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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)

## NOTICE OF 2022 ANNUAL GENERAL MEETING

**NOTICE IS HEREBY GIVEN** that the 2022 annual general meeting (the “**AGM**”) of Tianjin Capital Environmental Protection Group Company Limited (the “**Company**”) will be held 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**”) on 1 June 2023 at 2:00 p.m. for the purpose of considering the resolutions as listed below:

*Unless otherwise indicated, capitalized terms used herein shall have the same meanings as those defined in the related announcements of the Company dated 27 March 2023 and the circular dated 25 April 2023.*

### **A. As ordinary resolutions:**

1. To consider and approve the 2022 annual report of the Company and the summary of the report announced within the PRC and overseas.
2. To consider and approve the working report of the board (the “**Board**”) of directors (the “**Directors**”) of the Company for the year 2022 and the operating strategy of the Company for the year 2023.
3. To consider and approve the final financial accounts of the Company for the year 2022 and the financial budget for the year 2023.
4. To consider and approve the proposal in respect of the profit appropriation plan of the Company for the year 2022.
5. To consider and approve the working report of the supervisory committee of the Company for the year 2022.
6. To consider and approve the working report of independent non-executive directors of the Company for the year 2022.
7. To consider and approve the proposal in relation to the re-appointment of PricewaterhouseCoopers Zhong Tian LLP as the external auditor of the Company, and to authorize the Board to decide its remuneration.
8. To consider and approve the appointment of Ms. Liu Fei as an independent non-executive director of the Company.
9. To consider and approve the remuneration of Ms. Liu Fei as an independent non-executive director of the Company.

**B. As special resolution:**

10. To consider and approve the provision of additional Guarantees by the Company for the financing of its Subsidiaries not exceeding the total amount of RMB4,372,440,000 and the matters relating to the authorization to the Board of the Company.

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

Tianjin, the PRC  
25 April 2023

*As at the date of this notice, 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.*

*Notes:*

- (1) The holders of shares (the “**Shareholders**”) whose names appear on the register of members at 4:30 p.m. on 25 May 2023 will be entitled to attend the AGM. The holders of H shares of the Company (“**H Shares**”) are reminded that the register of members of the Company’s H Shares will be closed from 26 May 2023 to 1 June 2023, both days inclusive, during the period no transfer of H Shares will be effected. All transfers, accompanied by the relevant share certificates, must be lodged for registration with the Company’s H Shares registrar and transfer office, Hong Kong Registrars Limited at Shops 1712 –1716, 17/F, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong, not later than 4:30 p.m. on 25 May 2023. The holder of H Shares and whose name appears on the register of members of the Company’s H Shares at 4:30 p.m. on 25 May 2023 or his/her proxy may attend the general meeting by bringing his/her own identity card or passport.
- (2) Each Shareholder having the rights to attend and vote at the AGM is entitled to appoint in written form one or more than one proxies (whether a Shareholder or not) as his proxy to attend and vote on his behalf at the AGM. If more than one proxy is appointed by a Shareholder, such proxy shall only exercise his voting rights on a poll.
- (3) Shareholders can appoint a proxy by an instrument in writing (i.e. by using the enclosed form of proxy). In order to be valid, the form of proxy and, if such form of proxy is signed by a person under a power of attorney or authority on behalf of the appointer, a notarially certified power of attorney (if any) or other authority (if any) under which it is signed, must be deposited at the Company’s H Share registrar and transfer office, Hong Kong Registrars Limited, at 17M Floor, Hopewell Centre, 183 Queen’s Road East, Wan Chai, Hong Kong, or the Company’s principal office address at TCEP Building, 76 Weijin South Road, Nankai District, Tianjin, the PRC as soon as possible but in any event not less than 24 hours before the time scheduled for the holding of the AGM.
- (4) Shareholders or their proxies shall present proofs of their identities upon attending the AGM. Should a proxy be appointed, the proxy shall also present the form of proxy.
- (5) The AGM is expected to last for about half a day. The Shareholders and their proxies attending the AGM shall be responsible for their own travelling and accommodation expenses.

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