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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)

## **ANNOUNCEMENT ON THE RESOLUTIONS PASSED AT THE 2023 ANNUAL GENERAL MEETING, THE 2024 FIRST H SHAREHOLDERS' CLASS MEETING, AND THE 2024 FIRST A SHAREHOLDERS' CLASS MEETING**

Unless otherwise indicated, capitalized terms used herein shall have the same meanings as those defined in the relevant announcements of the Company dated 23 April 2024 (the “**Announcements**”) and the circular of the Company dated 6 May 2024 (the “**Circular**”).

### **1. CONVENING AND ATTENDANCE OF THE MEETINGS:**

The 2023 Annual General Meeting (the “**AGM**”), the 2024 First H Shareholders' Class Meeting (the “**H Shareholders' Class Meeting**”), and the 2024 First A Shareholders' Class Meeting (the “**A Shareholders' Class Meeting**”) (collectively, the “**Meetings**”) of Tianjin Capital Environmental Protection Group Company Limited (the “**Company**”) were held at 2:00 p.m. on 5 June 2024 at the conference room of the Company on 5/F, TCEP Building, 76 Weijin South Road, Nankai District, Tianjin, the People's Republic of China (the “**PRC**”).

A total of 16 shareholders of the Company (the “**Shareholders**”) and their proxies holding 884,026,009 Shares, representing approximately 56.2924% of the total number of Shares with voting rights of the Company, attended the AGM. Among them, 15 were A Shareholders and their proxies holding 724,308,010 Shares, representing approximately 46.1220% of the total number of Shares with voting rights of the Company, while one was a H Shareholder and its proxy holding 159,717,999 Shares, representing approximately 10.1704% of the total number of Shares with voting rights of the Company.

A total of one H Shareholder and its proxy holding 135,821,999 H Shares, representing approximately 39.9476% of the total number of H Shares with voting rights of the Company, attended the H Shareholders' Class Meeting.

A total of 15 A Shareholders and their proxies holding 724,308,010 A Shares, representing approximately 58.8668% of the total number of A Shares with voting rights of the Company, attended the A Shareholders' Class Meeting.

The summoning, convening and voting procedures of the Meetings were in compliance with the requirements of the Company Law of the PRC and other laws, regulations and regulatory documents as well as the Articles of Association of the Company. Mr. Tang Fusheng, the Chairman of the Company, was unable to attend the Meetings in person due to business engagement, and attended via online video conference. More than half of the Directors jointly elected Mr. Pan Guangwen, a Director, to preside at the Meetings. The Company has 9 directors (the “**Directors**”), and all 9 of them attended the Meetings. The Company has 3 supervisors (the “**Supervisors**”), and all 3 of them attended the Meetings. Mr. Niu Bo, the company secretary to the Board and certain senior management of the Company attended the Meetings.

As at the date of the Meetings, the total number of issued Shares entitling the holders to attend, and vote for or against the resolutions proposed at, the AGM was 1,570,418,085 Shares, which comprised 1,230,418,085 A Shares and 340,000,000 H Shares; the total number of issued H Shares entitling the holders to attend, and vote for or against the resolution proposed at, the H Shareholders’ Class Meeting was 340,000,000 H Shares; the total number of issued A shares entitling the holders to attend, and vote for or against the resolution proposed at, the A Shareholders’ Class Meeting was 1,230,418,085 A Shares.

There were no Shares (i) entitling the holder to attend and abstain from voting on any resolution(s) at the AGM, the H Shareholders’ Class Meeting and/or the A Shareholders’ Class Meeting; or (ii) of which the holder is required under the Listing Rules to abstain from voting on the resolution(s) at the AGM, the H Shareholders’ Class Meeting and/or the A Shareholders’ Class Meeting. No Shareholders have stated their intention in the Announcements and the Circular to vote against any resolution(s) or to abstain from voting at the AGM, the H Shareholders’ Class Meeting and/or the A Shareholders’ Class Meeting.

PricewaterhouseCoopers Zhong Tian LLP, the auditor of the Company, was appointed as the scrutineer for the vote-taking of the poll at the Meetings.

## 2. RESOLUTIONS CONSIDERED:

All of the resolutions of the Meetings were duly passed by way of poll at each of their respective Meetings and the poll results were as follows:

### THE AGM

No.	Ordinary Resolutions	Number of Valid Votes (% of total valid votes cast)			Total Valid Votes
		For	Against	Abstention	
1.	To consider and approve the 2023 annual report of the Company and the summary of the report announced within the PRC and overseas.	884,022,809 (99.9996%)	3,200 (0.0004%)	0 (0%)	884,026,009
2.	To consider and approve the working report of the board (the “ <b>Board</b> ”) of directors (the “ <b>Directors</b> ”) of the Company for the year 2023.	884,022,809 (99.9996%)	3,200 (0.0004%)	0 (0%)	884,026,009
3.	To consider and approve the final financial accounts of the Company for the year 2023 and the financial budget for the year 2024.	884,022,809 (99.9996%)	3,200 (0.0004%)	0 (0%)	884,026,009
4.	To consider and approve the proposal in respect of the profit appropriation plan of the Company for the year 2023.	884,022,809 (99.9996%)	3,200 (0.0004%)	0 (0%)	884,026,009
5.	To consider and approve the working report of the supervisory committee of the Company for the year 2023.	884,022,809 (99.9996%)	3,200 (0.0004%)	0 (0%)	884,026,009
6.	To consider and approve the working report of independent non-executive directors of the Company for the year 2023.	884,022,809 (99.9996%)	3,200 (0.0004%)	0 (0%)	884,026,009
7.	To consider and approve the proposal in relation to the appointment of WUYIGE Certified Public Accountants LLP as the external auditor of the Company, and to authorize the Board to decide its remuneration.	884,022,809 (99.9996%)	3,200 (0.0004%)	0 (0%)	884,026,009

No.	Special Resolutions	Number of Valid Votes (% of total valid votes cast)			Total Valid Votes
		For	Against	Abstention	
8.	To consider and approve the provision of additional Guarantees by the Company for the financing of its Subsidiaries not exceeding the total amount of RMB3,746,400,000 and the matters relating to the authorization to the Board of the Company.	884,022,809 (99.9996%)	3,200 (0.0004%)	0 (0%)	884,026,009
9.	To consider and approve the proposed grant of a general mandate to handle relevant matters in relation to the issue of A Shares to specific targets under simplified procedure (the “ <b>General Mandate under Simplified Procedure</b> ”) to the Board to issue A Shares, the total number of which shall not exceed 20% of the total share capital of the Company prior to the issuance, and the total proceeds of which shall not exceed RMB300 million and not exceeding 20% of the net assets at the end of the most recent year during a period from the date of passing this proposed resolution at the Meeting until the date of which the 2024 annual general meeting of the Company is held, and to authorize the Board and its delegates to approve, execute and do, or procure to be executed and done, all such documents, deeds and things as it may consider necessary in connection with the General Mandate under Simplified Procedure.	879,453,509 (99.4828%)	4,572,500 (0.5172%)	0 (0%)	884,026,009
10.	To consider and approve the registration and issuance of technology and innovation green corporate bonds of the Company and the proposal of issuance.	884,022,809 (99.9996%)	3,200 (0.0004%)	0 (0%)	884,026,009
11.	To consider authorizing the Chairman of the Company and his authorized persons to be responsible for matters in relation to the issuance of technology and innovation green corporate bonds on a fully authorized basis.	884,022,809 (99.9996%)	3,200 (0.0004%)	0 (0%)	884,026,009

### The H Shareholders' Class Meeting

No.	Special Resolutions	Number of Valid Votes (% of total valid votes cast)			Total Valid Votes
		For	Against	Abstention	
1.	To consider and approve the proposed granting of a general mandate to the Board of Directors by simplified procedure to issue A Shares (“ <b>General Mandate by Simplified Procedure</b> ”), the aggregate number of which shall not exceed 20% of the total share capital of the Company prior to the issuance, and the gross proceeds from which shall not exceed RMB300 million and shall not exceed 20% of the net assets as at the end of the most recent year for a period commencing from the date on which this resolution is approved at the AGM to the date of the 2024 annual general meeting of the Company, and to authorize the Board and its authorized persons to approve, execute and carry out, or cause to be executed and carried out, all such documents, deeds and matters as they consider necessary for the purposes of the General Mandate by Simplified Procedure.	131,343,999 (96.7030%)	4,478,000 (3.2970%)	0 (0%)	135,821,999

### The A Shareholders' Class Meeting

No.	Special Resolutions	Number of Valid Votes (% of total valid votes cast)			Total Valid Votes
		For	Against	Abstention	
1.	To consider and approve the proposed granting of a general mandate to the Board of Directors by simplified procedure to issue A Shares (“ <b>General Mandate by Simplified Procedure</b> ”), the aggregate number of which shall not exceed 20% of the total share capital of the Company prior to the issuance, and the gross proceeds from which shall not exceed RMB300 million and shall not exceed 20% of the net assets as at the end of the most recent year for a period commencing from the date on which this resolution is approved at the AGM to the date of the 2024 annual general meeting of the Company, and to authorize the Board and its authorized persons to approve, execute and carry out, or cause to be executed and carried out, all such documents, deeds and matters as they consider necessary for the purposes of the General Mandate by Simplified Procedure.	724,213,510 (99.9870%)	94,500 (0.0130%)	0 (0%)	724,308,010

### **3. LEGAL OPINIONS ISSUED BY THE LAWYERS:**

1. Name of law firm: Grandall Law Firm, Tianjin Office
2. Witness lawyers: Wang Min, Wang Fei
3. Summarised opinion: The procedures for convening and holding of the AGM, the H Shareholders' Class Meeting and the A Shareholders' Class Meeting are in compliance with the relevant laws and regulations, regulatory documents, the Articles of Association of the Company and the Rules of Procedures of the General Meeting of the Company; the qualifications of the attendees of the AGM, the H Shareholders' Class Meeting and the A Shareholders' Class Meeting are lawful and valid; the voting procedures and poll results for the AGM, the H Shareholders' Class Meeting and the A Shareholders' Class Meeting are lawful and valid.

### **4. DOCUMENTS AVAILABLE FOR INSPECTION:**

1. Resolutions of the AGM, the H Shareholders' Class Meeting and the A Shareholders' Class Meeting signed and confirmed by the Directors and recorder attending the Meetings and affixed with the seal of the Board;
2. Certified legal opinion issued by the law firm, signed by the responsible lawyer and stamped with the chop of the law firm; and
3. Other documents required by the Shanghai Stock Exchange.

By Order of the Board  
**Tang Fusheng**  
Chairman

Tianjin, the PRC  
5 June 2024

*As at the date of this announcement, the Board comprises three executive Directors: Mr. Tang Fusheng, Mr. Pan Guangwen and Ms. Nie Yanhong; three non-executive Directors: Mr. Wang Yongwei, Mr. An Pindong and Mr. Liu Tao; and three independent non-executive Directors: Mr. Xue Tao, Mr. Wang Shanggan and Ms. Liu Fei.*