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Tianjin Capital Environmental Protection Group Company Limited  
天津創業環保集團股份有限公司

*(a joint stock limited company incorporated in the People's Republic of China with limited liability)*  
(Stock Code: 1065)

**(1) THE RESIGNATIONS OF EXECUTIVE DIRECTORS AND  
NON-EXECUTIVE DIRECTOR; AND  
(2) PROPOSED APPOINTMENTS OF EXECUTIVE DIRECTORS AND  
NON-EXECUTIVE DIRECTOR**

This announcement is made pursuant to Rule 13.51(2) of the Rules Governing the Listing of Securities on the Stock Exchange of Hong Kong Limited (the “**Listing Rules**”).

Tianjin Capital Environmental Protection Group Company Limited (the “**Company**”) and all directors (the “**Directors**”) of the board of directors (the “**Board**”) of the Company hereby warrant the truthfulness, accuracy and completeness of the contents of this announcement, and accept joint and several liabilities for any false information, misleading statements or material omissions in this announcement.

**THE RESIGNATIONS OF EXECUTIVE DIRECTORS AND NON-EXECUTIVE DIRECTOR**

The Company hereby announces that on 22 December 2023, the Board received the written resignation from Mr. Ji Guanglin, being our executive Director, Mr. Li Yang, being our executive Director and Ms. Jing Wanying, being our executive Director and Ms. Peng Yilin, being our non-executive Director. Due to the reason of work adjustment, Mr. Ji Guanglin has tendered his resignation as the executive Director of the ninth session of the Board and the chairman of the Strategic Committee and a member of the Nomination Committee of the Company; Mr. Li Yang has tendered his resignation as the executive Director of the ninth session of the Board and a member of the Strategic Committee and the Nomination Committee of the Company; Ms. Jing Wanying has tendered her resignation as the executive Director of the ninth session of the Board and a member of the Audit Committee of the Company; Ms. Peng Yilin has tendered her resignation as the non-executive Director of the ninth session of the Board and a member of the Strategic Committee. Mr. Ji Guanglin, Mr. Li Yang, Ms. Jing Wanying and Ms. Peng Yilin ceased to hold any position in the Company upon their resignations.

The resignations of Mr. Ji Guanglin, Mr. Li Yang, Ms. Jing Wanying and Ms. Peng Yilin shall take effect upon their vacancy is filled by succeeding Directors. Prior to that, Mr. Ji Guanglin, Mr. Li Yang, Ms. Jing Wanying and Ms. Peng Yilin will continue to perform their duties as Directors and the members of the Board committees in accordance with relevant laws and regulation. The Company will complete the election of succeeding executive Directors, non-executive Director and members of the Board committees as soon as practicable and perform its obligations of information disclosure in a timely manner in accordance with the relevant laws and regulations as well as the articles of association of the Company.

As of the date of this announcement, except that each of Mr. Li Yang and Ms. Jing Wanying holds 250,000 A Share Options granted under the A Share Option Incentive Scheme which was adopted on 23 December 2020 by the Company, Mr. Ji Guanglin, Mr. Li Yang, Ms. Jing Wanying and Ms. Peng Yilin do not hold any share of the Company, and there are no outstanding commitments that should have been fulfilled by them. Mr. Ji Guanglin, Mr. Li Yang, Ms. Jing Wanying and Ms. Peng Yilin have confirmed that they do not have any disagreement with the Board and there are no matters relating to their resignations that need to be brought to the attention of the shareholders of the Company.

The Company would like to express its sincere gratitude to Mr. Ji Guanglin, Mr. Li Yang, Ms. Jing Wanying and Ms. Peng Yilin for their contribution to the Company during their tenure of office.

## **PROPOSED APPOINTMENTS OF EXECUTIVE DIRECTORS AND NON-EXECUTIVE DIRECTOR**

For the purpose of filling the vacancies arising from the resignations of Mr. Ji Guanglin, Mr. Li Yang and Ms. Jing Wanying as executive Directors of the Company, the Board is pleased to announce that the Company has proposed to appoint Mr. Tang Fusheng (唐福生) (“**Mr. Tang**”), Mr. Pan Guangwen (潘光文) (“**Mr. Pan**”) and Ms. Nie Yanhong (聶艷紅) (“**Ms. Nie**”) as executive Directors of the Company, with their term of office commencing on the date of approval at the 2024 first extraordinary general meeting of the Company (the “**EGM**”) and ending on the expiration of the ninth session of the Board of the Company (i.e. 7 September 2025).

For the purpose of filling the vacancy arising from the resignation of Ms. Peng Yilin as a non-executive Director of the Company, the Board is pleased to announce that the Company has proposed to appoint Mr. Wang Yongwei (王永威) (“**Mr. Wang**”) as a non-executive Director of the Company, with his term of office commencing on the date of approval at the EGM and ending on the expiration of the ninth session of the Board of the Company (i.e. 7 September 2025).

The appointments of Mr. Tang, Mr. Pan and Ms. Nie as executive Directors of the Company and Mr. Wang as a non-executive Director of the Company are subject to approval by shareholders of the Company at the EGM.

The biographical details of Mr. Tang are set out below:

Tang Fusheng, male, aged 50, graduated from the Department of Environmental Engineering of Tianjin Institute of Urban Construction (天津城市建設學院), majoring in water supply and drainage, with a bachelor's degree in engineering. From July 2001 to April 2009, Mr. Tang successively served as the head of development department, deputy general manager and general manager of Tianjin Water Recycling Co., Ltd. (天津中水有限公司) (“**Water Recycling Company**”); from April 2009 to February 2010, he served as the assistant to the general manager of the Company and concurrently served as the chairman and the general manager of Water Recycling Company; and from March 2010 to February 2015, he served as the deputy general manager of the Company and concurrently served as the general manager of the energy and resources division, the chairman and the secretary of the party branch of Water Recycling Company, an executive director of Tianjin Jiayuanxing Innovative Energy Company (天津佳源興創新能源公司) and the chairman of Tianjin Capital Environmental Protection (Hong Kong) Co., Ltd. (天津創業環保(香港)有限公司). In February 2015, he was appointed as the deputy secretary of the party general branch, the general manager and a director of Tianjin Urban Pipe Network Construction Investment Company Limited (天津城市道路管網配套建設投資有限公司). Mr. Tang has been the general manager of the Company since 26 January 2017, a director of the Company from 14 March 2017 to 17 December 2018, the secretary of the party committee and the chairman of Tianjin Haihe Construction Development and Investment Co., Ltd. (天津市海河建設發展投資有限公司) from October 2020 to November 2021, the secretary of the party general branch and the chairman of Tianjin Environmental Construction Investment Co., Ltd. (天津市環境建設投資有限公司) from November 2021 to December 2023, and the secretary of the party committee of the Company on December 2023.

The biographical details of Mr. Pan are set out below:

Pan Guangwen, male, aged 45, graduated from the School of Civil Engineering of Northern Jiaotong University (北方交通大學) with a bachelor's degree in engineering. He is now the deputy secretary of the party committee of the Company. Mr. Pan worked for Tianjin Financial City Development Co., Limited (天津金融城開發有限公司) from March 2009 to August 2013, and successively served as deputy head of the general management department and head of the general management department; from August 2013 to September 2017, he served as an assistant director of the office of Tianjin Investment Group; and from September 2017 to October 2022, he served as a member of the party committee and the secretary of the disciplinary committee of Tianjin Haihe Construction Development and Investment Co., Ltd. (天津市海河建設發展投資有限公司). Since October 2022, he has been a member of the party committee and the secretary of the disciplinary committee of the Company; and in December 2023, he was appointed as the deputy secretary of the party committee of the Company.

The biographical details of Ms. Nie are set out below:

Nie Yanhong, female, aged 49, has a master's degree in business administration from Nankai University and is a chief senior accountant. She is now the chief accountant of the Company. Ms. Nie worked for Tianjin Construction Investment Co., Ltd. (天津市建設投資公司) from July 1997 to January 2021, and successively served as the head of the finance department, deputy chief accountant and chief accountant; she served as the chief accountant of Tianjin Chengchan Development Co., Ltd. (天津城產發展有限公司) from January 2021 to August 2022; and the deputy general manager (presiding over the work) of the audit department (audit center) of Tianjin Investment Group Limited (天津城投集團有限公司) from August 2022 to February 2023. Ms. Nie has been the chief accountant of the Company since March 2023.

The biographical details of Mr. Wang are set out below:

Wang Yongwei, male, aged 42, graduated from the School of Business Administration of Zhongnan University of Economics and Law (中南財經政法大學), majoring in industrial economics, with a master degree in economics. He is now the general manager of the asset (investment) management department of Tianjin City Infrastructure Construction and Investment Group Co., Ltd. (天津城市基礎設施建設投資集團有限公司) (“**Tianjin Investment Group**”) (with a probationary period of one year), a director of Tianjin Eco-city Investment & Development Co., Ltd. (天津生態城投資開發有限公司) and a director of Tianjin Municipal Investment Co., Ltd. (天津市政投資有限公司). From April 2015 to August 2019, Mr. Wang served as a staff member of the department of utilisation of foreign capital and overseas investment and a chief staff member of the department of fixed asset investment of the Tianjin Development and Reform Commission; from August 2019 to October 2020, he served as the head of the planning and construction department of the Tuanbo New Town Development and Construction Committee of Jinghai District, Tianjin; from October 2020 to November 2022, he served as the director of the comprehensive office of the Tuanbo New Town Working Committee of the CPC Jinghai District Committee of Tianjin; from November 2022 to June 2023, he was a member of the party committee and deputy director of the Development and Reform Commission of Jinghai District, Tianjin and a member of the party committee of the Management Committee of the Tianjin Health Industry International Co-operation Demonstration Zone; and from July 2023, he has been the general manager of the asset (investment) management department of Tianjin Investment Group (with a probationary period of one year).

Save as stated above and to the best information of the Directors: Mr. Tang, Mr. Pan, Ms. Nie and Mr. Wang do not have any connection with any Directors, supervisors, senior management, substantial shareholders or controlling shareholders (as defined in the Listing Rules) of the Company; Mr. Tang, Mr. Pan, Ms. Nie and Mr. Wang did not hold any directorship in other public companies (whose securities were listed on any stock market in Hong Kong or overseas) in the past three years, nor held any other position in the Company or any of its subsidiaries. To the best information of the Directors, as at the date of this announcement, Mr. Tang, Mr. Pan, Ms. Nie and Mr. Wang do not have any interest in the shares of the Company as defined in Part XV of the SFO, Chapter 571 of the Laws of Hong Kong.

Upon approval of the appointments of Mr. Tang, Mr. Pan, Ms. Nie and Mr. Wang at the EGM, the director’s emoluments for them will follow the Company’s remuneration standard of Directors of the ninth session of the Board as approved at the 2022 second extraordinary general meeting, being that Mr. Tang, Mr. Pan and Ms. Nie, as our executive Directors and Mr. Wang, as our non-executive Director will not receive director’s remuneration. If the above Directors are also appointed as the senior management officers or other positions of the Company, the remuneration for these positions will be determined pursuant to the relevant policy of the Company.

## **EXTRAORDINARY GENERAL MEETING**

Matters relating to the appointments of Mr. Tang, Mr. Pan and Ms. Nie as executive Directors of the Company and Mr. Wang as a non-executive Director of the Company is subject to approval at the EGM. The Company will seek, among others, approval from shareholders of the Company for the appointments of Mr. Tang, Mr. Pan and Ms. Nie as executive Directors and Mr. Wang as a non-executive Director at the EGM. At the EGM, the ordinary resolutions proposed shall be voted by poll. The notice of EGM shall be dispatched to shareholders as soon as practicable.

## **OPINIONS OF THE BOARD**

Since the Board is of the view that Mr. Tang, Mr. Pan, Ms. Nie and Mr. Wang fulfill the conditions for appointment of directors of the Company, and that the aforesaid proposal on the appointments of executive Directors and non-executive Director is fair and reasonable and in the interest of the Company and its shareholders as a whole, the Board will recommend the shareholders of the Company to vote in favour of the relevant ordinary resolution to be proposed at the EGM.

By order of the Board  
**Ji Guanglin**  
*Chairman*

Tianjin, the PRC  
22 December 2023

*As at the date of this announcement, the Board comprises three executive Directors: Mr. Ji Guanglin, Mr. Li Yang and Ms. Jing Wanying; three non-executive Directors: Ms. Peng Yilin, Mr. An Pindong and Mr. Liu Tao; and three independent non-executive Directors: Mr. Xue Tao, Mr. Wang Shanggan and Ms. Liu Fei.*