

If you are in any doubt as to any aspect of this circular or as to the action to be taken, you should consult your stockbroker or other registered dealer in securities, bank manager, solicitor, professional accountant or other professional adviser.

If you have sold or transferred all your shares in Dynagreen Environmental Protection Group Co., Ltd.*, you should at once hand this circular, together with the accompanying form of proxy, to the purchaser or to the transferee or to the bank, stockbroker or other agent through whom the sale or transfer was affected for transmission to the purchaser or the transferee.

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綠色動力
DYNAGREEN

綠色動力環保集團股份有限公司

Dynagreen Environmental Protection Group Co., Ltd.*

(a joint stock limited liability company incorporated in the People's Republic of China)

(Stock Code: 1330)

- (1) PROPOSED 2024 INTERIM PROFIT DISTRIBUTION PLAN;**
- (2) PROPOSED SHAREHOLDERS' RETURN PLAN FOR THE NEXT
THREE YEARS (2024-2026);**
- (3) PROPOSED PROVISION OF GUARANTEES TO
BEIJING DYNAGREEN ENVIRONMENT CO., LTD.;**
- (4) RE-ELECTION OF THE BOARD OF DIRECTORS;**
- (5) RE-ELECTION OF THE SUPERVISORY COMMITTEE; AND**
- (6) NOTICE OF THE SECOND EXTRAORDINARY GENERAL
MEETING OF 2024**

A letter from the Board is set out on pages 3 to 11 of this circular.

A notice convening the EGM to be held at the 2nd Floor, the Complex of Haining Dynagreen Haiyun Environmental Energy Co., Ltd. of No.22, Binhai Road, Jianshan New District, Haining City, Zhejiang Province, the PRC at 10:00 a.m. on Friday, 20 September 2024 is set out on pages 12 to 15 of this circular.

If you intend to attend the EGM, please complete and return the enclosed reply slip in accordance with the instructions printed thereon as soon as possible and in any event on or before Tuesday, 10 September 2024.

Shareholders who intend to appoint a proxy to attend the EGM shall complete and return the proxy form in accordance with the instructions printed thereon. The proxy form must be signed by you or your attorney duly authorised in writing or, in case of a legal person, must either be executed under its seal or under the hand of its director or other attorney duly authorised to sign the same. If the proxy form is signed by an attorney of the appointor, the power of attorney authorizing that attorney to sign, or other document of authorisation, must be notarially certified.

Whether or not you are able to attend the EGM in person, please complete and return the enclosed proxy form in accordance with the instructions as soon as possible and in any event not less than 24 hours before the time appointed for the EGM (i.e., not later than Thursday, 19 September 2024 at 10:00 a.m. (Hong Kong time) for EGM) or the adjourned meeting (as the case may be) to Tricor Investor Services Limited (address: 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong) (for H Shareholders). Completion and delivery of the proxy form shall not preclude you from attending and voting in person at the EGM or any adjournment thereof, and in such event, the proxy shall be deemed to be revoked.

In the case of joint holders of shares of the Company, only the holder whose name stands first in the register of members of the Company shall alone be entitled to vote at the EGM, either in person or by proxy in respect of such shares.

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DEFINITIONS

In this circular, unless the context otherwise requires, the following expressions shall have the following meanings.

“A Share(s)”	ordinary shares of the Company with nominal value of RMB1.00 each and listed on the Shanghai Stock Exchange and traded in RMB
“Articles of Association”	the articles of association of the Company as amended, revised or supplemented from time to time
“Board of Directors” or the “Board”	the board of directors of the Company
“Company”	Dynagreen Environmental Protection Group Co., Ltd.* (綠色動力環保集團股份有限公司), a joint stock limited liability company incorporated under the laws of the PRC on 23 April 2012, the H shares of which are listed on the Main Board of Hong Kong Stock Exchange (Stock Code: 1330) and the A shares of which are listed on the Shanghai Stock Exchange (Stock Code: 601330)
“Controlling Shareholder(s)”	has the meaning ascribed thereto under the Hong Kong Listing Rules
“Director(s)”	director(s) of the Company
“EGM Notice”	the notice for convening the EGM set out on pages 12 to 15 of this circular
“Extraordinary General Meeting” or “EGM”	the second extraordinary general meeting of the Company for the year 2024 to be convened and held on Friday, 20 September 2024
“Group”, “us” or “we”	the Company and its subsidiaries
“H Share(s)”	overseas listed foreign invested ordinary share(s) of the Company, with a nominal value of RMB1.00 each, listed on the Main Board of the Hong Kong Stock Exchange
“H Shareholder(s)”	holder(s) of H Share(s)

* For identification purposes only

DEFINITIONS

“Hong Kong” or “HK”	the Hong Kong Special Administrative Region of the PRC
“Hong Kong Listing Rules”	the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited, as amended, supplemented or otherwise modified from time to time
“Hong Kong Stock Exchange”	The Stock Exchange of Hong Kong Limited
“Latest Practicable Date”	3 September 2024, being the latest practicable date for the purpose of ascertaining certain information contained in this circular prior to its publication
“PRC”	the People’s Republic of China which, for the purpose of this circular, excludes Hong Kong, Macau Special Administrative Region of the PRC and Taiwan
“RMB”	Renminbi, the lawful currency of the PRC
“Share(s)”	ordinary share(s) in the share capital of the Company, with a nominal value of RMB1.00 each, including both A Share(s) and H Share(s)
“Shareholder(s)”	holder(s) of the Shares
“Supervisor(s)”	supervisor(s) of the Company
“Supervisory Committee”	the supervisory committee of the Company



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DYNAGREEN

綠色動力環保集團股份有限公司
Dynagreen Environmental Protection Group Co., Ltd.*

(a joint stock limited liability company incorporated in the People's Republic of China)

(Stock Code: 1330)

Executive Directors:

Mr. QIAO Dewei (*Chairman*)

Mr. HU Shengyong

Non-executive Directors:

Mr. LIU Shuguang

Mr. ZHAO Zhixiong

Mr. TONG Xiangyu

Independent non-executive Directors:

Ms. OUYANG Jiejiao

Mr. XIE Lanjun

Mr. ZHOU Beihai

4 September 2024

To the Shareholders

Dear Sir or Madam,

- (1) PROPOSED 2024 INTERIM PROFIT DISTRIBUTION PLAN;**
- (2) PROPOSED SHAREHOLDERS' RETURN PLAN FOR THE NEXT
THREE YEARS (2024-2026);**
- (3) PROPOSED PROVISION OF GUARANTEES TO
BEIJING DYNAGREEN ENVIRONMENT CO., LTD.;**
- (4) RE-ELECTION OF THE BOARD OF DIRECTORS;**
- (5) RE-ELECTION OF THE SUPERVISORY COMMITTEE; AND**
- (6) NOTICE OF THE SECOND EXTRAORDINARY GENERAL
MEETING OF 2024**

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LETTER FROM THE BOARD

I. INTRODUCTION

The purpose of this circular is to provide you with, among other things, further information in relation to certain resolutions to be proposed at the EGM:

As Ordinary Resolutions

- (1) to consider and approve the 2024 interim profit distribution plan;
- (2) to consider and approve the Shareholders' Return Plan for the Next Three Years (2024-2026);
- (3) to consider and approve the provision of guarantees in respect of the loan swap of Beijing Dynagreen Environment Co., Ltd. by the Company;
- (4) to consider and approve the appointment of Directors;
 - (a) to consider and approve the appointment of Mr. Qiao Dewei as an executive Director of the Company
 - (b) to consider and approve the appointment of Mr. Hu Shengyong as an executive Director of the Company
 - (c) to consider and approve the appointment of Mr. Liu Shuguang as a non-executive Director of the Company
 - (d) to consider and approve the appointment of Mr. Zhao Zhixiong as a non-executive Director of the Company
 - (e) to consider and approve the appointment of Mr. Hu Tianhe as a non-executive Director of the Company
 - (f) to consider and approve the appointment of Mr. Yan Chunxu as a non-executive Director of the Company
- (5) to consider and approve the appointment of independent non-executive Directors;
 - (a) to consider and approve the appointment of Mr. Zhou Beihai as an independent non-executive Director of the Company
 - (b) to consider and approve the appointment of Ms. Ouyang Jiejiao as an independent non-executive Director of the Company
 - (c) to consider and approve the appointment of Mr. Zheng Zhiming as an independent non-executive Director of the Company

LETTER FROM THE BOARD

- (6) to consider and approve the appointment of Supervisors;
 - (a) to consider and approve the appointment of Ms. Tian Yingying as a Shareholder representative Supervisor of the Company
 - (b) to consider and approve the appointment of Ms. Yu Lijun as a Shareholder representative Supervisor of the Company.

II. PROPOSED 2024 INTERIM PROFIT DISTRIBUTION PLAN

An ordinary resolution will be proposed at the EGM to consider and approve the proposed 2024 interim profit distribution plan of the Company (dividend of RMB1.0 (before tax) for every ten shares based on the aggregate share capital on the share-based equity registration date). According to the Articles of Association of the Company, the dividend shall be denominated and declared in Renminbi. Dividend on A shares of the Company will be paid in Renminbi while dividend on H shares will be paid in Hong Kong dollars. For investors investing in the H shares of the Company listed on the Hong Kong Stock Exchange through the Shanghai Stock Exchange and the Shenzhen Stock Exchange (including enterprises and individuals), the dividend is paid in Renminbi. The exchange rate shall be the average sell price of the applicable foreign exchange rate announced by the People's Bank of China for seven days before and including the date of the EGM. The payment of the 2024 interim dividend is expected to be declared on or before 20 November 2024, subject to consideration and approval of the Shareholders at the EGM.

Profit Distribution for Investors of Northbound Trading

For investors investing in the A Shares listed on the Shanghai Stock Exchange (the "Northbound Trading") through the Hong Kong Stock Exchange (including enterprises and individuals), their dividends will be distributed in Renminbi by the Company through the Shanghai Branch of China Securities Depository and Clearing Corporation Limited to the account of the nominee holding such shares. The Company will withhold and pay income taxes at the rate of 10% on behalf of those investors and will report to the tax authorities for such withholding. For investors of Northbound Trading who are tax residents of other countries and whose country of domicile is a country which has entered into a tax treaty with the PRC stipulating a dividend tax rate of lower than 10%, those enterprises and individuals may, or may entrust a withholding agent to, apply to the competent tax authorities for the entitlement of the rate under such tax treaty. Upon approval by the tax authorities, the paid amount in excess of the tax payable based on the tax rate according to such tax treaty will be refunded. The record date and the date of appropriation of cash dividends and other arrangements for the investors of Northbound Trading will be the same as those for the A Shareholders of the Company.

LETTER FROM THE BOARD

Profit Distribution for Investors of Southbound Trading

For investors investing in the H Shares of the Company listed on the Hong Kong Stock Exchange through the Shanghai Stock Exchange and Shenzhen Stock Exchange (including enterprises and individuals) (the “**Southbound Trading**”), the Company has entered into the Agreement on Appropriation of Cash Dividends of H Shares for Southbound Trading (《港股通H股股票現金紅利派發協議》) with China Securities Depository and Clearing Corporation Limited, pursuant to which, China Securities Depository and Clearing Corporation Limited, as the nominee of the holders of H Shares for Southbound Trading, will receive all cash dividends distributed by the Company and distribute the cash dividends to the relevant investors of H Shares of Southbound Trading through its depository and clearing system. The cash dividends for the investors of H Shares of Southbound Trading will be paid in Renminbi. Pursuant to the relevant requirements under the Notice on the Tax Policies Related to the Pilot Program of the Shanghai-Hong Kong Stock Connect (Cai Shui [2014] No. 81) (《關於滬港股票市場交易互聯互通機制試點有關稅收政策的通知》(財稅[2014]81號)) and Notice on the Tax Policies Related to the Pilot Program of the Shenzhen-Hong Kong Stock Connect (Cai Shui [2016] No. 127) (《關於深港股票市場交易互聯互通機制試點有關稅收政策的通知》(財稅[2016]127號)): for dividends received by domestic investors from investing in H shares listed on the Hong Kong Stock Exchange through the Shanghai-Hong Kong Stock Connect (“**Shanghai-Hong Kong Stock Connect**”) or the Shenzhen-Hong Kong Stock Connect (“**Shenzhen-Hong Kong Stock Connect**”), the H shares company shall withhold and pay individual income tax at the rate of 20% on behalf of the investors. For dividends received by domestic securities investment funds from investing in listed shares on the Hong Kong Stock Exchange through the Shanghai-Hong Kong Stock Connect or the Shenzhen-Hong Kong Stock Connect, the tax payable shall be the same as that for individual investors. The H shares company will not withhold and pay the income tax of dividends for domestic enterprise investors and those domestic enterprise investors shall report and pay the relevant tax themselves. The record date and the date of appropriation of cash dividends and other arrangements for the investors of Southbound Trading will be the same as those for the H Shareholders of the Company.

The aforesaid total cash dividends to be payable by the Company accounted for 45.98% of the net profit attributable to the Shareholders of the Company for the six months ended 30 June 2024, which is in compliance with the relevant requirements. The abovementioned proposal was considered and approved by the Board on 29 August 2024 and is hereby proposed as ordinary resolution at the EGM for consideration and approval.

LETTER FROM THE BOARD

III. PROPOSED SHAREHOLDERS' RETURN PLAN FOR THE NEXT THREE YEARS (2024-2026)

In order to further perfect and improve the profit distribution and supervision mechanism of the Company, enhance the cash dividends level of the Company, and clarify the reasonable investment return of the Company to the Shareholders in the next three years, the Company formulated the Shareholders' Return Plan for the Next Three Years (2024-2026) in accordance with the requirements of the Notice on Further Implementation of Matters Relating to Cash Dividends for Listed Companies (《關於進一步落實上市公司現金分紅有關事項的通知》), the Listed Companies Regulatory Guidance No. 3 – Cash Dividends Distribution (Revised in 2023) (《上市公司監管指引第3號—現金分紅(2023修訂)》) issued by China Securities Regulatory Commission and the Guidelines for Self-Regulation of Listed Companies of the Shanghai Stock Exchange No. 1 – Standardized Operation (Revised in December 2023) (《上海證券交易所自律監管指引第1號—規範運作(2023年12月修訂)》), as well as the Articles of Association of the Company.

The Shareholders' Return Plan for the Next Three Years of Dynagreen Environmental Protection Group Co., Ltd. (2024-2026) is subject to approval by Shareholders at the EGM, the full text of which is set out in Appendix I to this circular.

IV. RESOLUTION ON PROVISION OF GUARANTEES TO BEIJING DYNAGREEN ENVIRONMENT CO., LTD.

Pursuant to article 68 of the Articles and Rule 15 of the “Rules Governing the Provision of Guarantees to External Parties”, any guarantee to external parties provided by the Company and the subsidiaries of the Company that in aggregate amounts to or exceeds 50% of the latest audited net assets shall be subject to approval by the Shareholders at general meeting of the Company. Hence, an ordinary resolution will be proposed at the EGM to consider and approve the provision of guarantees to a subsidiary by the Company, details of which are set out in Appendix IV to this circular.

V. RESOLUTION ON RE-ELECTION OF THE DIRECTORS OF THE FIFTH SESSION OF THE BOARD OF THE COMPANY

According to the Articles of Association, the Directors of the Company shall be appointed for a term of three years. Upon maturity of the term of office, a Director shall be eligible to offer himself/herself for re-election and reappointment, subject to the approval by the Shareholders at the general meeting of the Company.

The terms of office of the Directors of the current fourth session of the Board of the Company, namely, Mr. Qiao Dewei and Mr. Hu Shengyong as executive Directors; Mr. Liu Shuguang, Mr. Zhao Zhixiong and Mr. Tong Xiangyu as non-executive Directors; and Ms. Ouyang Jiejiao, Mr. Xie Lanjun and Mr. Zhou Beihai as independent non-executive Directors, will expire.

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Since Mr. Tong Xiangyu has adjustments of his work commitments and Mr. Xie Lanjun is not eligible for re-election pursuant to the article 136 of the Articles of Association as he has served as independent non-executive Director for six years, they will no longer seek re-election at the EGM of the Company. Mr. Tong Xiangyu will cease to be a non-executive Director upon the conclusion of the EGM and Mr. Xie Lanjun will cease to be an independent non-executive Director as well as the chairman of the nomination committee of the Company (the “**Nomination Committee**”) and a member of the audit and risk management committee of the Company (the “**Audit and Risk Management Committee**”) upon the conclusion of the EGM. Each of Mr. Tong Xiangyu and Mr. Xie Lanjun has confirmed that he has no disagreement with the Company and the Board, nor is there any matter in relation to his retirement that is required to be brought to the attention of the Shareholders and the Hong Kong Stock Exchange.

Mr. Hu Tianhe has been nominated by the Nomination Committee and the Board as a candidate for a non-executive Director of the fifth session of the Board to be elected at the EGM.

Mr. Yan Chunxu has been nominated by the Nomination Committee and the Board as a candidate for a non-executive Director of the fifth session of the Board to be elected at the EGM.

Mr. Zheng Zhiming has been nominated by the Nomination Committee and the Board as a candidate for an independent non-executive Director of the fifth session of the Board to be elected at the EGM. The Board and the Nomination Committee consider that Mr. Zheng Zhiming satisfies the independence criteria for an independent non-executive Director as set out in Rule 3.13 of the Hong Kong Listing Rules.

Mr. Qiao Dewei, Mr. Hu Shengyong, Mr. Liu Shuguang, Mr. Zhao Zhixiong, Ms. Ouyang Jiejiao and Mr. Zhou Beihai are eligible and willing to offer themselves for re-election, and have been nominated by the Nomination Committee and the Board as the candidates for Directors of the fifth session of the Board to be re-elected at the EGM.

The Board and the Nomination Committee consider that both Ms. Ouyang Jiejiao and Mr. Zhou Beihai satisfy the independence criteria for an independent non-executive Director as set out in Rule 3.13 of the Hong Kong Listing Rules.

As at the Latest Practicable Date, each of Mr. Zheng Zhiming, Ms. Ouyang Jiejiao and Mr. Zhou Beihai had confirmed (i) his/her independence as regards each of the factors referred to in Rules 3.13(1) to (8) of the Hong Kong Listing Rules; (ii) that he/she had no past or present financial or other interest in the business of the Company or any of its subsidiaries or any connection with any core connected person (as defined under the Listing Rules) of the Company; and (iii) that there were no other factors that may affect his/her independence at the time of his/her appointment.

The term of office of the Directors elected for the fifth session of the Board shall be three years commencing on the date of approval of the EGM and ending upon the conclusion of the general meeting of the Company at which the sixth session of the Board will be elected. Each of the Directors of the fifth session of the Board will enter into service contracts with the Company.

LETTER FROM THE BOARD

The biographical and other relevant information of the candidates for Directors of the fifth session of the Board as at the Latest Practicable Date are set out in Appendix II to this circular. Save as disclosed in this circular, each of the candidates for the Directors of the Board (i) does not have any interests in the Shares and underlying Shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance (the “SFO”) (Chapter 571 of the Laws of Hong Kong); (ii) is not connected with any Directors, Supervisors, senior management of the Company or any substantial or controlling Shareholders; and (iii) has not held any directorship in other public companies, the securities of which are listed on any securities market in Mainland China, Hong Kong or overseas, or other major appointments and professional qualifications in the last three years.

Save as disclosed in this circular, as at the Latest Practicable Date, the Board is not aware of any information relating to the aforesaid candidates that is required to be disclosed under Rule 13.51(2)(h) to (v) of the Hong Kong Listing Rules. There are no other matters relating to the appointments that are required to be brought to the attention of the Shareholders.

This resolution has been considered and approved by the Board on 29 August 2024 and is hereby proposed to the EGM as an ordinary resolution for consideration.

VI. RESOLUTION ON RE-ELECTION OF THE SUPERVISORS OF THE FIFTH SESSION OF THE SUPERVISORY COMMITTEE OF THE COMPANY

According to the Articles of Association, a Supervisor of the Company shall be appointed for a term of three years. The term of office of Ms. Tian Yingying and Ms. Yu Lijun, being the Shareholder representative Supervisors of the current fourth session of the Supervisory Committee, will expire, and they are eligible and willing to offer themselves for re-election. They have been nominated by the Supervisory Committee as the candidates for Supervisors of the fifth session of the Supervisory Committee to be re-elected at the EGM.

The term of office of the Supervisors elected for the fifth session of the Supervisory Committee shall be three years commencing on the date of approval of the EGM and ending upon the conclusion of the general meeting of the Company at which the sixth session of the Supervisory Committee will be elected. Each of the Shareholder representative Supervisors of the fifth session of the Supervisory Committee will enter into service contracts with the Company. The biographical and other relevant information of the candidates for Supervisors of the fifth session of the Supervisory Committee (excluding employee representative Supervisor), as at the Latest Practicable Date, are set out in Appendix III to this circular. Save as disclosed in this circular, each of the candidates for Supervisors of the Supervisory Committee (i) does not have any interests in the Shares and underlying Shares of the Company within the meaning of Part XV of the SFO; (ii) is not connected with any Directors, Supervisors, senior management of the Company or any substantial or controlling Shareholders; and (iii) has not held any directorship in other public companies, the securities of which are listed on any securities market in Mainland China, Hong Kong or overseas, or other major appointments and professional qualifications in the last three years.

LETTER FROM THE BOARD

Save as disclosed in this circular, as at the Latest Practicable Date, the Board is not aware of any information relating to the aforesaid candidates that is required to be disclosed under Rule 13.51(2)(h) to (v) of the Hong Kong Listing Rules. There are no other matters relating to the appointment that is required to be brought to the attention of the Shareholders.

This resolution has been considered and approved by the Supervisory Committee on 29 August 2024 and is hereby proposed to the EGM as an ordinary resolution for consideration.

VII. EGM AND PROXY ARRANGEMENT

The EGM Notice is set out on pages 12 to 15 of this circular.

Pursuant to the Hong Kong Listing Rules, any vote of the Shareholders at the EGM must be taken by poll. The poll results will be published by the Company after the EGM in the manner prescribed under the Hong Kong Listing Rules.

In order to determine the list of H Shareholders who are entitled to attend the EGM, the Company's register of members will be closed from Monday, 16 September 2024 to Friday, 20 September 2024, both days inclusive, during which period no transfer of Shares will be effected. H Shareholders whose names appear on the Company's register of members on Friday, 13 September 2024 after close of business are entitled to attend the EGM. In order to attend and vote at the EGM, H Shareholders whose transfers have not been registered shall deposit the transfer documents together with the relevant share certificates at the Company's H Share Registrar, Tricor Investor Services Limited at or before 4:30 p.m. on Friday, 13 September 2024. The address of the H Share Registrar is 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong.

A form of proxy for use at the EGM is enclosed with this circular and such form of proxy is also published on the websites of Hong Kong Exchanges and Clearing Limited (www.hkexnews.hk) and the Company (www.dynagreen.com.cn). To be valid, the form of proxy must be completed and signed in accordance with the instructions printed thereon and deposited, together with the power of attorney or other authority (if any) under which it is signed or a certified copy of that power of attorney or authority at the Company's H Share Registrar, Tricor Investor Services Limited (address: 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong) (for H Shareholders) not less than 24 hours before the time appointed for the EGM (i.e. not later than Thursday, 19 September 2024 at 10:00 a.m. (Hong Kong time) for EGM) or the adjourned meeting (as the case may be). Completion and delivery of the form of proxy will not preclude you from attending and voting at the EGM if you so wish, and in such event, the proxy shall be deemed to be revoked.

LETTER FROM THE BOARD

VIII. RECOMMENDATION

The Board (including all independent non-executive Directors) considers that all of the abovementioned resolutions are in the interests of the Company and the Shareholders as a whole. Accordingly, the Directors recommend all Shareholders (other than those Shareholders who need to abstain from voting in respect of certain resolutions) to vote in favor of such resolutions to be proposed at the EGM as set out in the EGM Notice.

Yours faithfully,

By Order of the Board

Dynagreen Environmental Protection Group Co., Ltd.*

Qiao Dewei

Chairman

* *For identification purposes only*

NOTICE OF THE EXTRAORDINARY GENERAL MEETING



綠色動力
DYNAGREEN

綠色動力環保集團股份有限公司

Dynagreen Environmental Protection Group Co., Ltd.*

(a joint stock limited liability company incorporated in the People's Republic of China)

(Stock Code: 1330)

NOTICE OF THE SECOND EXTRAORDINARY GENERAL MEETING FOR THE YEAR 2024

NOTICE IS HEREBY GIVEN that the second extraordinary general meeting for the year 2024 (the “EGM”) of Dynagreen Environmental Protection Group Co., Ltd.* (the “Company”) will be held at the 2nd Floor, the Complex of Haining Dynagreen Haiyun Environmental Energy Co., Ltd. of No.22, Binhai Road, Jianshan New District, Haining City, Zhejiang Province, the PRC at 10:00 a.m. on Friday, 20 September 2024 for the purposes of considering and, if deemed appropriate, approving the following resolutions. In this notice, unless the context otherwise requires, capitalized terms used herein shall have the same meanings as defined in the Company’s circular (the “Circular”) dated 4 September 2024.

RESOLUTIONS TO BE CONSIDERED AT THE EGM

As Ordinary Resolutions:

- (1) to consider and approve the 2024 interim profit distribution plan;
- (2) to consider and approve the Shareholders’ Return Plan for the Next Three Years (2024-2026);
- (3) to consider and approve the provision of guarantees in respect of the loan swap of Beijing Dynagreen Environment Co., Ltd. by the Company;
- (4) to consider and approve the appointment of Directors;
 - (a) to consider and approve the appointment of Mr. Qiao Dewei as an executive Director of the Company
 - (b) to consider and approve the appointment of Mr. Hu Shengyong as an executive Director of the Company

* For identification purposes only

NOTICE OF THE EXTRAORDINARY GENERAL MEETING

- (c) to consider and approve the appointment of Mr. Liu Shuguang as a non-executive Director of the Company
 - (d) to consider and approve the appointment of Mr. Zhao Zhixiong as a non-executive Director of the Company
 - (e) to consider and approve the appointment of Mr. Hu Tianhe as a non-executive Director of the Company
 - (f) to consider and approve the appointment of Mr. Yan Chunxu as a non-executive Director of the Company
- (5) to consider and approve the appointment of independent non-executive Directors;
- (a) to consider and approve the appointment of Mr. Zhou Beihai as an independent non-executive Director of the Company
 - (b) to consider and approve the appointment of Ms. Ouyang Jiejiao as an independent non-executive Director of the Company
 - (c) to consider and approve the appointment of Mr. Zheng Zhiming as an independent non-executive Director of the Company
- (6) to consider and approve the appointment of Supervisors;
- (a) to consider and approve the appointment of Ms. Tian Yingying as a Shareholder representative Supervisor of the Company
 - (b) to consider and approve the appointment of Ms. Yu Lijun as a Shareholder representative Supervisor of the Company

Details of the above resolutions proposed at the EGM are contained in the Circular, which is available on the website of Hong Kong Exchanges and Clearing Limited (www.hkex.com.hk) and the website of the Company (www.dynagreen.com.cn).

By Order of the Board
Dynagreen Environmental Protection Group Co., Ltd.*
Qiao Dewei
Chairman

Shenzhen, PRC
4 September 2024

* For identification purposes only

NOTICE OF THE EXTRAORDINARY GENERAL MEETING

As of the date of this notice, the executive directors of the Company are Mr. Qiao Dewei and Mr. Hu Shengyong; the non-executive directors of the Company are Mr. Liu Shuguang, Mr. Zhao Zhixiong and Mr. Tong Xiangyu; and the independent non-executive directors of the Company are Ms. Ouyang Jiejiao, Mr. Xie Lanjun and Mr. Zhou Beihai.

Notes:

ATTENDEE OF THE EGM

1. Eligibility for attending the EGM

For the purpose of determining the H Shareholders who are entitled to attend and vote at the EGM, the register of H Share members of the Company will be closed from Monday, 16 September 2024 to Friday, 20 September 2024 (both days inclusive), during which period no transfer of H Shares will be registered. H Shareholders who intend to attend the EGM shall lodge their share certificates accompanied with the transfer documents to the H Share Registrar of the Company, Tricor Investor Services Limited (address: 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong) before 4:30 p.m. (Hong Kong time) on Friday, 13 September 2024, being the last share registration date, for registration.

The Shareholders whose names appear on the register of members of the Company on Friday, 13 September 2024 after close of business are entitled to attend and vote at the EGM.

2. Proxy

- (a) A member eligible to attend and vote at the EGM is entitled to appoint, in written form, one or more proxies to attend and vote on its behalf. Shareholders are entitled to appoint one or more proxies to attend the EGM, but only one of the proxies can be designated to vote at the EGM. A proxy need not be a Shareholder of the Company.
- (b) A proxy should be appointed by a written instrument signed by the appointer or its attorney duly authorized in writing. If the form of proxy is signed by the attorney of the appointer, the power of attorney authorizing that attorney to sign or the authorization document(s) must be notarized. If the Shareholder is a legal person, such instrument must be executed either under its seal or signed by its director or duly authorized representative.
- (c) To be valid, the power of attorney or other authorization document(s) which have been notarized together with the completed form of proxy must be delivered to the H Share Registrar of the Company, Tricor Investor Services Limited (address: 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong), not less than 24 hours before the time appointed for the EGM (i.e. not later than Thursday, 19 September 2024 at 10:00 a.m. (Hong Kong time) for EGM) or the adjourned meeting (as the case may be) (for the H Shareholder(s) of the Company). Completion and return of the proxy form will not preclude Shareholders from attending and voting in person at the EGM or any adjournment thereof should they so wish and in such event, the proxy shall be deemed to be revoked.
- (d) A Shareholder or his proxy may exercise the right to vote by poll. The Shareholder shall have one vote for each share that he/she holds. On a poll taken at the meeting, Shareholders (including proxies) entitled to two or more votes are not required to cast all their votes for or against a resolution or to abstain from voting on a resolution by not casting any of their votes.

NOTICE OF THE EXTRAORDINARY GENERAL MEETING

3. Registration procedures for attending the EGM

- (a) A Shareholder shall produce proof of identity and supporting documents in respect of the shares of the Company held when attending the meeting. If a Shareholder is a legal person, its legal representative or other persons authorized by the board of directors or other governing body of such Shareholder may attend the EGM by producing a copy of the resolution of the board of directors or other governing body of such Shareholder appointing such persons to attend the meeting. Proxies shall produce their identity documents and the proxy form signed by the Shareholders or their attorney when attending the EGM.
- (b) H Shareholders intending to attend the EGM should return the reply slip for attending the EGM to the Company on or before Tuesday, 10 September 2024.
- (c) A Shareholder may send the above reply slip to Tricor Investor Services Limited (address: 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong) in person, by post or by fax.

4. Miscellaneous

- (a) The EGM will not last for more than half a day. The Shareholders who attend the EGM in person or by proxy shall bear their own travelling and accommodation expenses.
- (b) The H Share Registrar of the Company is Tricor Investor Services Limited (address: 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong).
- (c) The registered office of the Company is at:

2nd Floor, Jiuzhou Electronic Building,
Keji South 12th Street,
Nanshan District, Shenzhen, the PRC
Post Code: 518057
Telephone No.: (+86) 755 3363 1280
Facsimile No.: (+86) 755 3363 1220
- (d) References to time and dates in this notice are to Hong Kong time and dates.
- (e) If the EGM is seriously affected by a typhoon or bad weather condition, the Company will post an announcement on the website of the Hong Kong Stock Exchange (www.hkexnews.hk) to notify Shareholders of the date, time and place of the rescheduled meeting. The meeting may still be held as scheduled during a typhoon or bad weather condition. Shareholders of the Company should decide on their own whether they would attend the meeting under bad weather condition bearing in mind their own situations.

Dynagreen Environmental Protection Group Co., Ltd.
Shareholders' Return Plan for the Next Three Years (2024-2026)

In order to further perfect and improve the profit distribution and supervision mechanism of Dynagreen Environmental Protection Group Co., Ltd. (the “Company”), enhance the transparency of profit distribution decisions and clarify the reasonable investment return of the Company to the Shareholders in the next three years, the Shareholders' Return Plan for the Next Three Years (2024-2026) (the “Plan”) is formulated in accordance with the requirements of the Notice on Further Implementation of Matters Relating to Cash Dividends for Listed Companies (《關於進一步落實上市公司現金分紅有關事項的通知》) and the Listed Companies Regulatory Guidance No. 3 – Cash Dividends Distribution (Revised in 2023) (《上市公司監管指引第3號—上市公司現金分紅(2023修訂)》) issued by China Securities Regulatory Commission (the “CSRC”) and the Guidelines for Self-Regulation of Listed Companies of the Shanghai Stock Exchange No. 1—Standardized Operation (Revised in December 2023) (《上海證券交易所上市公司自律監管指引第1號—規範運作(2023年12月修訂)》), as well as the Articles of Association and the actual situation of the Company. Details are as follows:

I. FACTORS CONSIDERED FOR FORMULATION OF THE PLAN

With the focus on long-term and sustainable development, the Company has established a continuous, stable and scientific return plan and mechanism for investors after giving comprehensive consideration to the actual operation and development, future development strategy and shareholder demands and other factors of the Company, so as to make institutional arrangements for profit distribution to ensure the continuity and stability of profit distribution policy.

II. PRINCIPLES FOR FORMULATION OF THE PLAN

Under the premise of compliance with relevant laws and regulations and the relevant provisions on profit distribution under the Articles of Association of the Company, the Plan pays full attention to reasonable returns to investors and takes into account the actual operation of the Company, the overall interests of all shareholders and the sustainable development of the Company, and has established a sustainable, stable and scientific return mechanism for investors. The board of directors, the supervisory committee and the general meeting of the Company fully considered the opinions of public investors in the process of decision-making and demonstration of profit distribution policy.

**III. SPECIFIC SHAREHOLDERS' RETURN PLAN FOR THE NEXT THREE YEARS
(2024-2026)****(1) Form of profit distribution**

Any profit distribution of the Company shall not exceed the amount of accumulated distributable profits and shall not adversely affect the continued operation of the Company. The Company may distribute interim dividends according to its profit and capital requirements. The Company can distribute its profit in cash, in shares or in a combination of cash and shares. When the Company meets the conditions for cash dividends, it should give priority to the profit distribution method of cash dividends.

(2) Conditions for cash dividends**1. *Conditions for cash dividends***

The Company shall give priority to the payment of cash dividends. If no cash dividends are available, no scrip dividends shall be declared for the same year. If the current profit and accumulated retained earnings of the Company shall be positive and its cash flow shall be sufficient to support the continued operation and long-term development of the Company, the Company shall proactively adopt the way of cash dividends.

2. *Conditions for payment of scrip dividends*

With a view to providing investment returns to its shareholders and sharing its corporate values, the Company may declare the payment of scrip dividends in addition to the cash dividends, taking into account factors such as the growth of the Company, dilution of net asset value per share and the maintenance of an adequate reflection of its share capital on its share price.

(3) Proportion and time interval of cash dividends**1. *Minimum proportion of cash dividends***

Under the premise of meeting the conditions for cash dividends and ensuring the normal operation and long-term development of the Company, the profit to be distributed by the Company in cash each year of the next three years shall not be less than 40%, 45% and 50% of the distributable profits of the year, respectively.

2. *Time interval of cash dividends*

The Company may distribute interim dividends according to its profit and capital needs. Where the Company records surplus for consecutive years, each cash dividend shall not be more than 24 months apart. The specific distribution proportion shall be formulated by the Board of the Company in accordance with the operating conditions and development needs of the Company and the relevant provisions of the CSRC, and shall be subject consideration and approval at the general meeting.

(4) **Decision-making mechanism and procedures for profit distribution**

Particulars of any profit distribution plan shall be determined by the board of directors in accordance with the requirements of the Articles of Association, the Company's profits, cash flows and shareholders' return plan as approved by a simple majority at the supervisory committee and as proposed for approval at a general meeting.

Before a cash dividend proposal is considered at a general meeting, the Company shall take full account of the opinions of supervisors and public investors, and proactively communicate and exchange with shareholders, especially minority shareholders, through effective means such as investor relations interactive platform, website of the Company, telephone, fax, E-mail, etc. to listen to the opinion and requests from minority shareholders and give timely responses to issues which minority shareholders are concerned about. Upon finalization of the resolution on profit distribution plan at the general meeting, the Company's board of directors shall complete the dividend payment within 2 months after the general meeting is held.

If the profit distribution policy should be adjusted due to the production and operation conditions, investment plans and long-term development, or the changes in external operation environment, the Company shall focus on the protection of shareholders' rights and interests and the adjusted profit distribution policy should not violate relevant laws and regulations and provisions of regulatory documents and Articles of Association. The proposal to adjust the profit distribution policy will be considered by the board of directors before submission to the general meeting of the Company for approval, the resolution must be passed by not less than two thirds of the voting rights held by the shareholders attending the general meeting, and whether the conditions and process of the adjustment are in compliance should be explained in detail in the periodic reports.

IV. RELATED DECISION-MAKING PROCEDURES FOR THE SHAREHOLDERS' RETURN PLAN

The Company shall formulate a shareholders' return plan according to the profit distribution policy under the Articles of Association and the actual operation of the Company, as well as with the opinions of the supervisors and shareholders of the Company, and submit it to the general meeting for approval after consideration and approval by the board of directors.

If the shareholders' return plan should be adjusted due to the production and operation conditions, investment plans and long-term development, or the changes in external operation environment, the Company shall focus on the protection of shareholders' rights and interests, and the adjusted shareholders' return plan should not violate relevant laws and regulations and provisions of regulatory documents and the Articles of Association and should be considered and approved by the board of directors before submission to the general meeting of the Company for approval.

V. Any matters not covered in the Plan shall be implemented in accordance with relevant laws and regulations, regulatory documents and the Articles of Association.

VI. The board of directors of the Company is responsible for the interpretation of the Plan, which shall be effective from the date of approval at the Company's general meeting.

Executive Directors

Mr. Qiao Dewei (喬德衛), aged 57, holds an EMBA degree of Peking University HSBC Business School. He successively worked as a clerk and clerk at the deputy director level at the Central Enterprises Management Department of the Bureau of Finance in Hubei Province (湖北省財政廳中央企業管理處) from July 1988 to December 1995. He successively worked as the deputy manager and manager of the Finance Department at Wuhan International Trust and Investment Company (武漢國際信託投資公司) from January 1996 to February 2001. He worked as the assistant to general manager of Wuhan Zhengxin State-owned Assets Management Co., Ltd. (武漢正信國有資產經營有限公司) from March 2001 to September 2005. Since September 2005, he has served various positions at the predecessor of the Company and the Company, including the chief financial officer, acting general manager, general manager, executive Director and chairman of the Board, and is currently the chairman of the Board and the acting general manager of the Company. Mr. Qiao Dewei is entitled to an aggregate emolument of RMB935,634.84, out of which the sum RMB892,500.00 represents salary and allowance and the sum RMB43,134.84 represents pension, and will not receive any Director's fee. The discretionary bonus will be subject to annual appraisal. The emolument is recommended by the remuneration and appraisal committee of the Board (the "**Remuneration and Appraisal Committee**") with reference to his role in the Company and the market rate.

Mr. Hu Shengyong (胡聲泳), aged 55, graduated from China University of Geosciences (中國地質大學) with a bachelor's degree and is a senior accountant. He served as officer of the finance department of Wuhan Zhengxin State-owned Assets Management Co., Ltd. (武漢正信國有資產經營有限公司) from August 1996 to November 2000. He served as the chief accountant at Wuhan Unity Laser Co., Ltd. (武漢團結激光股份有限公司) from November 2000 to May 2001. He served as director of the general office of the chief financial officer and a manager of Department of Auditors of Wuhan Zhengxin State-owned Assets Management Co., Ltd. from May 2001 to March 2004. He has served as assistant to the president of and the general manager of the Audit Department of Wuhan Securities (武漢證券公司) from April 2004 to September 2005. From September 2005 to August 2008, he served as the general manager of the Central China Region of Sunrise Environmental Protection Group (晨興環保集團公司華中區). He has successively served as assistant to the president, the chief financial officer, secretary of the Board and executive Director of the Company's predecessor and the Company since August 2008. Mr. Hu Shengyong is currently the deputy secretary of the Party Committee and an executive Director of the Company. Mr. Hu Shengyong is entitled to an aggregate emolument of RMB583,059.90, out of which the sum RMB536,844.00 represents salary and allowance and the sum RMB46,215.90 represents pension, and will not receive any Director's fee. The discretionary bonus will be subject to annual appraisal. The emolument is recommended by the Remuneration and Appraisal Committee with reference to his role in the Company and the market rate.

Non-executive Directors

Mr. Zhao Zhixiong (趙志雄), aged 58, graduated from Tianjin University with a bachelor's degree. From July 1988 to October 1999, Mr. Zhao successively served as an assistant engineer, an engineer and the deputy director of the Civil Engineering Institute of North China Municipal Engineering Design & Research Institute* (中國市政工程華北設計研究院); from October 1999 to August 2001, he served as the general manager of Beijing Zhongji Hengye Real Estate Development Co., Ltd.* (北京中基恒業房地產開發有限公司); from August 2001 to April 2002, he served as the executive deputy general manager of Beijing Yongda Real Estate Development Co., Ltd.* (北京永達房地產開發有限公司); from April 2002 to December 2003, he served as the deputy general manager of Beijing Liangxiang Higher Education Park Real Estate Development Co., Ltd.* (北京良鄉高教園區房地產開發有限公司); from December 2003 to September 2007, he successively served as the deputy general manager and the executive deputy general manager of the National Swimming Center Project Branch of Beijing State-owned Assets Management Co., Ltd.; from September 2007 to December 2013, he served as a director, the general manager and an executive director of Beijing National Aquatics Center Company Ltd.* (北京國家游泳中心有限責任公司); from December 2013 to November 2021, he served as an executive deputy general manager, a director, the general manager and the chairman of the board of directors of Beijing Science Park Development (Group) Co., Ltd.* (北京科技園建設(集團)股份有限公司); from November 2021 to July 2022, he served as the executive deputy director of the Office of the Winter Olympics Work Leadership Group of Beijing State-owned Assets Management Co., Ltd.; from July 2022 to April 2024, he served as the executive deputy general manager, a director and executive deputy general manager of Beijing National Speedskating Stadium Management Corporation Limited* (北京國家速滑館經營有限責任公司); he has been a designated director or supervisor assigned to investee companies of Beijing State-owned Assets Management Co., Ltd. (北京市國有資產經營有限責任公司) since April 2024. He currently serves as a non-executive Director of the Company. Mr. Zhao Zhixiong will not receive any emolument from the Company.

Mr. Liu Shuguang (劉曙光), aged 56, is an EMBA from the China Europe International Business School (中歐國際商學院). He served as a director and the vice president of Beijing Taikeping Electrical Appliances Limited Company (北京泰克平電子儀器有限公司) between July 1991 and June 1992. Mr. Liu Shuguang served as a director and the vice president of Beijing Huatai Industrial Company (北京華泰實業總公司) from June 1992 to April 1994. He has served as the legal representative, president and a director of Beijing Jupeng Investment Company (北京巨鵬投資公司) since April 1994. Between October 2003 and December 2011, he served as the deputy chairman of the Board of Capital Securities Co., Ltd. (首創證券有限責任公司). He is currently a non-executive Director of the Company. Mr. Liu Shuguang will not receive any emolument from the Company.

Mr. Hu Tianhe (胡天河), aged 33, graduated from Tsinghua University with a master's degree. From July 2019 to March 2023, he successively served as analyst and senior analyst of the Industrial Investment Department of Three Gorges Capital Holdings Co., Ltd. (三峽資本控股有限責任公司); he has been the investment manager of the Industrial Investment Department of Three Gorges Capital Holdings Co., Ltd. (三峽資本控股有限責任公司) since March 2023. Mr. Hu Tianhe will not receive any emolument from the Company.

Mr. Yan Chunxu (燕春旭), aged 52, graduated from Tianjin University with a bachelor's degree. From April 2002 to June 2006, he served as the branch president of Bank of Hebei; from July 2006 to March 2009, he served as the deputy general manager of Hebei Branch of Zhongkezhong Holdings Group (中科智控股集團); from April 2009 to June 2012, he served as the regional general manager of Hebei of Fullerton Financial Holding (富登金控); from July 2012 to June 2015, he served as the vice president of JHT Group (金匯通集團); from July 2015 to July 2017, he served as the senior director of Lufax (Shijiazhuang) (a member of Shijiazhuang Party Committee of Ping An Group); and he has been the investment manager of the product investment department of Greatwall Wealth Insurance Asset Management Co., Ltd. (長城財富保險資產管理股份有限公司) since August 2017. Mr. Yan Chunxu will not receive any emolument from the Company.

Independent Non-executive Directors

Mr. Zhou Beihai (周北海), aged 61, graduated with a doctoral degree from Tsinghua University. He carried out research on solid waste landfill technology at the University of Fukuoka in Japan from March 1992 to March 1994, and conducted research on photocatalysis water treatment technology at Saitama University in Japan from January 1995 to March 1995. He served as the director of the Registration and Management Centre for the solid waste under the State Administration of Environmental Protection (國家環保總局固體廢物登記管理中心) from October 1996 to August 2001, served as the senior diplomatic officer of science and technology at the Chinese Embassy in Japan from September 2001 to December 2004, and served as the professor at the School of Energy and Environmental Engineering of University of Science and Technology Beijing from January 2005 to June 2023. He currently serves as an independent non-executive Director of the Company. Mr. Zhou Beihai is entitled to an aggregate emolument of RMB80,000, which is recommended by the Remuneration and Appraisal Committee with reference to his role in the Company and the market rate.

Ms. Ouyang Jiejiao (歐陽戒驕), aged 52, graduated from Cheung Kong Graduate School of Business (長江商學院) with an EMBA degree. She is a member of the Association of Chartered Certified Accountants (ACCA). From November 2014 to September 2017, she served as an investor relations manager, deputy financial director and chief financial officer of NNK Group Limited (年年卡集團有限公司) (03773.HK); from September 2017 to November 2019, she served as the chief financial officer of IDT International Limited (萬威國際有限公司) (00167.HK); from January 2020 to December 2022, she served as the deputy general manager of Lidership Technology Co., Ltd* (利德世普科技有限公司); from August 2023, she has been working at Daodaoquan Grain and Oil Co., Ltd.* (道道全糧油股份有限公司) (002852.SZ), with the grade of deputy general manager and is responsible for financial management, investment and financing. She currently serves as an independent non-executive Director of the Company. Ms. Ouyang Jiejiao is entitled to an aggregate emolument of HK\$120,000, which is recommended by the Remuneration and Appraisal Committee with reference to her role in the Company and the market rate.

Mr. Zheng Zhiming (鄭志明), aged 58, graduated from Shenzhen University with a bachelor's degree. From February 1989 to March 1999, he worked in Renmin North Sub-branch and Futian Sub-branch of Shenzhen Branch of Agricultural Bank of China, and successively served as a counter teller, accountant, credit auditor, deputy director of office, director of office, director of asset management department, and credit audit specialist; from April 1999 to April 2008, he successively served as the director of the business department, the director of the comprehensive management department and the assistant to the branch president of Shennan Sub-branch of Shenzhen Commercial Bank; from January 2009 to August 2012, he served as a full-time lawyer of Guangdong Weiqiang Law Firm (廣東偉強律師事務所); from September 2012 to December 2015, he served as a full-time lawyer and partner of Guangdong Haibu Attorneys-At-Law (廣東海埠律師事務所). He has been the chief lawyer of Guangdong Fanggen Law Firm (廣東方根律師事務所) since December 2015. At present, he concurrently serves as an independent director of Huizhou Renxin New Material Co., Ltd. (301395.SZ). Mr. Zheng Zhiming is entitled to an aggregate emolument of RMB80,000, which is recommended by the Remuneration and Appraisal Committee with reference to his role in the Company and the market rate.

Shareholder Representative Supervisors

Ms. Tian Yingying (田瑩瑩), aged 46, graduated from Heilongjiang University with a bachelors' degree. From July 2000 to October 2001, Ms. Tian Yingying served as an accountant in the finance department of Beijing Huaming Electric Light Source Industry Co., Ltd.* (北京華明電光源工業有限責任公司); from October 2001 to August 2005, she served as the financial manager of the finance department of Beijing Huaruinenng Technology Development Co., Ltd.* (北京華瑞能科技發展有限責任公司); from August 2005 to January 2010, she served as the financial officer of the finance department of Beijing Shibo International Sports Competition Co., Ltd.* (北京時博國際體育賽事有限公司); from January 2010 to May 2017, she successively served as an accountant and the financial manager of the department of finance planning of Beijing State-owned Assets Management Co., Ltd.; from May 2017 to March 2019, she served as the deputy general manager of Beijing State-owned Assets Environmental Protection Technology Limited* (北京國資環境保護技術有限公司); from March 2019 to April 2022, she served as the deputy general manager of Beijing Xinlongfu Culture Investment Co., Ltd.* (北京新隆福文化投資有限公司); from April 2022 to April 2024, she served as the deputy general manager of National Stadium Co., Ltd.* (國家體育場有限責任公司); she has served as the deputy director of the office of designated director or supervisor and a designated director or supervisor assigned to investee companies of Beijing State-owned Assets Management Co., Ltd. since April 2024. She currently serves as the chairman of the Supervisory Committee of the Company. Ms. Tian Yingying will not receive any emolument from the Company as a shareholder representative Supervisor.

Ms. Yu Lijun (余麗君), aged 38, graduated with a bachelor's degree from Military Economics Institute of Chinese People's Liberation Army (中國人民解放軍軍事經濟學院). From 2008 to 2010, she served as a lawyer assistant in Guangdong Jicheng Law Firm* (廣東濟誠律師事務所); from 2010 to 2014, she served as the head of archives of Yuneng Industry (Group) Company Limited* (渝能產業(集團)有限公司); from 2015 to 2016, she served as the head of archives of Shenzhen Ainengsen Technology Co., Ltd.* (深圳市愛能森科技有限責任公司); and since 2017, she has been the head of archives and director of general affairs of the Company. Ms. Yu Lijun will receive remuneration as an employee of the Company but will not receive any emolument as a shareholder representative Supervisor.

APPENDIX IV	RESOLUTION ON PROVISION OF GUARANTEES TO BEIJING DYNAGREEN ENVIRONMENT CO., LTD.
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In order to reduce finance costs and relieve financial pressure, the Company proposes to provide joint-liability guarantee (for a term of no more than 15 years) for the fixed assets loan of RMB577,000,000 as applied by Beijing Dynagreen Environment Co., Ltd.* ("**Tongzhou Company**"), a wholly-owned subsidiary of the Company, to swap the original loans.

Tongzhou Company has applied to Beijing Tongzhou Branch of Industrial and Commercial Bank of China for a fixed assets loan of RMB577,000,000 with a term of no more than 12 years, which will be used to swap the loans with Beijing Tongzhou Sub-branch of Shanghai Pudong Development Bank and Beijing Tongzhou Branch of Industrial and Commercial Bank of China. The loan will be secured with a pledge of accounts receivable provided by Tongzhou Company and a joint-liability guarantee (for a term of no more than 15 years) provided by the Group which is not subject to counter guarantee.