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DENOX ENVIRONMENTAL & TECHNOLOGY HOLDINGS LIMITED
迪諾斯環保科技控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1452)

**(1) POLL RESULTS OF THE ANNUAL GENERAL MEETING
HELD ON 30 JUNE 2020;**
**(2) CHANGES OF INDEPENDENT NON-EXECUTIVE DIRECTOR
AND THE COMPOSITION OF AUDIT COMMITTEE; AND**
(3) APPOINTMENT OF AUDITOR

POLL RESULTS OF THE AGM

Reference is made to the notice (the “**Notice**”) of the Annual General Meeting (the “**AGM**”) of Denox Environmental & Technology Holdings Limited (the “**Company**”) and the circular (the “**Circular**”) of the Company both dated 29 May 2020. Capitalised terms used in this announcement shall have the same meanings as those used in the Notice and the Circular, unless otherwise stated.

The Board is pleased to announce that all the ordinary resolutions proposed at the AGM were duly passed by the Shareholders by way of poll. The poll results of the AGM in respect of all the ordinary resolutions were as follows:

Ordinary Resolutions		Number of Votes (%)	
		For	Against
1.	To receive and adopt the audited consolidated financial statements and the reports of directors (the “ Directors ”) and the auditors of the Company for the year ended 31 December 2019.	270,634,013 (87.07%)	40,188,996 (12.93%)

Ordinary Resolutions		Number of Votes (%)	
		For	Against
2.	(a) To re-elect the following retiring Directors:		
	(i) Ms. Zhao Shu as an executive Director;	310,823,009 (100.00%)	0 (0.00%)
	(ii) Mr. Teo Yi-Dar as a non-executive Director;	310,823,009 (100.00%)	0 (0.00%)
	(iii) Mr. Li Min as an independent non-executive Director; and	310,823,009 (100.00%)	0 (0.00%)
	(b) To authorise the board of Directors (the “Board”) to fix the Directors’ remuneration.	270,634,013 (87.07%)	40,188,996 (12.93%)
3.	To appoint SHINEWING as the auditor of the Company until the conclusion of the next annual general meeting of the Company and to authorise the Board to fix the auditor’s remuneration.	288,986,997 (92.97%)	21,836,012 (7.03%)
4.	To grant an unconditional general mandate to the Directors to allot, issue and deal with additional shares of the Company (the “Shares”) not exceeding 20% of the number of the issued Shares as at the date of passing this resolution.	248,798,001 (80.04%)	62,025,008 (19.96%)
5.	To grant an unconditional general mandate to the Directors to buy-back Shares not exceeding 10% of the number of the issued Shares as at the date of passing this resolution.	310,823,009 (100.00%)	0 (0.00%)
6.	To extend the general mandate granted under resolution no. 4 to allot, issue and deal with additional Shares, representing the number of the Shares bought back pursuant to the general mandate granted by resolution no. 5.	248,798,001 (80.04%)	62,025,008 (19.96%)

Note: The full text of resolution nos. 4 to 6 are set out in the Notice.

As at the date of the AGM, a total number of 494,037,000 Shares were in issue and the holders of which are entitled to attend and vote for or against the resolutions at the AGM. There were no Shares entitling the holders to attend and abstain from voting in favour of any of the resolutions proposed at the AGM as set out in Rule 13.40 of the Listing Rules and there were no Shares requiring the Shareholders to abstain from voting at the AGM under the Listing Rules. None of the Shareholders stated their intention in the Circular to vote against or to abstain from voting on any of the resolutions at the AGM.

The Company's Hong Kong branch share registrar and transfer office, Tricor Investor Services Limited, acted as the scrutineer for the purpose of vote-taking at the AGM.

RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTOR AND CHAIRMAN OF AUDIT COMMITTEE

The Board announces that Mr. Lam Yiu Por ("**Mr. Lam**") has tendered his resignation as an independent non-executive Director (the "**INED**") with effect from 30 June 2020 in order to devote more time on his other business commitments.

Mr. Lam has confirmed that he has no disagreement with the Board and there is no matter that needs to be brought to the attention to the Shareholders or the Stock Exchange regarding his resignation in accordance with the requirements of Rule 13.51(2) of the Listing Rules.

Following the resignation of Mr. Lam as an INED, Mr. Lam will also cease to be the chairman of the audit committee of the Company (the "**Audit Committee**") with effect from 30 June 2020.

The Board would like to take this opportunity to express its gratitude and appreciation to Mr. Lam for his valuable contributions to the Company during his tenure of office.

APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR AND CHAIRMAN OF AUDIT COMMITTEE

The Board further announces that Ms. Chan Yeuk Wa ("**Ms. Chan**") has been appointed as an INED and the chairman of the Audit Committee with effect from 30 June 2020.

The biographical details of Ms. Chan are set out as follows:

Ms. Chan, aged 50, has extensive experience in investment banking and commercial banking industry. From 1995 to 2006, she worked in Bank of China (Hong Kong) Limited and was responsible for marketing promotion and IPO Receiving Bank Service and Dividend Payment Services, and among others, mergers & acquisitions, privatization, shares repurchase and placing. From 2006 to 2009, Ms. Chan was the team head of IPO Service in the Commercial Business Management Department in Industrial and Commercial Bank of China (Asia) Limited, where she oversaw IPO and listing-related business and developed various banking products. From 2012 to 2019, Ms. Chan was a director and the chief executive officer at Partners Financial Holdings Limited, where she was responsible for various mergers & acquisitions transactions and establishment of private equity funds. Ms. Chan obtained a Master of Business Administration degree from the University of South Australia in 2004.

Ms. Chan has entered into a letter of appointment with the Company in relation to her appointment as an INED for a term of three years commencing from 30 June 2020. She is subject to retirement by rotation and re-election at the annual general meeting of the Company in accordance with the Articles. Under the letter of appointment, either party may terminate at any time by giving the other not less than three months' notice in writing. Ms. Chan is entitled to receive a fixed director's fee of

HK\$120,000 annually, which was determined by the Board based on the recommendation of the remuneration committee of the Company taking into account, among other factors, her qualifications and experience, responsibilities undertaken, contribution to the Company and the prevailing market level of remuneration for similar position and is subject to an annual review.

Save as disclosed above, Ms. Chan (i) does not hold other positions with the Company or any of its subsidiaries; (ii) has not held any directorships in the last three years in any public companies (the securities of which are listed on any securities market in Hong Kong or overseas); (iii) does not have any relationships with any Directors, senior management or substantial or controlling Shareholders; and (iv) does not have any interests in Shares within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

Save as disclosed above, as at the date of this announcement, there is no other information relating to Ms. Chan which is required to be disclosed pursuant to Rule 13.51(2)(h) to (v) of the Listing Rules, nor are there any other matters concerning the appointment of Ms. Chan as an INED that need to be brought to the attention of the Shareholders.

The Board would like to welcome Ms. Chan for joining the Board.

CHANGE IN COMPOSITION OF AUDIT COMMITTEE

After the above-mentioned retirement and appointment of INEDs, the Audit Committee is now composed of three INEDs, namely, Ms. Chan as the chairman, Mr. Li Min and Mr. Ong Chor Wei.

APPOINTMENT OF AUDITOR

Reference is made to the announcement of the Company dated 28 May 2020 in relation to the proposed change of auditor of the Company.

The Board is pleased to announce that SHINEWING was appointed as the auditor of the Company following the retirement of PwC on 30 June 2020 and will hold office until the conclusion of the next annual general meeting of the Company.

By Order of the Board
Denox Environmental & Technology Holdings Limited
Zhao Shu
Chairlady

Hong Kong, 30 June 2020

As at the date of this announcement, the Board comprises Ms. Zhao Shu, Mr. Kong Hongjun and Mr. Li Ke as executive Directors; Mr. Li Xingwu and Mr. Teo Yi-Dar as non-executive Directors; and Mr. Li Min, Mr. Ong Chor Wei and Ms. Chan Yeuk Wa as independent non-executive Directors.