

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.



CAPITAL ENVIRONMENT HOLDINGS LIMITED

首創環境控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 03989)

(1) CHANGE OF JOINT COMPANY SECRETARY AND THE SECRETARY OF THE BOARD; AND (2) WAIVER FROM STRICT COMPLIANCE WITH RULES 3.28 AND 8.17 OF THE LISTING RULES

CHANGE OF JOINT COMPANY SECRETARY AND THE SECRETARY OF THE BOARD

The board (the “**Board**”) of directors (“**Directors**”) of Capital Environment Holdings Limited (the “**Company**”) hereby announces that Mr. Liu Yanjun (“**Mr. Liu**”) has tendered his resignation as joint company secretary (the “**Joint Company Secretary**”) and the secretary of the Board of the Company with effect from 2 December 2024 due to focus on his other career developments.

Mr. Liu has confirmed that he has no disagreement with the Board and there are no other matters in connection with his resignation that needs to be brought to the attention of The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) and the shareholders of the Company.

The Board further announces that Ms. Yu Hong (郁紅) (“**Ms. Yu**”) has been appointed as the Joint Company Secretary and the secretary of the Board with effect from 2 December 2024. Ms. Lin Sio Ngo (“**Ms. Lin**”) will remain as the other Joint Company Secretary of the Company.

The biographical details of Ms. Yu and Ms. Lin are set out as follows:

Ms. Yu joined the Company in June 2012 and has successively served as deputy general manager and general manager of the corporate management department. In February 2014, she was redesignated as the director of the office of the board of directors of the Company. From February 2018, she serves as the director of the office of the board of directors and also the office director of the Company. Ms. Yu has over 10 years of working experience in corporate and administrative management, environmental protection and capital markets.

Ms. Yu obtained a master’s degree in human resources management from the Division of Population, Graduate School of the Chinese Academy of Social Sciences.

Ms. Lin has been appointed as one of our joint company secretaries since 8 December 2023. Ms. Lin is a manager of SWCS Corporate Services Group (Hong Kong) Limited with over 20 years of working experience in corporate secretarial and administration management areas. Ms. Lin holds a bachelor's degree in business administration and a master's degree in corporate governance. She is an associate member of The Hong Kong Chartered Governance Institute and The Chartered Governance Institute.

Ms. Lin meets the qualification requirements for company secretary under Rules 3.28 and 8.17 of the Listing Rules.

WAIVER FROM STRICT COMPLIANCE WITH RULES 3.28 AND 8.17 OF THE LISTING RULES

Pursuant to Rule 8.17 of the Rules Governing the Listing of Securities on the Stock Exchange (the "**Listing Rules**"), an issuer must appoint a company secretary who satisfies the requirements under Rule 3.28 of the Listing Rules. Rule 3.28 of the Listing Rules provides that an issuer must appoint as its company secretary an individual who, in the opinion of the Stock Exchange, is capable of discharging the functions of a company secretary by virtue of his/her academic or professional qualifications or relevant experience.

Ms. Lin possesses the requisite qualifications of a company secretary as required under Rule 3.28 of the Listing Rules. Although Ms. Yu does not possess any of the qualifications stated under Rules 3.28 of the Listing Rules, the Board proposes to appoint Ms. Yu as the Joint Company Secretary, in consideration of, among others, (i) her current role as director of the office of the Board of Directors; (ii) her familiarity with the Company's internal affairs; and (iii) her established working relationships with the Board of Directors and senior management team. The Board of Directors believes that Ms. Yu is a suitable candidate for the position of Joint Company Secretary and is confident that her appointment is in the interest of the Company and will facilitate the corporate governance and ongoing compliance with listing rules. The Company intends that Ms. Lin, who fully meets the requirements stipulated under Rule 3.28 of the Listing Rules continues to act as the other Joint Company Secretary, to provide assistance to Ms. Yu for a period of three years from her appointment date and enable Ms. Yu to acquire the "relevant experience" contemplated by Note 2 to Rule 3.28 of the Listing Rules in order to discharge her functions as a company secretary of the Company.

Accordingly, the Company has applied to the Stock Exchange for, and the Stock Exchange has granted, a waiver (the "**Waiver**") from strict compliance with the requirements under Rules 3.28 and 8.17 of the Listing Rules for a period of three years from the effective date of appointment of Ms. Yu as a Joint Company Secretary of the Company (i.e. from 2 December 2024 to 1 December 2027) (the "**Waiver Period**") on the conditions that:

- (i) Ms. Yu must be assisted by Ms. Lin during the Waiver Period; and
- (ii) this waiver could be revoked if there are material breaches of the Listing Rules by the Company.

Before the end of the Waiver Period, the Company must demonstrate and seek confirmation from the Stock Exchange that Ms. Yu, having had the benefit of Ms. Lin's assistance during the Waiver Period, has attained the relevant experience and is capable for discharging the functions of company secretary under Rule 3.28 of the Listing Rules such that a further waiver will not be necessary.

The Waiver applies to Ms. Yu's appointment only. The Stock Exchange may withdraw or change the Waiver if the Company's situation changes.

The Board would like to express its gratitude to Mr. Liu for his invaluable contributions to the Company during his tenure of service, and extend its welcome to Ms. Yu on her new appointment.

By order of the Board
Capital Environment Holdings Limited
Li Fujing
Chairman

Beijing, 2 December 2024

As of the date of this announcement, the Board comprises two executive directors, namely Mr. Li Fujing and Mr. Li Qingsong; one non-executive director, namely Ms. Hao Chunmei; and four independent non-executive directors, namely Mr. Pao Ping Wing, Mr. Cheng Kai Tai, Allen, Dr. Chan Yee Wah and Dr. Cao Fuguo.