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# 上海匯舸環保科技集團股份有限公司
# CONTIOCEAN ENVIRONMENT TECH GROUP CO., LTD.

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

**(Stock Code: 2613)**

## PROPOSED AMENDMENTS TO THE ARTICLES OF ASSOCIATION

This announcement is made by ContiOcean Environment Tech Group Co., Ltd. (上海匯舸環保科技集團股份有限公司) (the "**Company**") pursuant to Rule 13.51(1) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited.

The board (the "**Board**") of directors (the "**Directors**") of the Company announces that it has resolved and proposed to amend the existing articles of association of the Company (the "**Articles**") in light of the following events in accordance with the requirements of the Company Law of the People's Republic of China (the "**Company Law**"), the Rules Governing the Listing of Securities on the Stock Exchange of Hong Kong Limited (the "**Listing Rules**"), and to make adjustments to certain provisions in the Articles after taking into consideration, among others, the operational and management needs of the Company (the "**Proposed Amendments**"):

(i) On 29 December 2023, the amendments to the Company Law were adopted, which came into effect on 1 July 2024. The amendments include but are not limited to optimising the corporate capital system and organisational structure, enhancement in protection for minority shareholders' rights and interests, strengthening responsibilities for controlling shareholders, directors and senior officers as well as permitting the replacement of supervisory committee with the audit committee. In order to ensure the listed companies can effectively comply with and implement the new requirements of the Company Law, the China Securities Regulatory Commission issued a number of important documents on 28 March 2025, including the revised Guidelines for the Articles of Association of Listed Companies and the Rules for Shareholders' Meetings of Listed Companies.

(ii) The current Listing Rules contain provisions in respect of the expansion of the paperless listing regime, which require listed issuers to disseminate corporate communications by electronic means and to ensure that their articles of association enable them to hold shareholders' general meetings, at which shareholders can attend virtually with the use of technology and can cast votes by electronic means.

(iii) Reference is also made to the circular of the Company dated 16 July 2025 and the announcement of the Company dated 26 August 2025 in relation to the delisting of the Company's domestic shares from the National Equities Exchange and Quotations Co., Ltd., which became effective on 27 August 2025 (the "**NEEQ Delisting**"). Following the NEEQ Delisting, certain provisions in the existing Articles in relation to, among other things, the registration, transfer and management of the domestic shares of the Company are no longer applicable.

Pursuant to the Articles and the applicable laws and regulations in the People's Republic of China, the Proposed Amendments are subject to the approval of the shareholders of the Company (the "**Shareholders**") by way of a special resolution at a general meeting. A special resolution to consider and approve the Proposed Amendments will be proposed at the forthcoming extraordinary general meeting of the Company (the "**EGM**") in due course.

A circular containing, among others, the details of the Proposed Amendments, together with a notice of the EGM, will be sent to the Shareholders in due course in accordance with the Listing Rules.

By order of the Board
**ContiOcean Environment Tech Group Co., Ltd.**
**Zhou Yang**
*Chairman and Executive Director*

Shanghai, PRC, 15 December 2025

*As of the date of this announcement, the Board comprises: (i) Mr. Zhou Yang, Mr. Zhao Mingzhu, Mr. Chen Zhiyuan, Mr. Shu Wa Tung, Laurence and Mr. Chen Rui as executive directors; and (ii) Dr. Guan Yanmin, Mr. Zhu Rongyuan and Ms. Ng Sin Kiu as independent non-executive directors.*