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北京控股環境集團有限公司
BEIJING ENTERPRISES ENVIRONMENT GROUP LIMITED

(Incorporated in Hong Kong with limited liability)

(Stock Code: 154)

PROPOSED ADOPTION OF THE NEW ARTICLES OF ASSOCIATION OF THE COMPANY

This announcement is made by Beijing Enterprises Environment Group Limited (the “**Company**”) pursuant to Rule 13.51(1) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong (the “**Listing Rules**”).

The board of directors (the “**Board**”) of the Company proposes to amend the existing set of articles of association of the Company (the “**Existing Articles of Association**”) and will seek the approval of the shareholders of the Company (the “**Shareholders**”) of the adoption of a new set of articles of association of the Company (the “**New Articles of Association**”) in substitution for, and to the exclusion of, the Existing Articles of Association.

The New Articles of Association will incorporate and consolidate certain proposed amendments to the Existing Articles of Association (the “**Proposed Amendments**”), which are summarized as follows:

- (i) to align with the amendments to the Listing Rules in relation to the expansion of the paperless listing regime and electronic dissemination of the corporate communications by listed issuers, including providing that any notice or document, including any corporate communication, may be given or issued by the Company by means of electronic communication or by publication on the Company’s website, in addition to the existing means;

- (ii) to bring the New Articles of Association in line with the Companies (Amendment) Ordinance 2023, which came into operation on 28 April 2023 and to give the Company greater flexibility to align with technological advances or to accommodate particular circumstances, such that the Company may conduct general meetings by virtual meetings or hybrid meetings, as an alternative to physical meetings requiring attendance in person;
- (iii) to include additional details to be specified in a notice of general meeting to allow general meetings to be held by virtual or hybrid meetings;
- (iv) to allow the delivery of instruments appointing proxies by electronic means;
- (v) to provide for voting by electronic means;
- (vi) to remove provisions in the Company's former Memorandum of Association in its entirety;
- (vii) to remove all references in relation to nominal value of shares and where appropriate, substituting such references by references to voting rights of shares;
- (viii) to remove all references relating to authorised share capital, par value, share premium, share premium account and capital redemption reserve or similar or related wordings and concepts in the Existing Articles of Association;
- (ix) to abolish the Company's power to convert any shares into stock (or vice versa);
- (x) to amend the manner in which the Company may alter its share capital, in light of the abolition of nominal value for shares and the provisions of the Companies Ordinance (Chapter 622 of the Laws of Hong Kong) relating to the permitted alteration and reduction of share capital;
- (xi) to prescribe the manner and form in which notices and documents may be sent to the Shareholders and the time when notices and documents are deemed to be delivered under the Companies Ordinance (Chapter 622 of the Laws of Hong Kong);
- (xii) to insert new definitions and make consequential changes relating to the amendments proposed; and
- (xiii) to make some other ancillary and housekeeping amendments.

The proposed adoption of the New Articles of Association is subject to the approval of the Shareholders by way of a special resolution at the forthcoming annual general meeting of the Company (the “**2024 AGM**”).

A circular containing, among other things, further information regarding the Proposed Amendments, together with the notice of the 2024 AGM, will be despatched to the Shareholders in due course.

By order of the Board
Beijing Enterprises Environment Group Limited
Chen Xinguo
Chairman and Chief Executive Officer

Hong Kong, 21 May 2024

As at the date of this announcement, the board of directors of the Company comprises five executive directors, namely Mr. Chen Xinguo, Ms. Sha Ning, Mr. Yu Jie, Mr. Li Ai and Mr. Ng Kong Fat, Brian, and five independent non-executive directors, namely Dr. Jin Lizuo, Dr. Huan Guocang, Dr. Wang Jianping, Prof. Nie Yongfeng and Mr. Cheung Ming.