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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 IN RELATION TO ADJUSTMENT TO THE AMOUNT OF THE PROCEEDS TO BE INVESTED IN THE INVESTMENT PROJECTS

References are made to the relevant announcements and overseas regulatory announcements of Tianjin Capital Environmental Protection Group Company Limited (the "**Company**"), all dated 22 November 2021, in relation to (1) the termination of 2020 Adjusted Non-public Issuance of A Shares; (2) the proposed Non-public Issuance of A Shares; (3) the Specific Mandate; and (4) the proposed adoption of the Shareholders' Return Plan, the relevant circular dated 8 December 2021 (the "**Circular**"), the notice of 2021 fourth extraordinary general meeting and the notice of 2021 second H shareholders' class meeting dated 8 December 2021, the announcement relating to the approval of Non-public Issuance of A Shares by Tianjin SASAC dated 10 December 2021, the announcement on the resolutions passed at the 2021 fourth extraordinary general meeting, the 2021 second H shareholders' class meeting and the 2021 second A shareholders' class meeting dated 24 December 2021, the announcement relating to the acceptance of the application for Non-public Issuance of A Shares by the CSRC dated 11 January 2022, the relevant overseas regulatory announcements dated 7 February 2022, 21 February 2022, 3 March 2022, 17 March 2022 and 22 April 2022, the announcement in relation to the approval obtained from the Issuance Examination Committee of the CSRC for the application for the Non-public Issuance of A Shares dated 16 May 2022, the announcement relating to the approval of Non-public Issuance of A Shares by the CSRC dated 8 June 2022, the announcement on results of Non-public Issuance of A Shares and changes in share capital dated 29 September 2022, the relevant overseas regulatory announcements dated 22 March 2023 and 27 March 2023, the announcement in relation to the proposed change in the use of part of the proceeds and the relevant overseas regulatory announcement dated 7 August 2023, the relevant overseas regulatory announcement dated 25 August 2023, the circular in relation to, among others, the proposed change in the use of part of the proceeds dated 4 September 2023, the announcement on the resolutions passed at the 2023 second extraordinary general meeting dated 21 September 2023, the relevant overseas regulatory announcements dated 22 September 2023, 17 November 2023, 22 March 2024 and 23 August 2024, the announcement in relation to the proposed change in the use of part of the proceeds and the relevant overseas regulatory announcement dated 17 December 2024, the circular dated 27 December 2024 in relation to (among other things) the proposed change in the use of part of the proceeds, the announcement dated 14 January 2025 on resolutions passed at the 2025 first extraordinary general meeting, and the relevant overseas regulatory announcement, the relevant overseas regulatory announcements dated 24 February 2025, 23 March 2025, and 29 July 2025, the announcement dated 22 August 2025 in relation to the proposed termination of certain investment projects and related overseas regulatory announcements, the circular dated 26 November 2025 in relation to, among others, the proposed termination of certain investment projects, the announcement dated 16 December 2025 on the resolutions passed at the 2025 second extraordinary general meeting, and the relevant overseas regulatory announcements dated 29 December 2025. Unless otherwise defined, capitalised terms used herein shall have the same meanings as defined in the Circular.

I. BACKGROUND OF THE PROCEEDS

According to the Approval on the Non-Public Issuance of Shares of Tianjin Capital Environmental Protection Group Company Limited (Zheng Jian Xu Ke [2022] No. 1122) (《關於核准天津創業環保集團股份有限公司非公開發行股票的批覆》(證監許可[2022]1122號))issued by the China Securities Regulatory Commission on 30 May 2022, the Company non-publicly issued 143,189,655 RMB-denominated ordinary shares at an issue price of RMB5.80 per Share to certain investors in September 2022, and the gross proceeds raised was RMB830,499,999.00. According to the Verification Report (PricewaterhouseCoopers Zhong Tian Yan Zi (2022) No. 0816)(普華永道中天驗字(2022)第0816號《驗資報告》)issued by PricewaterhouseCoopers Zhong Tian LLP, as of 20 September 2022, the total amount of proceeds from the issuance was RMB830,499,999.00. After deducting the expenses relating to the issuance of RMB19,743,434.08 (tax exclusive), the amount of net proceeds was RMB810,756,564.92.

II. ADJUSTMENT TO THE AMOUNT OF THE PROCEEDS TO BE INVESTED IN THE INVESTMENT PROJECTS

Following consideration at the Board meeting of the Company convened on 22 August 2025 and the 2025 second extraordinary general meeting convened on 16 December 2025, it is approved to terminate the implementation of the investment project "Chibi Lushui Industrial Park Sewage Treatment Plant and Supporting Pipeline Network Concession TOT Project", and the originally planned proceeds amounting to RMB53 million is still deposited in the designated proceeds account. In order to enhance the efficiency of capital utilisation and improve the returns of the investment projects and the Company as a whole, it is proposed to invest the aforementioned proceeds amounting to RMB53 million into the original investment project, the Karamay Nanjiao Sewage Treatment Plant Franchising Project. The specific arrangements are as follows:

Unit: RMB'0,000

Project name	**Total project investment**	**Amount of proceeds to be invested prior to the adjustment**	**Amount of proceeds to be invested after the adjustment**
Karamay Nanjiao Sewage Treatment Plant Franchising Project	56,936.62	10,300.00	15,600.00

III. THE IMPACT OF ADJUSTMENT TO THE AMOUNT OF THE PROCEEDS TO BE INVESTED IN INVESTMENT PROJECTS ON THE COMPANY

The adjustment to the amount of the proceeds to be invested in the investment projects is a decision made by the Company based on the status of the proceeds, the progress of the investment projects, and funding requirements. It aims to enhance the efficiency of utilisation of the proceeds and ensure the smooth implementation of fundraising investment projects. This adjustment will not materially impact the normal use of proceeds, does not constitute a disguised change in the use of proceeds, nor prejudice the interests of Shareholders. It complies with the relevant provisions of the Regulations on the Supervision of Raised Funds by Listed Companies, the Rules Governing the Securities of Shanghai Stock Exchange, the Shanghai Stock Exchange's Self-Regulatory Guidelines for Listed Companies No. 1 – Standardized Operations, and the Company's Proceeds Management System.

IV. DECISION-MAKING PROCEDURES FOR ADJUSTING THE AMOUNT OF PROCEEDS TO BE INVESTED IN THE INVESTMENT PROJECTS

The Board meeting and a meeting of the Audit and Risk Control Committee under the Board of the Company was convened on 26 December 2025, at which the "Resolution on Adjustment to the Amount of Proceeds to be Invested in the Investment Projects" was considered and approved.

As the aforementioned matter falls within the Board's approval authority, it is not required to be submitted to the Shareholders' meeting for consideration.

V. OPINIONS OF THE AUDIT AND RISK CONTROL COMMITTEE, THE SPONSOR ON ADJUSTMENT TO THE AMOUNT OF THE PROCEEDS TO BE INVESTED IN THE INVESTMENT PROJECTS

(1) Opinions of the Audit and Risk Control Committee

After consideration, the Audit and Risk Control Committee believes that the adjustment of the Company to the amount of proceeds to be invested in the investment projects is made based on the actual use of the proceeds, progress of the investment projects, and capital requirements. It does not alter the investment direction of the proceeds, but facilitates efficiency in utilization of the proceeds, ensures the smooth and steady implementation of the investment projects, aligns with the Company's long-term planning and development strategy, and does not prejudice the interests of the Company or its minority shareholders. This adjustment complies with relevant laws, regulations, and rules, including the Regulations on the Supervision of Raised Funds by Listed Companies and the Shanghai Stock Exchange's Self-Regulatory Guidelines for Listed Companies No. 1 – Standardized Operations. Accordingly, the Audit and Risk Control Committee concurs with the Company's adjustment to the amount of proceeds to be invested in the investment projects and agrees to submit this matter to the Board for consideration.

(2) Opinions of the Sponsor

After verification, the sponsor is of the view that the adjustment to the amount of proceeds to be invested in the investment projects has been considered and approved by the Board and the Audit and Risk Control Committee of the Company, and is in compliance with the relevant provisions of the "Regulatory Rules for Raised Funds of Listed Companies", "Shanghai Stock Exchange Self-Regulatory Guidelines for Listed Companies No. 1 – Standardized Operations" and other relevant laws and regulation, as well as the Company's "Management System of Raised Proceeds". It does not violate the relevant regulations of the CSRC and the Shanghai Stock Exchange regarding the use of the proceedings by listed companies. It is in the interests of the Company and all shareholders, and does not involve any disguised change in the use of the proceedings, nor will the interests of shareholders, especially minority shareholders be prejudiced.

By order of the Board
Tang Fusheng
Chairman

Tianjin, the PRC
30 December 2025

As at the date of this announcement, the Board comprises three executive Directors: Mr. Tang Fusheng, Ms. Nie Yanhong and Mr. Fu Xinghai (employee Director); 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.