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Integrated Waste Solutions Group Holdings Limited
綜合環保集團有限公司

(Incorporated in the Cayman Islands with limited liability, stock code: 923)

**VERY SUBSTANTIAL ACQUISITION
ACQUISITION OF SHARES IN THE TARGET COMPANY LISTED ON THE NEEQ
SIGNING OF SECOND SUPPLEMENTAL AGREEMENT**

Reference is made to the announcements (“**Announcements**”) of the Company dated 5 October 2023 and 24 October 2023, respectively, in relation to, among others, the proposed acquisition of shares in the Target Company by the Group. Unless otherwise stated, capitalised terms used in this announcement shall have the same meaning as defined in the Announcements.

The Board wishes to inform that on 13 November 2023, the Vendor and IWS Investment entered into the second supplemental agreement (the “**Second Supplemental Agreement**”) to the Agreement for amending certain provisions of the Agreement relating to, among others, Completion.

As amended by the Second Supplemental Agreement, Completion will take place (a) off-market through China Securities Depository and Clearing Corporation Limited (中國證券登記結算有限責任公司) (“**CSDC**”) instead of through the NEEQ; and (b) with all Sale Shares to be transferred in one lot instead of in batches.

It is now agreed that subject to the fulfilment (or, where applicable, waiver) of all conditions precedent set out in the Agreement and the Vendor having obtained the tax payment certificate issued by the relevant local tax authority confirming the Vendor’s payment of her personal income tax payable in relation to the transfer of the Sale Shares under the Acquisition, Completion will take place as follows:

- (1) on or before the Longstop Date (or such later date as the Vendor and IWS Investment may agree, but in any event not after the period stipulated in the compliance confirmation as referred to below), the Vendor shall transfer all the Sale Shares to IWS Investment through CSDC; and

(2) within one Business Day after the issue of the compliance confirmation by CSDC in relation to the transfer of all the Sale Shares, IWS Investment shall instruct its bank to pay the Consideration to the bank account designated by the Vendor.

Save as mentioned above, there have been no material revisions made to the Agreement under the Second Supplemental Agreement.

By order of the Board

Integrated Waste Solutions Group Holdings Limited

Cheng Chi Ming, Brian

Chairman

Hong Kong, 14 November 2023

As at the date of this announcement, the Board comprises two executive Directors, namely, Messrs. Lam King Sang and Tam Sui Kin, Chris; two non-executive Directors, namely, Messrs. Cheng Chi Ming, Brian (Chairman) and Lee Chi Hin, Jacob; and three Independent Non-executive Directors, namely, Messrs. Chow Shiu Wing, Joseph, Wong Man Chung, Francis and Chan Ting Bond, Michael.