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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)**

**APPOINTMENT OF INDEPENDENT FINANCIAL ADVISER**

**Independent Financial Adviser to the Independent Board Committees and  
the Independent Shareholders**



Reference is made to the announcement (the “**Announcement**”) of Denox Environmental & Technology Holdings Limited (the “**Company**”) dated 6 November 2023 in relation to, among other things, the Share Subscription and the Whitewash Waiver. Unless otherwise defined, capitalised terms used in this announcement shall have the same meanings as those defined in the Announcement.

The Board hereby announces that Red Solar Capital Limited, a licensed corporation to carry out Type 1 (dealing in securities) and Type 6 (advising on corporate finance) regulated activities under the SFO, has been appointed by the Company as the Independent Financial Adviser to advise the Independent Board Committees and the Independent Shareholders as to whether the Share Subscription Agreement and the transactions contemplated thereunder (including the Share Subscription), the grant of the Specific Mandate and the Whitewash Waiver are fair and reasonable and make recommendation on voting. The appointment of Red Solar Capital Limited as the Independent Financial Adviser has been approved by the Independent Board Committees pursuant to Rule 2.1 of the Takeovers Code.

The letter of advice from Red Solar Capital Limited to the Independent Board Committees and the Independent Shareholders on the Share Subscription Agreement and the transactions contemplated thereunder (including the Share Subscription), the grant of the Specific Mandate and the Whitewash Waiver will be included in the Circular to be despatched by the Company to the Shareholders in due course.

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

Hong Kong, 8 November 2023

*As at the date of this notice of meeting, the Board comprises Ms. Zhao Shu and Mr. Li Ke as executive Directors; Mr. Li Xingwu as non-executive Director; and Ms. Chan Yeuk Wa, Mr. Li Min and Mr. Ong Chor Wei as independent non-executive Directors.*

*The Directors jointly and severally accept full responsibility for the accuracy of the information contained in this announcement and confirm, having made all reasonable enquiries, that to the best of their knowledge, opinions expressed in this announcement have been arrived at after due and careful consideration and there are no other facts not contained in this announcement, the omission of which would make any statement in this announcement misleading.*