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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 FIRST EXTRAORDINARY GENERAL MEETING

Unless otherwise indicated, capitalized terms used herein shall have the same meanings as those defined in the relevant announcements of the Company dated 1 December 2022, 21 December 2022 and 28 December 2022 (the “**Announcements**”) and the circular of the Company dated 13 February 2023 (the “**Circular**”).

### 1. CONVENING AND ATTENDANCE OF THE MEETING:

The 2023 first extraordinary general meeting (the “**EGM**”) of Tianjin Capital Environmental Protection Group Company Limited (the “**Company**”) was held at 2:00 p.m. on 1 March 2023 at the conference room on 5/F, TCEP Building, 76 Weijin South Road, Nankai District, Tianjin, the People's Republic of China (the “**PRC**”).

A total of 11 shareholders of the Company (the “**Shareholders**”) and their proxies holding 897,959,342 Shares, representing approximately 57.1796% of the total number of Shares with voting rights of the Company, attended the EGM. Among them, 10 were A Shareholders and their proxies holding 727,078,008 Shares, representing approximately 46.2984% of the total number of Shares with voting rights of the Company, while 1 was H Shareholder and his/her proxy holding 170,881,334 Shares, representing approximately 10.8812% of the total number of Shares with voting rights of the Company.

The procedures for convening the EGM and voting were in compliance with the requirements of the Company Law of the PRC and the Articles of Association of the Company. Mr. Ji Guanglin, chairman of the Company, was unable to attend the EGM in person due to business engagement, and attended via online video conference. More than half of the directors of the Company (the “**Directors**”) jointly elected Ms. Jing Wanying, a Director, to preside at the EGM. The Company has 9 Directors and 8 Directors attended the EGM. Mr. An Pindong, a Director, was unable to attend the EGM due to the conflict of the meeting. The Company has 3 supervisors (the “**Supervisors**”) and 3 Supervisors attended the EGM. Certain senior management, lawyers and auditors of the Company have attended the EGM.

As at the date of the EGM, the total number of issued Shares of the Company entitling the holders to attend and vote for or against the resolution(s) at the meeting is 1,570,418,085 Shares, which comprised 1,230,418,085 A Shares and 340,000,000 H Shares. As at the date of the EGM, to the best of the Directors' knowledge, information and belief, TMICL (directly holding 715,565,186 A Shares of the Company, representing approximately 45.57% of the total issued share capital of the Company) was required to abstain and has abstained from voting on ordinary resolution No. 1 at the EGM. Save as mentioned, no Shareholders were subject to any restriction on their voting on the resolutions proposed at the EGM. Accordingly, the total number of issued Shares entitling the holders to attend and vote on ordinary resolution No.1 at the EGM was 854,852,899 Shares.

Save as disclosed above, there were no Shares of the Company (i) entitling the holder to attend and abstain from voting on any resolutions at the EGM; or (ii) of which the holder is required under the Listing Rules to abstain from voting on the resolution(s) at the EGM. No Shareholders have stated their intention in the Announcements and the Circular to vote against any resolutions or to abstain from voting at the EGM.

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

## 2. RESOLUTIONS CONSIDERED:

All of the resolutions were duly passed by way of poll at the EGM and the poll results were as follows:

No.	Resolutions	Number of valid Votes (% of total valid votes cast)			Total valid Votes
		For	Against	Abstention	
Ordinary Resolution					
1.	To consider and approve the resolution in relation to the transfer of assets in Jinnan Sludge Plant Project to the Company.	182,134,156 (99.8574%)	260,000 (0.1426%)	0 (0%)	182,394,156
Special Resolution					
2.	To consider and approve the resolution in relation to the increase of registered capital of the Company and the amendments to the Articles of Association of the Company.	897,699,342 (99.9711%)	260,000 (0.0289%)	0 (0%)	897,959,342

## 3. LEGAL OPINIONS ISSUED BY THE LAWYERS:

1. Name of law firm: Grandall Law Firm, Tianjin Office
2. Witness lawyers: Shi Qiqi and Wang Fei, Solicitors
3. Summarised opinion: Procedures for the convening and holding of the Company's EGM, the qualifications of the attendees, the voting procedures, and the poll results, were in compliance with the relevant laws, regulations, the Rules for the General Meetings of Shareholders of Listed Companies and the relevant requirements under the Articles of Association and the Rules of Procedures for Shareholders' General Meeting of the Company, and all resolutions thereby passed are legally valid.

#### 4. DOCUMENTS AVAILABLE FOR INSPECTION:

1. Resolutions of the EGM signed and confirmed by the Directors and recorder attending the meeting and affixed with the seal of the Board;
2. Legal opinion in respect of the EGM issued by Grandall Law Firm, Tianjin Office; and
3. Other documents required by the Shanghai Stock Exchange.

By Order of the Board  
**Ji Guanglin**  
*Chairman*

Tianjin, the PRC  
1 March 2023

*As at the date of this announcement, the Board comprises three executive Directors: Mr. Ji Guanglin, Mr. Li Yang and Ms. Jing Wanying; three non-executive Directors: Ms. Peng Yilin, Mr. An Pindong and Mr. Liu Tao; and three independent non-executive Directors: Mr. Xue Tao, Mr. Wang Shanggan and Mr. Tian Liang.*