

Reference is made to the announcement of the Company dated 11 February 2021 in relation to, among others, the proposed appointment of auditors.

The purpose of this circular is to provide you with, among other things, information in relation to the proposed appointment of Asian Alliance as the new auditors of the Company and a notice of the EGM.

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## LETTER FROM THE BOARD

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### PROPOSED APPOINTMENT OF AUDITORS

Reference is further made to the announcement of the Company dated 31 July 2020 (the “**Poll Results Announcement**”) in relation to, among other things, the poll results of the annual general meeting of the Company held on 31 July 2020 (the “**AGM**”) and the vacancy of auditors.

As disclosed in the Poll Results Announcement, resolution numbered 4 regarding the re-appointment of EY as auditors of the Company for the year ended 31 December 2020 was not passed at the AGM and the office of the Company’s auditors became vacant with effect from the conclusion of the AGM. After careful consideration and with the recommendation from the Audit Committee, the Board has resolved to recommend to the Shareholders the appointment of Asian Alliance as the new auditors of the Company to fill the vacancy and to hold office until the conclusion of the next annual general meeting of the Company, subject to the approval by the Shareholders at the EGM.

### CLOSURE OF THE REGISTER OF MEMBERS

The register of members of the Company will be closed from Friday, 5 March 2021 to Wednesday, 10 March 2021, both dates inclusive, during which period no transfer of shares will be registered. In order to qualify for the right to attend and vote at the EGM or any adjournment thereof, all transfer documents accompanied by the relevant share certificates must be lodged with the Company’s branch share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong for registration not later than 4:30 p.m. on Thursday, 4 March 2021.

### EGM AND PROXY ARRANGEMENT

The notice of the EGM is set out on pages EGM-1 to EGM-3 of this circular. At the EGM, resolution will be proposed to approve the proposed appointment of Asian Alliance as the new auditors of the Company. As at the Latest Practicable Date, to the extent that the Directors are aware and having made all reasonable enquiries, none of the Shareholders is required to abstain from voting on the resolution to approve the proposed appointment of Asian Alliance as the new auditors of the Company at the EGM.

Pursuant to the Listing Rules, any vote of shareholders at a general meeting must be taken by poll except for purely procedural or administrative matters. Accordingly, the proposed resolution will be put to vote by way of poll at the EGM. An announcement on the poll result of the EGM will be made by the Company in the manner prescribed under Rule 13.39(5) of the Listing Rules.

A form of proxy for use at the EGM is enclosed with this circular. Such form of proxy is also published on the websites of the Stock Exchange ([www.hkexnews.hk](http://www.hkexnews.hk)) and the Company ([www.ozner.net](http://www.ozner.net)). Whether or not you intend to be present at the EGM, you are requested to complete the form of proxy in accordance with the instructions printed thereon and return it to the branch share registrar of the Company in Hong Kong, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong not less than 48 hours before the time fixed for the holding of the EGM or any adjournment thereof. Completion and return of the form of proxy will not preclude you from attending and voting in person at the EGM or any adjournment thereof should you so wish.

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## LETTER FROM THE BOARD

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### RECOMMENDATION

The Directors are of the opinion that the proposed appointment of Asian Alliance as the new auditors of the Company is in the interests of the Company and the Shareholders as a whole. Accordingly, the Directors recommend the Shareholders to vote in favour of the resolution proposed at the EGM to approve the proposed appointment of Asian Alliance as the new auditors of the Company.

### RESPONSIBILITY STATEMENT

This circular, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the Listing Rules for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that to the best of their knowledge and belief, the information contained in this circular is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this circular misleading.

Yours faithfully  
By order of the Board  
**Ozner Water International Holding Limited**  
**XIAO Shu**  
*Chairman and Executive Director*

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## NOTICE OF THE EGM

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**OZNER 浩澤**

**OZNER WATER INTERNATIONAL HOLDING LIMITED**

**浩澤淨水國際控股有限公司**

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 2014)**

### NOTICE OF EXTRAORDINARY GENERAL MEETING

**NOTICE IS HEREBY GIVEN** that the extraordinary general meeting (the “EGM”) of Ozner Water International Holding Limited (the “Company”) will be held at Room 405, 4/F, No. 60 Guiqiao Road, Pudong New District, Shanghai, the PRC on Wednesday, 10 March 2021 at 10:00 a.m. for the purpose of considering and, if thought fit, passing with or without amendments, the following resolution as ordinary resolution of the Company:

#### ORDINARY RESOLUTION

1. “**THAT** Asian Alliance (HK) CPA Limited be and is hereby appointed as the auditors of the Company and to hold office until the conclusion of the next annual general meeting of the Company, and the board of directors of the Company be and is hereby authorised to fix its remuneration.”

By order of the Board

**Ozner Water International Holding Limited**

**XIAO Shu**

*Chairman and Executive Director*

Hong Kong, 23 February 2021

*Registered office:*

190 Elgin Avenue  
George Town  
Grand Cayman KY1-9005  
Cayman Islands

*Corporate headquarters:*

No. 60 Guiqiao Road  
Pudong New District  
Shanghai  
The People’s Republic of China

*Principal place of business in Hong Kong:*

31/F, Tower Two, Times Square  
1 Matheson Street  
Causeway Bay  
Hong Kong

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## NOTICE OF THE EGM

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*Notes:*

- (a) The register of members of the Company will be closed from Friday, 5 March 2021 to Wednesday, 10 March 2021, both dates inclusive, during which period no transfer of shares will be registered. In order to qualify for the right to attend and vote at the EGM, all transfer documents accompanied by the relevant share certificates must be lodged with the Company's branch share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong for registration not later than 4:30 p.m. on Thursday, 4 March 2021.
- (b) Any member of the Company entitled to attend and vote at the EGM shall be entitled to appoint a proxy to attend and vote instead of him/her. A proxy need not be a member of the Company. A member who is the holder of two or more shares of the Company may appoint more than one proxy to represent him/her to attend and vote on his/her behalf. If more than one proxy is so appointed, the appointment shall specify the number and class of shares in respect of which each such proxy is so appointed.
- (c) To be valid, a form of proxy and the power of attorney or other authority (if any) under which it is signed or a notarially certified copy thereof, must be lodged at the Company's branch share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong as soon as possible but in any event not less than 48 hours before the time appointed for the holding of the EGM or any adjournment thereof (as the case may be).
- (d) Completion and return of the form of proxy shall not preclude members from attending and voting in person at the EGM or any adjournment thereof (as the case may be) should they so wish, and in such event, the form of proxy previously submitted by such member(s) shall be deemed to be revoked.
- (e) Where there are joint registered holders of any share(s) of the Company, any one of such persons may vote at any meeting, either in person or by proxy, in respect of such share(s) as if he/she was solely entitled thereto; but if more than one of such joint holders are present at the meeting personally or by proxy, the vote of that one of the said persons so present whose name stands first on the register of members of the Company in respect of such share(s) shall be accepted to the exclusion of the votes of the other joint holders.

### **PRECAUTIONARY MEASURES AT THE EGM**

In light of the recent developments of the COVID-19 pandemic, the Company strongly recommends the shareholders of the Company to appoint the chairman of the EGM as their proxy to vote on the resolution as they have indicated in their forms of proxy on their behalf, instead of attending the EGM in person.



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## NOTICE OF THE EGM

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In addition, the Company will implement the following preventive measures at the EGM to protect attending shareholders or proxy from the risk of infection:

- Compulsory body temperature check will be conducted for every shareholder or proxy at the entrance of the venue.
- Every shareholder or proxy is required to show his/her health code before entering in to the venue.
- Every shareholder or proxy is required to wear surgical face mask throughout the meeting.
- No refreshments will be served.

Any person who does not comply with the above precautionary measures may be denied entry into the EGM venue.

*As at the date of this notice, the executive Directors are XIAO Shu, HE Jun and XIE Jinlong; the non-executive Director is WANG Xiaodong; and the independent non-executive Director is HUANG Jing.*