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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)**

**NOTICE OF EXTRAORDINARY GENERAL MEETING**

**NOTICE IS HEREBY GIVEN** that an extraordinary general meeting of Integrated Waste Solutions Group Holdings Limited (the “**Company**”) will be held as an electronic meeting on Thursday, 14 December 2023 at 2:00 p.m., for the purposes of considering and, if thought fit, passing, with or without modification, the following resolution as an ordinary resolution of the Company:

**ORDINARY RESOLUTION**

“**THAT:**

- (a) the share transfer agreement (股份買賣協議) (the “**Original Agreement**”) (a copy of which has been produced to this meeting marked “A” and initialled by the chairman of this meeting for the purpose of identification) dated 5 October 2023 and entered into between Zhang Yan (張艷) (the “**Vendor**”) as vendor and Integrated Waste Solutions Services Limited (“**IWS Services**”) (an indirect wholly-owned subsidiary of the Company) as purchaser (as supplemented and revised from time to time (including, but not limited to, under (i) a supplemental agreement (the “**First Supplemental Agreement**”) (a copy of which has been produced to this meeting marked “B” and initialled by the chairman of this meeting for the purpose of identification) dated 24 October 2023 and entered into between the Vendor, IWS Services and 綜環投資(珠海橫琴)有限公司 (IWS Investment (Zhuhai Hengqin) Company Limited) (“**IWS Investment**”) (an indirect wholly-owned subsidiary of the Company) and (ii) a second supplemental agreement (together with the Original Agreement and the First Supplemental Agreement, the “**SP Agreement**”) (a copy of which has been produced to this meeting marked “C” and initialled by the chairman of this meeting for the purpose of identification) dated 13 November 2023 and entered into the Vendor and IWS Investment) in relation to, among others, the acquisition by IWS Investment from the Vendor of 5,605,263 shares of An Jie Supply Chain Management Co., Ltd. (廣東安捷供應鏈管理股份有限公司) (the “**Target Company**”), a company established in the People’s Republic of China as a joint stock company with limited liability and the shares of which are listed on the National Equities Exchange And Quotations (全國中小企業股份轉讓系統), together with the transactions contemplated thereunder (including but not limited to the rights of first refusal in respect of shares of the Target Company granted thereunder), be and are hereby approved; and

- (b) any director of the Company (the “**Director**”) be and are hereby authorised, for and on behalf of the Company, to do all such things and exercise all powers which he considers necessary or desirable or expedient in connection with the SP Agreement or otherwise in connection with the implementation of the transactions contemplated thereunder, including without limitation the execution, amendment, supplement, delivery, waiver, submission and implementation of the SP Agreement and any further documents or agreements, and any Director and the company secretary of the Company or two Directors be authorised to affix the common seal of the Company (if required) on any document or deed as they consider appropriate.”

By order of the board of directors  
**Integrated Waste Solutions Group Holdings Limited**  
**Cheng Chi Ming, Brian**  
*Chairman*

Hong Kong, 27 November 2023

*Registered Office:*

Windward 3  
Regatta Office Park  
PO Box 1350  
Grand Cayman KY1-1108  
Cayman Islands

*Head office and principal place of business:*

Integrated Waste Solutions Building  
8 Chun Cheong Street  
Tseung Kwan O Industrial Estate  
New Territories  
Hong Kong

*Notes:*

- (a) Registered shareholders will be able to attend this meeting, vote and submit questions online in written form or call to raise questions via the designated website (<https://spot-meeting.tricor.hk>) by using the username and password provided on the Notification Letter sent by the Company. Registered shareholders are requested to provide a valid email address of himself/herself/itself or his/her/its proxy (except for the appointment of the chairman of the meeting) for the proxy to receive the login access code to participate online in the e-Meeting System. Non-registered shareholders whose Shares are held in the Central Clearing and Settlement System through banks, brokers, custodians or Hong Kong Securities Clearing Company Limited may also be able to attend this meeting, vote and submit questions online in written form or call to raise questions. In this regard, they should consult directly with their banks, brokers or custodians (as the case may be) for the necessary arrangements.
- (b) Any member of the Company entitled to attend and vote at this meeting is entitled to appoint a proxy to attend and vote instead of him/her/it. A proxy need not be a member of the Company. A member who is the holder of two or more shares of the Company may appoint more than one proxy to represent him/her/it to attend and vote on his/her/its behalf. If more than one proxy is so appointed, the appointment shall specify the number and class of shares in respect of which each such proxy is so appointed.
- (c) In order to be valid, a form of proxy together with the power of attorney or other authority, if any, under which it is signed or a notarially certified copy of that power or authority, must be deposited at the Company’s branch share registrar and transfer office in Hong Kong, Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong or submitted electronically through the Tricor e-Meeting System (<https://spot-meeting.tricor.hk>) as soon as possible but in any event not less than 48 hours before the time appointed for the holding of the meeting or any adjournment thereof. Return of the completed form of proxy shall not preclude a member of the Company from attending and voting in person at the meeting and, in such event, the form of proxy shall be deemed to be revoked.

- (d) The register of members of the Company will be closed from Monday, 11 December 2023 to Thursday, 14 December 2023 both days inclusive, during which period no transfer of shares of the Company will be registered. In order to be eligible for attending and voting at this meeting, unregistered holders of shares of the Company should ensure that all transfer documents accompanied by the relevant share certificates must be lodged with the Company's branch share registrar and transfer office in Hong Kong, Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong for registration not later than 4:30 p.m. on Friday, 8 December 2023.
- (e) Unless announced otherwise, the meeting will be postponed if typhoon signal No. 8 or above, or a black rainstorm warning is in effect at 7:30 a.m. on the date of this meeting. The Company will post an announcement on its website ([www.iwsg.com](http://www.iwsg.com)) and the designated website of the Stock Exchange ([www.hkexnews.hk](http://www.hkexnews.hk)) to notify shareholders of the Company of the date, time and place of the rescheduled meeting.
- (f) As at the date of this notice, the board of directors of the Company 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.