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CHINA EVERBRIGHT ENVIRONMENT GROUP LIMITED

中國光大環境(集團)有限公司

(Incorporated in Hong Kong with limited liability)

(Stock code: 257)

POLL RESULTS OF ANNUAL GENERAL MEETING

HELD ON 30 MAY 2024;

**RETIREMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR AND
CHANGES IN COMPOSITION OF THE BOARD COMMITTEES;**

CHANGE OF AUDITOR; AND

AMENDMENTS TO THE ARTICLES OF ASSOCIATION

POLL RESULTS OF 2024 ANNUAL GENERAL MEETING

The board (the “Board”) of the directors (the “Directors”) of China Everbright Environment Group Limited (the “Company”) is pleased to announce that at the annual general meeting of the Company held on 30 May 2024 (the “2024 AGM”), all the resolutions (the “Resolutions”) set out in the notice of 2024 AGM dated 26 April 2024 (the “Notice”) were put and duly passed by the shareholders of the Company (the “Shareholders”) as ordinary resolutions and special resolution by way of poll. The poll results in respect of the Resolutions are as follows:

ORDINARY RESOLUTIONS		Number of Votes (%)	
		For	Against
1.	To receive and consider the audited consolidated financial statements and the report of the directors and independent auditor’s report for the year ended 31 December 2023.	3,390,987,284 (99.74%)	8,863,183 (0.26%)
2.	To declare a final dividend of HK8.0 cents per share for the year ended 31 December 2023.	3,400,012,384 (99.99%)	83 (0.01%)

ORDINARY RESOLUTIONS		Number of Votes (%)	
		For	Against
3. (1)	To re-elect Mr. LUAN Zusheng as an Executive Director of the Company.	3,370,670,544 (99.14%)	29,179,923 (0.86%)
(2)	To re-elect Mr. KANG Guoming as a Non-executive Director of the Company.	3,262,753,667 (95.97%)	137,096,800 (4.03%)
(3)	To re-elect Mr. PAN Jianyun as a Non-executive Director of the Company.	3,311,696,084 (97.41%)	88,154,383 (2.59%)
(4)	To re-elect Mr. SUO Xuquan as an Independent Non-executive Director of the Company.	3,259,946,099 (95.88%)	139,904,368 (4.12%)
(5)	To authorise the Board to fix the remuneration of the Directors for the year ending 31 December 2024.	3,396,401,795 (99.90%)	3,448,672 (0.10%)
4.	To appoint KPMG as auditor of the Company in place of the retiring auditor, Ernst & Young, to hold office until the conclusion of the next annual general meeting of the Company, at a remuneration to be fixed by the Board as set out in Ordinary Resolution no. 4*.	3,399,301,384 (99.98%)	711,083 (0.02%)
5. (1)	To grant a general mandate to the Directors to issue new shares not exceeding 20% of the total number of issued shares as set out in Ordinary Resolution no. 5(1)*.	2,817,185,002 (82.86%)	582,827,465 (17.14%)
(2)	To grant a general mandate to the Directors to repurchase shares not exceeding 10% of the total number of issued shares as set out in Ordinary Resolution no. 5(2)*.	3,393,535,718 (99.81%)	6,476,749 (0.19%)
(3)	To extend the general mandate granted to the Directors to issue new shares as set out in Ordinary Resolution no. 5(3)*.	2,899,768,538 (85.29%)	500,081,929 (14.71%)
SPECIAL RESOLUTION		Number of Votes (%)	
		For	Against
6.	To consider and approve the amendments to the articles of association of the Company as set out in Special Resolution no. 6*.	3,311,516,329 (97.40%)	88,476,138 (2.60%)

* Please refer to the Notice for the full text of the Resolutions

As at the date of the 2024 AGM, the total number of issued and fully paid up shares of the Company was 6,142,975,292 shares, which was the total number of shares entitling the Shareholders to attend and vote on the Resolutions put at the 2024 AGM. None of the Shareholders was required under Rule 13.40 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “Listing Rules”) to abstain from voting in favour of the Resolutions at the 2024 AGM and none of the Shareholders was required under the Listing Rules to abstain from voting at the 2024 AGM. None of the Shareholders stated his/her/its intention in the circular of the Company dated 26 April 2024 (the “Circular”) to vote against or to abstain from voting on the Resolutions proposed at the 2024 AGM.

As more than 50% of the votes were cast in favour of resolutions nos.1 to 5 respectively, each of the said resolutions was duly passed as an ordinary resolution by way of poll at the 2024 AGM.

As more than 75% of the votes was cast in favour of resolution no.6, the said resolution was duly passed as a special resolution by way of poll at the 2024 AGM.

Tricor Tengis Limited, the share registrar of the Company, acted as the scrutineer for the poll at the 2024 AGM.

All Directors attended the 2024 AGM in person or by video conference except Mr. Zhai Haitao who could not attend the 2024 AGM due to other important business commitments.

Shareholders may refer to the Circular for details of the Resolutions put at the 2024 AGM, which may be viewed and downloaded from the Company’s website at www.cebenvironment.com/en/ir/circulars.php or the designated website of Hong Kong Exchanges and Clearing Limited at www.hkexnews.hk.

RETIREMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR AND CHANGES IN COMPOSITION OF THE BOARD COMMITTEES

References are made to the relevant announcement of the Company dated 27 March 2024 (the “Announcement on the Changes of Directors”). Unless otherwise defined herein, capitalised terms in this announcement have the same respective meanings given to them in the Announcement on the Changes of Directors. Mr. Zhai Haitao (“Mr. Zhai”) has retired as INED upon the conclusion of the 2024 AGM. At the same time, he ceased to act as the chairman of the Remuneration Committee, and a member of each of the Audit Committee and the Nomination Committee.

Moreover, Mr. Fan Yan Hok, Philip was re-designated from the chairman to a member of the Risk Management Committee, and was re-designated from a member to the chairman of the Remuneration Committee; and Mr. Suo Xuquan was re-designated from a member to the chairman of the Risk Management Committee, and was appointed as a member of the Audit Committee, all with effective from the conclusion of the 2024 AGM.

Mr. Zhai has confirmed that he has no disagreement with the Board, and save as disclosed in this announcement and the Announcement on the Changes of Directors, there are no other matters relating to his retirement that need to be brought to the attention of the Shareholders nor any information that needs to be disclosed pursuant to Rule 13.51(2) of the Listing Rules.

Mr. Zhai has demonstrated dedication and diligence since he joined the Board in January 2011. The Board would like to express its sincere gratitude to Mr. Zhai for his ongoing valuable, professional and independent opinions provided to it, for his high level of performance in discharging the duties as the chairman of the Remuneration Committee and members of the Board committees, and for his outstanding contribution to the high-quality and sustainable development of the Company.

CHANGE OF AUDITOR

The Shareholders have approved the above-mentioned Ordinary Resolution no.4, KPMG was appointed as auditor of the Company in place of the retiring auditor, Ernst & Young, with effective from the conclusion of the 2024 AGM. KPMG holds office until the conclusion of the next annual general meeting of the Company.

The Board would like to take this opportunity to express its warm welcome to KPMG on its appointment as the new auditor of the Company and express its sincere gratitude to Ernst & Young for providing the professional services to the Company over the years.

AMENDMENTS TO THE ARTICLES OF ASSOCIATION

The Shareholders have approved the above-mentioned Special Resolution no.6, and the amendments to the articles of association of the Company then came into effect from the conclusion of the 2024 AGM. The full text of the revised articles of association of the Company, can be viewed and downloaded from the Company's website at www.cebenvironment.com/en/about/constitutionaldoc.php or the designated website of Hong Kong Exchanges and Clearing Limited at www.hkexnews.hk.

By Order of the Board
China Everbright Environment Group Limited
Poon Yuen Ling
Company Secretary

Hong Kong, 30 May 2024

As at the date of this announcement, the Board comprises: (i) two Executive Directors, namely Mr. Huang Haiqing (Chairman of the Board) and Mr. Luan Zusheng (Chief Executive Officer); (ii) two Non-executive Directors, namely Mr. Kang Guoming and Mr. Pan Jianyun; and (iii) three Independent Non-executive Directors, namely Mr. Fan Yan Hok, Philip, Mr. Suo Xuquan and Ms. Li Shuk Yin, Edwina.