THIS CIRCULAR IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION

If you are in any doubt as to any aspect of this circular or as to the action to be taken, you should consult a stockbroker or other licensed dealer in securities, bank manager, solicitor, professional accountant or other professional adviser.

If you have sold or transferred all your shares in China Everbright Environment Group Limited, you should at once hand this circular, the 2021 annual report and proxy form to the purchaser or transferee or to the bank, stockbroker or other agent through whom the sale or transfer was effected for transmission to the purchaser or transferee.

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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)

PROPOSALS FOR GENERAL MANDATES TO ISSUE NEW SHARES AND REPURCHASE SHARES RE-ELECTION OF RETIRING DIRECTORS ELECTION OF A NEW DIRECTOR AND NOTICE OF ANNUAL GENERAL MEETING

A notice convening the Annual General Meeting of China Everbright Environment Group Limited to be held at 38/F., Everbright Centre, 108 Gloucester Road, Wanchai, Hong Kong on Wednesday, 18 May 2022 at 3:00 p.m. or any adjournment thereof is set out on pages 20 to 25 of this circular. Whether or not you propose to attend the meeting, you are requested to complete the accompanying proxy form in accordance with the instructions printed thereon and return the same to the Company's share registrar, Tricor Tengis Limited at Level 54, Hopewell Centre, 183 Queen's Road East, Hong Kong as soon as possible and in any event not less than 48 hours before the time appointed for holding the meeting or any adjournment thereof. Completion and return of the proxy form will not preclude the Shareholders from attending and voting in person at the meeting should they so wish.

PRECAUTIONARY MEASURES FOR THE ANNUAL GENERAL MEETING

Please refer to pages 1 and 2 of this circular for the precautionary measures to be implemented at the AGM by the Company to safeguard the health and safety of the attendees and to prevent the spreading of the Novel Coronavirus ("COVID-19") pandemic, including:

- (1) compulsory body temperature check
- (2) compulsory wearing of surgical face mask
- (3) limitation on the number of attendees at the AGM as permitted by law
- (4) no provision of refreshments or drinks

Attendees who do not comply with the precautionary measures (1) and (2) above may be denied entry into the AGM venue, at the absolute discretion of the Company to the extent permitted by law. The Company wishes to advise the Shareholders that they may appoint the Chairman of the AGM as their proxy to vote on the relevant resolutions at the AGM as an alternative to attend the AGM in person.

PRECAUTIONARY MEASURES FOR THE ANNUAL GENERAL MEETING

In view of the ongoing COVID-19 pandemic and requirements for prevention and control of its spread (as per guidelines issued by the Hong Kong government at www.chp.gov.hk/en/features/102742.html and the directions under the Prevention and Control of Disease (Prohibition on Group Gathering) Regulation (Chapter 599G of the Laws of Hong Kong) and other applicable laws and regulations), the Company will implement necessary precautionary measures at the AGM to protect attending Shareholders, Directors, proxies and other attendees from the risk of infection, including:

- (1) compulsory body temperature check will be conducted on every Shareholder, proxy and other attendees at the entrance of the AGM venue. Any person with a body temperature of over 37.2 degrees Celsius, or is exhibiting flu-like symptoms may be denied entry into the AGM venue or be required to leave the AGM venue;
- (2) attendees are required to wear surgical face masks inside the AGM venue at all times;
- (3) to maintain a safe distance between seats and as such, the Company may limit the number of attendees at the AGM as may be necessary to avoid over-crowding; and
- (4) no refreshments or drinks will be served.

Attendees who do not comply with the precautionary measures (1) and (2) above may be denied entry into the AGM venue, at the absolute discretion of the Company to the extent permitted by law, or be required to leave the AGM venue in order to ensure the safety of the attendees at the AGM.

As the COVID-19 situation continues to evolve, in order to minimise the risks to the Shareholders and other participants attending the AGM, the Company will closely monitor the situation and may adopt other precautionary measures as appropriate, according to the latest regulations and guidelines published by the Hong Kong government from time to time. The Company may be required to change the AGM arrangements at short notice. Shareholders are advised to check the websites of Hong Kong Exchanges and Clearing Limited (www.hkexnews.hk) and the Company (www.cebenvironment.com/en/ir/announcements.php) for further announcement(s) and update(s) on the AGM arrangements.

In the interest of all attendees' health and safety, the Company wishes to advise all Shareholders that physical attendance in person at the AGM is not necessary for the purpose of exercising voting rights. As an alternative, by using proxy forms with voting instructions duly completed, the Shareholders may appoint the chairman of the AGM as their proxy to vote on the relevant resolutions at the AGM instead of attending the AGM in person.

The proxy form is attached to this circular, which can be downloaded from the Company's website (www.cebenvironment.com/en/ir/circulars.php). If you are not a registered Shareholder (if your Shares are held via banks, brokers, custodians or Hong Kong Securities Clearing Company Limited), you should consult your banks, brokers or custodians (as the case may be) directly to assist you in the appointment of proxy.

PRECAUTIONARY MEASURES FOR THE ANNUAL GENERAL MEETING

If the Shareholders have any questions relating to the business of the AGM that they would like to be addressed, the Company encourages the Shareholders to submit their questions in writing by email to ir@cebenvironment.com (please quote the Shareholder reference number which is the 6-digit number after "00257" as printed under the address on the envelope) from Friday, 6 May 2022 at 9:00 a.m. to Thursday, 12 May 2022 at 6:00 p.m. The Company will endeavor to address the questions raised. However, due to time constraints, unanswered questions will be responded to after the AGM as appropriate.

If the Shareholders choosing not to attend the AGM in person have any questions about the relevant resolutions, or about the Company or any matters for communication with the Board, they are welcome to contact the Company's Investor Relations team as follows:

Investor Relations

Email: ir@cebenvironment.com

Tel: +852 2804 1886 Fax: +852 2528 4228

If the Shareholders have any questions relating to the procedures of the AGM, please contact Tricor Tengis Limited, the Company's share registrar as follows:

Tricor Tengis Limited

Level 54, Hopewell Centre 183 Queen's Road East, Hong Kong Email: is-enquiries@hk.tricorglobal.com

Tel: +852 2980 1333 Fax: +852 2980 8185

DEFINITIONS

In this circular, the following expressions shall have the following meanings unless the context requires otherwise:

"AGM Notice" the notice dated 11 April 2022 convening the AGM as

set out on pages 20 to 25 of this circular

"Annual General Meeting" or

"AGM"

the annual general meeting of the Company to be held at 38/F., Everbright Centre, 108 Gloucester Road, Wanchai, Hong Kong on Wednesday, 18 May 2022 at

3:00 p.m.

"Articles of Association" the articles of association of the Company, as

amended from time to time

"Board" the board of directors of the Company or a duly

authorised committee thereof for the time being

"close associates" has the meaning ascribed to it in the Listing Rules

"Companies Ordinance" the Companies Ordinance (Chapter 622 of the Laws of

Hong Kong)

"Company" China Everbright Environment Group Limited 中國

光大環境(集團)有限公司, a company incorporated in Hong Kong with limited liability, the Shares of which are listed on the Main Board of the Stock Exchange

"core connected persons" has the meaning ascribed to it in the Listing Rules

"Director(s)" the director(s) of the Company for the time being

"Group" the Company and its subsidiaries from time to time

"HK\$" Hong Kong dollars, the lawful currency of Hong

Kong

"Hong Kong" the Hong Kong Special Administrative Region of The

People's Republic of China

"INED(s)" Independent non-executive Director(s) of the

Company

DEFINITIONS

"Issue Mandate" the general and unconditional mandate proposed to be granted to the Directors to exercise the powers of the Company to allot, issue and deal with new Shares during the period as set out in the ordinary resolution No. 5(1) in AGM Notice up to 20% of the total number of issued Shares as at the date of passing of the ordinary resolution No. 5(1) "Latest Practicable Date" 31 March 2022, being the latest practicable date prior to the printing of this circular for ascertaining certain information contained herein "Listing Rules" the Rules Governing the Listing of Securities on the Stock Exchange "Nomination Committee" the Nomination Committee of the Company "Remuneration Committee" the Remuneration Committee of the Company the general and unconditional mandate proposed to "Repurchase Mandate" be granted to the Directors to exercise the powers of the Company to repurchase Shares during the period as set out in the ordinary resolution No. 5(2) in the AGM Notice up to 10% of the total number of issued Shares as at the date of passing of the ordinary resolution No. 5(2) "SFO" Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) "Share(s)" share(s) of the Company with no nominal value "Shareholder(s)" holder(s) of Share(s) "Share Repurchase Rules" the relevant rules set out in the Listing Rules to regulate the repurchase by companies with primary listing of their own securities on the Stock Exchange "Stock Exchange" The Stock Exchange of Hong Kong Limited "Takeovers Code" Hong Kong Code on Takeovers and Mergers

per cent.

"%"



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)

Directors:

Executive Directors:

WANG Tianyi (Chairman of the Board)

LUAN Zusheng (Chief Executive Officer)

HU Yanguo (Vice President)

QIAN Xiaodong (Vice President)

AN Xuesong (Vice President and Chief Financial Officer)

Independent Non-executive Directors:
FAN Yan Hok, Philip
MAR Selwyn
ZHAI Haitao
SUO Xuquan

Registered Office:

Room 2703, 27th Floor Far East Finance Centre 16 Harcourt Road Hong Kong

11 April 2022

To the Shareholders

Dear Sir or Madam,

PROPOSALS FOR GENERAL MANDATES TO ISSUE NEW SHARES AND REPURCHASE SHARES RE-ELECTION OF RETIRING DIRECTORS ELECTION OF A NEW DIRECTOR AND NOTICE OF ANNUAL GENERAL MEETING

1. INTRODUCTION

The purpose of this circular is to provide you with information regarding, inter alia, the proposed renewal of the Issue Mandate, the Repurchase Mandate, re-election of the retiring Directors, election of a new Director and to seek your approval of the resolutions relating to these matters at the AGM to be held at 38/F., Everbright Centre, 108 Gloucester Road, Wanchai, Hong Kong on Wednesday, 18 May 2022 at 3:00 p.m. The AGM Notice is set out on pages 20 to 25 of this circular.

2. GENERAL MANDATES TO ISSUE NEW SHARES AND TO REPURCHASE SHARES

At the annual general meeting of the Company held on 18 May 2021, general mandates were given to the Directors to allot, issue and deal with new Shares and to exercise the powers of the Company to repurchase Shares in accordance with the Share Repurchase Rules. Such general mandates will lapse at the conclusion of the AGM. Therefore, it is proposed to seek your approval at the AGM to renew these general mandates to:

- (i) grant to the Directors the Issue Mandate to allot, issue and deal with new Shares up to 20% of the total number of issued Shares as at the date of passing of the ordinary resolution No. 5(1) set out in the AGM Notice;
- (ii) grant to the Directors the Repurchase Mandate to exercise the powers of the Company to repurchase Shares up to 10% of the total number of issued Shares as at the date of passing of the ordinary resolution No. 5(2) set out in the AGM Notice; and
- (iii) extend the Issue Mandate by adding to it an amount representing the total number of Shares which are repurchased or otherwise acquired by the Company pursuant to the Repurchase Mandate.

Such general mandates proposed to be granted to the Directors will continue in force until whichever is the earliest of:

- (i) the conclusion of the next annual general meeting of the Company; or
- (ii) the expiration of the period within which the next annual general meeting of the Company is required by the Articles of Association or any applicable laws of Hong Kong to be held; or
- (iii) the date on which the authority set out in such ordinary resolutions No. 5(1) and No. 5(2) in the AGM Notice is revoked or varied by an ordinary resolution of the Shareholders in general meeting.

Details of the Issue Mandate, the Repurchase Mandate and the extension of the Issue Mandate are respectively set out in the ordinary resolutions No. 5(1), No. 5(2) and No. 5(3) in the AGM Notice. An explanatory statement, as required to be sent to the Shareholders under the Share Repurchase Rules and under the Companies Ordinance, to provide you with requisite information in respect of the Repurchase Mandate is set out in Appendix I hereto.

3. RE-ELECTION OF RETIRING DIRECTORS

The Board currently consists of nine Directors, comprising (i) five Executive Directors, namely Mr. WANG Tianyi, Mr. LUAN Zusheng, Mr. HU Yanguo, Mr. QIAN Xiaodong and Mr. AN Xuesong; and (ii) four INEDs, namely Mr. FAN Yan Hok, Philip, Mr. MAR Selwyn, Mr. ZHAI Haitao and Mr. SUO Xuquan. Mr. FAN Yan Hok, Philip, Mr. MAR Selwyn and Mr. ZHAI Haitao have served as INEDs for approximately 9 years, 18 years and 10 years respectively.

(i) Re-election of retiring Directors

Pursuant to the article 73 of the Articles of Association, Mr. LUAN Zusheng and Mr. AN Xuesong who were appointed as new Directors on 1 June 2021 and 5 October 2021 respectively, will retire at the AGM and, being eligible, offer themselves for re-election.

Pursuant to the article 77 of the Articles of Association, Mr. WANG Tianyi, Mr. MAR Selwyn ("Mr. Mar") and Mr. SUO Xuquan, being the Directors longest in office since their last re-election, will retire by rotation from office at the AGM and being eligible, they (except Mr. Mar, details are mentioned below) will offer themselves for re-election.

The Nomination Committee had also considered and nominated the above retiring Directors (except Mr. Mar, details are as mentioned below) to the Board for it to propose to the Shareholders for re-election as Directors at the AGM. Accordingly, after considering the recommendation of the Nomination Committee, the Board has proposed Mr. WANG Tianyi, Mr. LUAN Zusheng, Mr. AN Xuesong and Mr. SUO Xuquan to stand for re-election as Directors. As a good corporate governance practice, each of the above retiring Directors abstained from voting at the relevant Board meeting on the respective proposals of their recommendations for re-election as Directors by the Shareholders at the AGM.

Biographical details of the retiring Directors for re-election at the AGM are set out in Appendix II to this circular.

(ii) Retirement of an INED

Reference was made to the announcement of the Company dated 15 March 2022, Mr. Mar will retire by rotation from office. Since he would like to devote more time to his other personal engagements, he will not offer himself for re-election and accordingly, he will cease to act as an INED upon the conclusion of the AGM.

Mr. Mar has confirmed that he has no disagreement with the Board and save as disclosed in the aforesaid announcement, there are no other matters relating to Mr. Mar 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.

4. ELECTION OF A NEW DIRECTOR

Reference was made to the announcement of the Company dated 15 March 2022, Ms. LI Shuk Yin, Edwina ("Ms. Li") has been proposed by the Board to be elected and appointed subject to the approval of the Shareholders at the AGM as an INED to fill the casual vacancy occasioned by the retirement of Mr. Mar.

When identifying candidates for INEDs, the Nomination Committee reviewed the structure, size and composition of the Board in accordance with (i) the Board Diversity Policy and Nomination Policy of the Company, and reviewed the diversity of Board members including but not limited to gender, ethnicity, skills, knowledge, experience, age (18 years or older), cultural and educational background; and (ii) the Listing Rules by reviewing the qualifications and independence of INED candidates, so as to find the most suitable candidate to take up the role of INED who is the best match with the Board. The Nomination Committee also considered the number and nature of positions of INED candidates held in public companies or organizations, as well as other administrative appointments or important commitments. The Company has also adopted appropriate procedures to evaluate INED candidates, including but not limited to interviews, background checks, or third-party recommendations. After the Nomination Committee completed the preliminary review of INED candidates, it recommended Ms. Li as the proposed INED candidate to the Board. After the Board's deliberation, it put forward the proposal of electing Ms. Li as a new Director at the AGM for the Shareholders' approval.

The Nomination Committee has conducted the evaluation and review in accordance with the independence criteria set out in Rule 3.13 of the Listing Rules. According to Ms. Li's written confirmation of her independence to the Company, she confirmed (including but not limited to) that (i) she does not hold issued Shares; (ii) currently, and within two years prior to the proposal of her appointment as an INED, she is not connected with a Director, the chief executive or a substantial shareholder of the Company; and (iii) currently, and within one year immediately prior to the proposal of her appointment as an INED, has no material interest in any principal business activity of, and not involved in any material business dealings with, the Company, its holding company or their respective subsidiaries or with any core connected persons of the Company. The Board is not aware of any circumstances that would affect Ms. Li's independent judgment and is satisfied that she has the ability, integrity, independence, experience and expertise required to perform the duties of an INED, and that she can maintain her independent opinion in the affairs of the Group. The Nomination Committee and the Board consider that she is an independent person.

According to Rule 3.10 of the Listing Rules, the board of directors of a listed issuer must include at least one independent non-executive director with appropriate professional qualifications or appropriate accounting or related financial management expertise. Therefore, the Nomination Committee and the Board intend to recommend the appointment of an INED with appropriate accounting or related financial management expertise. Ms. Li has more than 30 years of professional knowledge in accounting and is qualified as a senior accountant in Hong Kong, England and Wales. Ms. Li is an independent non-executive director of Bank of Zhengzhou Co., Ltd. (the shares of which are listed on the Stock Exchange and Shenzhen Stock Exchange) and China CITIC Bank International Limited. She was the partner in charge of KPMG's financial services assurance team before her retirement. She has many years of experience in managing audits of China's financial services industry. Ms. Li is familiar with Chinese business and has extensive experience in Hong Kong and China's capital markets, market development, mergers and acquisitions, risk management and internal controls. She has handled a number of regulatory compliance-related risk management and internal control projects and provided consulting and compliance services for sizeable listed companies and banks. She has professional knowledge and extensive management experience in banking and financial management, risk management and internal controls.

The Board believes that if Ms. Li is appointed as an INED, she will help to maintain the diversification of the skills, knowledge and experience of the Board members, and bring to the Board a wide range of expertise such as risk management and internal control systems, compliance, accuracy and completeness of financial statements, and optimise the structure of the Board, guide the Company to further strengthen compliance management, and promote the Board to better supervise the implementation of the Group's development strategic planning, and contribute to the Group. In addition, in accordance with the Company's Board Diversity Policy, Listing Rules requirements and international trends, the Company believes that the appointment of a female INED can further enhance the Company's corporate governance level and implement gender diversity in the Board.

Ms. Li is currently not serving as a director of seven or more listed companies, and she has also promised to devote sufficient time and attention to fulfilling her responsibilities as a Director.

Accordingly, after considering the recommendation of the Nomination Committee, the Board has proposed that an ordinary resolution will be proposed at the AGM to elect Ms. Li as a new Director and to authorise the Board to determine her remuneration.

Ms. Li will enter into an appointment letter with the Company upon approval of her appointment as a Director and the related ordinary resolution at the AGM. The Company will disclose the details of her remuneration in its annual report in accordance with the requirements of the Listing Rules.

The biographical details of the proposed new Director for election at the AGM are set out in Appendix II to this circular.

5. ANNUAL GENERAL MEETING

Set out on pages 20 to 25 of this circular is the AGM Notice containing, inter alia, ordinary resolutions which will be proposed at the AGM to approve respectively the Issue Mandate, the Repurchase Mandate, the extension of the Issue Mandate, the re-election of the retiring Directors and election of a new Director.

6. VOTING BY WAY OF POLL

Pursuant to Rule 13.39(4) of the Listing Rules, all votes of the Shareholders at a general meeting must be taken by poll except where the chairman of the meeting, in good faith, decides to allow a resolution which relates purely to a procedural or administrative matter to be voted on by a show of hands. The Company must announce the results of the poll in the manner prescribed under Rules 13.39(5) and 13.39(5A) of the Listing Rules.

7. ACTION TO BE TAKEN

A proxy form for use at the AGM is enclosed with this circular. Whether or not you intend to attend the AGM, you are requested to complete the proxy form and return it to the Company's share registrar, Tricor Tengis Limited at Level 54, Hopewell Centre, 183 Queen's Road East, Hong Kong not less than 48 hours before the time appointed for holding the AGM or any adjournment thereof. Completion and return of the proxy form will not preclude the Shareholders from attending and voting in person at the AGM if they so wish.

In view of the ongoing COVID-19 pandemic, the Company wishes to advise the Shareholders that they may appoint the chairman of the AGM as their proxy to vote on the relevant resolutions at the AGM as an alternative to attend the AGM in person.

8. RECOMMENDATION

The Board believes that the proposed resolutions as set out in the AGM Notice are in the best interests of the Company and the Shareholders as a whole. Accordingly, the Board recommends that the Shareholders vote in favour of all resolutions to be proposed at the AGM.

Yours faithfully,
For and on behalf of the Board of
China Everbright Environment Group Limited
Wang Tianyi

Chairman of the Board

This appendix serves as an explanatory statement required to be sent to the Shareholders under the Share Repurchase Rules to provide them with the requisite information for their consideration of the Repurchase Mandate and also constitutes the memorandum as required under section 239(2) of the Companies Ordinance.

(A) SHARES

As at the Latest Practicable Date, the number of issued Shares was 6,142,975,292 Shares.

Subject to the passing of the ordinary resolution No. 5(2) in the AGM Notice in respect of the Repurchase Mandate and on the basis of 6,142,975,292 Shares in issue and assuming no further Shares are issued or repurchased between the Latest Practicable Date and the date of the AGM, the Company would be allowed under the Repurchase Mandate to repurchase a maximum of 614,297,529 Shares during the period as set out in ordinary resolution No. 5(2) in the AGM Notice representing not more than 10% of the total number of issued Shares at the Latest Practicable Date.

(B) REASONS FOR THE REPURCHASE

The Directors believe that the Repurchase Mandate is in the best interests of the Company and the Shareholders. Such Share repurchase may, depending on the market conditions and funding arrangements at the time, lead to an enhancement of the net assets of the Company and/or its earnings per Share and will only be made when the Directors believe that a Share repurchase will benefit the Company and the Shareholders.

(C) FUNDING OF THE REPURCHASE

In Share repurchase, the Company may only apply funds legally available for such purpose in accordance with the Articles of Association and the Companies Ordinance. The Companies Ordinance provides that the payment in respect of Share repurchase may only be paid from distributable profits of the Company or the proceeds of a new issue of Shares made for the purpose of Share repurchase to such extent allowable under the Companies Ordinance.

There might be a material adverse impact on the working capital or gearing position of the Company as compared with the position disclosed in the audited consolidated financial statements contained in the 2021 annual report in the event that the power to repurchase Shares pursuant to the Repurchase Mandate were to be carried out in full at any time during the proposed repurchase period. However, the Directors do not propose to exercise the Repurchase Mandate to such extent as would, in the circumstances, have a material adverse effect on the working capital requirements of the Company or the gearing levels which in the opinion of the Directors are from time to time appropriate for the Company.

(D) SHARE PRICES

The highest and lowest prices at which the Shares were traded on the Stock Exchange during each of the previous twelve months up to the Latest Practicable Date were as follows:

	Highest	Lowest
	HK\$	HK\$
2021		
April	5.460	4.880
May	4.950	4.460
June	4.680	4.370
July	4.430	4.020
August	5.640	4.170
September	6.530	5.220
October	6.340	5.300
November	5.480	4.960
December	6.460	5.110
2022		
January	6.650	5.430
February	6.170	5.400
March	5.800	4.130

(E) UNDERTAKING

The Directors have undertaken to the Stock Exchange that, so far as the same may be applicable, they will exercise the power of the Company to repurchase Shares pursuant to the Repurchase Mandate and in accordance with the Listing Rules, the Companies Ordinance and any other applicable laws of Hong Kong.

None of the Directors nor, to the best of their knowledge having made all reasonable enquiries, their close associates have any present intention to sell any Shares to the Company under the Repurchase Mandate if such mandate is approved by the Shareholders.

No core connected persons of the Company have notified the Company that they have a present intention to sell the Shares to the Company, or have undertaken not to do so, in the event that the Repurchase Mandate is approved by the Shareholders.

(F) EFFECT OF THE TAKEOVERS CODE

If on the exercise of the power to repurchase Shares pursuant to the Repurchase Mandate, a Shareholder's proportionate interest in the voting rights of the Company increases, such increase will be treated as an acquisition of voting rights for the purpose of Rule 32 of the Takeovers Code. As a result, a Shareholder or group of Shareholders acting in concert, could obtain or consolidate control of the Company and become obliged to make a mandatory general offer in accordance with Rules 26 and 32 of the Takeovers Code.

			Approximate % of
			the total number of
			Shares in issue
		Approximate %	should the
		of the total number	Repurchase
	Number of Shares	of Shares	Mandate be
Name of Shareholders	interested (note (2))	in issue ^{(note (1))}	exercised in full
Central Huijin Investment Ltd. (" Huijin ") ^{(note (3))}	2,642,112,137	43.01%	47.79%
China Everbright Group Ltd. ("China Everbright			
Group") (note (4))	2,642,112,137	43.01%	47.79%

Based on such shareholding and in the event that the Directors exercised in full the power to repurchase Shares pursuant to the Repurchase Mandate, an obligation to make a mandatory general offer by Huijin to the Shareholders under Rules 26 and 32 of the Takeovers Code may arise.

The Directors have no present intention to exercise the Repurchase Mandate to such an extent as would trigger the obligation under the Takeovers Code in the manner described above.

In the event that the Repurchase Mandate is exercised in full, the number of Shares held by the public will not fall below 25%.

Notes:

- (1) Based on 6,142,975,292 Shares in issue as at the Latest Practicable Date.
- (2) According to the register required to be kept by the Company under section 336 of the SFO and the Disclosure of Interest Notices information retrieved from the website of Hong Kong Exchanges and Clearing Limited (www.hkexnews.hk).
- (3) Huijin is indirectly wholly-owned by the State Council of the People's Republic of China and holds 63.16% equity interests of China Everbright Group. It is deemed to be interested in the 2,642,112,137 Shares indirectly held by China Everbright Group.
- (4) China Everbright Group holds 100% of the issued shares of China Everbright Holdings Company Limited ("CE Hong Kong"). CE Hong Kong holds (i) 100% of the issued shares of Datten Investments Limited ("Datten") which in turn holds 55% of the issued shares of Guildford Limited ("Guildford"); (ii) 100% of the issued shares of Everbright Investment & Management Limited ("EIM"); and (iii) 45% of the issued shares of Guildford, respectively. Out of the 2,642,112,137 Shares, 2,430,442,287 Shares are held by Guildford. The remaining 211,669,850 Shares are held by EIM. Accordingly, China Everbright Group is deemed to be interested in 2,430,442,287 Shares held by Guildford and 211,669,850 Shares held by EIM.

(G) SHARE REPURCHASE MADE BY THE COMPANY

The Company did not repurchase any Shares (whether on the Stock Exchange or otherwise) during the six months preceding the Latest Practicable Date.

APPENDIX II

DETAILS OF RETIRING DIRECTORS PROPOSED FOR RE-ELECTION AND A NEW DIRECTOR PROPOSED FOR ELECTION

The following are the particulars of the retiring Directors proposed to be re-elected and a new Director proposed to be elected at the AGM:

(A) PARTICULARS OF RETIRING DIRECTORS PROPOSED TO BE RE-ELECTED

Mr. WANG Tianyi, aged 59, is the Executive Director and the Chairman of the Board. He was the Chief Executive Officer of the Company ("CEO"). He is also the Chairman of the Nomination Committee and the Member of the Remuneration Committee of the Board, and a director of several subsidiaries of the Group. Mr. Wang is the non-executive director and the chairman of the board of directors of China Everbright Greentech Limited (the Company's subsidiary and the shares of which are listed on the Stock Exchange). He was the non-executive director and the chairman of the board of directors of China Everbright Water Limited (the Company's subsidiary and the shares of which are listed on the Singapore Exchange Securities Trading Limited and the Stock Exchange). Prior to joining the Group, he was the Dean of Shandong Academy of Sciences. He was formerly the Deputy Mayor of Jinan City of Shandong Province. He had been the Vice President, and the Dean and Professor of the School of Economics and Management of Yantai University of Shandong Province.

He is currently a part-time professor of Tsinghua University and a Co-Director of the Center for PPP of Tsinghua University. He is also a member of the China Council for International Cooperation on Environment and Development, a member of International Coalition for Green Development on the Belt and Road Advisory Board, a vice chairman of China Ecological Civilization Research and Promotion Association, a vice chairman of Industrial and Academic Union of Ecological Environment of the China Association for Science and Technology, and a member of the UNECE PPP Business Advisory Board. He holds a doctorate degree in economics, a master's degree in management and a bachelor's degree in electronics from Tsinghua University. He had pursued advanced studies at Harvard University and University of California in the United States. Mr. Wang joined the Board in February 2010, and was re-designated as the Executive Director and the CEO in January 2018 and was appointed as the Chairman of the Board in September 2020. Mr. Wang was no longer the CEO with effect from June 2021 and remains as the Executive Director and the Chairman of the Board.

Mr. Wang will not be entitled to any remuneration in his capacity as the Executive Director. As the Chairman of the Board and the CEO from 1 January 2021 to 31 May 2021, and as the Chairman of the Board from 1 June 2021 to 31 December 2021, he received a salary of HK\$2,758,100 for the year ended 31 December 2021. There is no agreement in respect of the director's remuneration of Mr. Wang, and subject to the authorisation given by the Shareholders to the Board, his director's remuneration is determined by the Remuneration Committee under the Board's authorisation and with reference to the prevailing market conditions and the remuneration standard of the Executive Directors and senior management of the Company. Details of his remuneration are set out in note 9 to the financial statements in the 2021 annual report. He is also entitled to a year-end discretionary bonus determined at its absolute discretion by the Remuneration Committee having regard to the factors such as his work performance, performance of the Company and the market situation, etc.

APPENDIX II

DETAILS OF RETIRING DIRECTORS PROPOSED FOR RE-ELECTION AND A NEW DIRECTOR PROPOSED FOR ELECTION

Pursuant to the appointment letter entered into between the Company and Mr. Wang, there is no specific term of appointment of Mr. Wang. However, he is subject to the arrangements of retirement by rotation and re-election at annual general meetings of the Company in accordance with the Articles of Association and the Listing Rules, as amended from time to time.

Mr. LUAN Zusheng, aged 56, is the Executive Director and the CEO, and the general manager of Everbright Environmental Protection (China) Limited* (a wholly-owned subsidiary of the Company). He is also the Member of the Risk Management Committee and the Chairman of the Disclosure Committee of the Board, and a director of several subsidiaries of the Group. Mr. Luan is currently the director of each of Sun Life Everbright Life Insurance Co., Ltd. and Everbright Financial Holding Asset Management Co., Ltd. He holds a master's degree in accounting from the Department of Accounting of Nankai University and a doctorate degree in political economics from the Department of Economics of Nankai University. Mr. Luan is also a certified intermediate accountant in the People's Republic of China. Prior to joining the Group, Mr. Luan was the director of the office and the officer for deepening reform of the leading group office for the comprehensive deepening reform, and the secretary general of the office of China Everbright Group, the controlling shareholder of the Company, the president of Shijiazhuang and Wuxi Branches, the vice president and risk director of Shenzhen Branch, the assistant to the president and risk director of Fuzhou Branch, of China Everbright Bank Company Limited ("Everbright Bank", the shares of which are listed on the Stock Exchange and Shanghai Stock Exchange), the general manager of small and medium enterprises business department and the general manager of the microfinance business department of Everbright Bank. Mr. Luan joined the Board in June 2021.

Mr. Luan will not be entitled to any remuneration in his capacity as the Executive Director. As the CEO, he received a salary of HK\$1,413,125 for the period from 1 June 2021 to 31 December 2021. There is no agreement in respect of the director's remuneration of Mr. Luan, and subject to the authorisation given by the Shareholders to the Board, his director's remuneration is determined by the Remuneration Committee under the Board's authorisation and with reference to the prevailing market conditions and the remuneration standard of the Executive Directors and senior management of the Company. Details of his remuneration are set out in note 9 to the financial statements in the 2021 annual report. He is also entitled to a year-end discretionary bonus determined at its absolute discretion by the Remuneration Committee having regard to the factors such as his work performance, performance of the Company and the market situation, etc.

^{*} For identification purpose only

APPENDIX II

DETAILS OF RETIRING DIRECTORS PROPOSED FOR RE-ELECTION AND A NEW DIRECTOR PROPOSED FOR ELECTION

Pursuant to the appointment letter entered into between the Company and Mr. Luan, there is no specific term of appointment of Mr. Luan. However, he is subject to the arrangements of retirement by rotation and re-election at annual general meetings of the Company in accordance with the Articles of Association and the Listing Rules, as amended from time to time.

Mr. AN Xuesong, aged 51, is the Executive Director, the Vice President and the Chief Financial Officer of the Company. He is also the Member of each of the Risk Management Committee and the Disclosure Committee of the Board, and a director of several subsidiaries of the Group. Mr. An has comprehensive experience in mergers and acquisitions, project investment and management, financial management and risk management. He holds a Master of Business Administration Degree from Jinan University. He is a Certified Public Accountant in the People's Republic of China and a Certified International Internal Auditor. Mr. An was the executive director and chief executive officer of China Everbright Water Limited (the Company's subsidiary and the shares of which are listed on the Singapore Exchange Securities Trading Limited and the Stock Exchange). Prior to joining the Group, Mr. An worked at the Municipal General Office of Jingzhou, Hubei Province, Everbright Bank (the shares of which are listed on the Stock Exchange and Shanghai Stock Exchange) and Guangdong Technology Venture Capital Group Ltd. Mr. An joined the Board in October 2021.

Mr. An will not be entitled to any remuneration in his capacity as the Executive Director. As the Vice President and the Chief Financial Officer of the Company, he received a salary of HK\$445,025 for the period from 5 October 2021 to 31 December 2021. There is no agreement in respect of the director's remuneration of Mr. An, and subject to the authorisation given by the Shareholders to the Board, his director's remuneration is determined by the Remuneration Committee under the Board's authorisation and with reference to the prevailing market conditions and the remuneration standard of the Executive Directors and senior management of the Company. Details of his remuneration are set out in note 9 to the financial statements in the 2021 annual report. He is also entitled to a year-end discretionary bonus determined at its absolute discretion by the Remuneration Committee having regard to the factors such as his work performance, performance of the Company and the market situation, etc.

Pursuant to the appointment letter entered into between the Company and Mr. An, there is no specific term of appointment of Mr. An. However, he is subject to the arrangements of retirement by rotation and re-election at annual general meetings of the Company in accordance with the Articles of Association and the Listing Rules, as amended from time to time.

DETAILS OF RETIRING DIRECTORS PROPOSED FOR RE-ELECTION AND A NEW DIRECTOR PROPOSED FOR ELECTION

Mr. SUO Xuquan, aged 64, is the Independent Non-executive Director, and the Member of each of the Remuneration Committee, the Nomination Committee and the Risk Management Committee of the Board. Mr. Suo is an independent director of CITIC Bank International (China) Limited, Bank of Zhangjiakou Co., Ltd.* (張家口銀行股份有限公司), Northking Information Technology Co., Ltd.* (京北方信息技術股份有限公司) (the shares of which are listed on Shenzhen Stock Exchange) and Picc Asset Management Company Limited* (中國人保資產管理有限公司). Mr. Suo is a part-time professor of Business School of China University of Political Science and Law. Mr. Suo was an independent director of China Satellite Communications Co., Ltd.* (中國衛通集團股份有限公司) (the shares of which are listed on Shanghai Stock Exchange). He was the general manager of Credit Extension Approval Department of Head Office of Industrial and Commercial Bank of China Limited ("ICBC", the shares of which are listed on the Stock Exchange and Shanghai Stock Exchange) prior to his retirement from the ICBC group after 33 years of services. He also worked in the Shaanxi Branch of the People's Bank of China before joining the ICBC Group. Mr. Suo graduated from on-job postgraduate class of Economics and Management in the Correspondence College of Central Party School of the Communist Party of China, and he is a senior economist and expert entitled to special allowance of the State Council. Mr. Suo has over 37 years of relevant banking experience and has extensive experience in bank credit management and bank credit risk management. He has expertise in business operation and financial analysis. Mr. Suo joined the Board in August 2018.

Mr. Suo has given a written confirmation of his independence to the Company and the Nomination Committee has evaluated and reviewed it in accordance with the independence criteria as set out in Rule 3.13 of the Listing Rules. The Board is also not aware of any circumstance that would affect Mr. Suo's independent judgment and is satisfied that he has the ability, integrity, independence and experience required to perform the duties of an INED and can maintain his independent opinion in the affairs of the Group. The Nomination Committee and the Board consider him is an independent person.

The Board is of the view that Mr. Suo is beneficial to the Board with diversity of his extensive experience in bank credit risk management, business operation and financial analysis that contributes to invaluable expertise to the Board, and the Company has benefited greatly from his contribution and valuable insights derived from his in-depth knowledge of the Company. The Board believes that he will continue to contribute effectively to the Board.

Pursuant to the appointment letter entered into between the Company and Mr. Suo, he holds office for a term from 1 January 2022 to the conclusion of the annual general meeting of the Company to be held in 2024 and subject to the arrangements of retirement by rotation and re-election at annual general meetings of the Company in accordance with the Articles of Association and the Listing Rules, as amended from time to time. He receives a director's fee of HK\$480,000 per annum from 1 January 2022. His director's fee is determined by the Board in accordance with the authorisation given by the Shareholders and with reference to the prevailing market conditions. For the year ended 31 December 2021, Mr. Suo received a director's fee of HK\$465,000. Details of his remuneration are set out in note 9 to the financial statements in the 2021 annual report.

^{*} For identification purpose only

DETAILS OF RETIRING DIRECTORS PROPOSED FOR RE-ELECTION AND A NEW DIRECTOR PROPOSED FOR ELECTION

(B) PARTICULARS OF A NEW DIRECTOR PROPOSED TO BE ELECTED

Ms. LI Shuk Yin, Edwina, former name Ms. LI Shuk Yin, aged 59, is currently an independent non-executive director of Bank of Zhengzhou Co., Ltd. (the shares of which are listed on the Stock Exchange and Shenzhen Stock Exchange) and China CITIC Bank International Limited. Ms. Li is a fellow member of the Institute of Chartered Accountants in England and Wales and the Hong Kong Institute of Certified Public Accountants. Ms. Li formerly worked in KPMG from 1994 with her last role as the partner in charge of KPMG China's financial services assurance team until her retirement in March 2018. Ms. Li has significant experience in accounting, capital market, market entrance, regulatory compliance related internal control and risk management in Hong Kong and China. Prior to joining KPMG, Ms. Li qualified as a Chartered Accountant with a large multinational accounting firm and worked as controller with a real estate company and a financial services group in London. Ms. Li holds a Bachelor's degree with Honours in Accountancy from University of Exeter, England, a Postgraduate Diploma in Enterprise Risk Management from HKU SPACE and a Master of Science Degree in Risk Management from Glasgow Caledonian University, Scotland. She is also a director of Elite Beam Limited.

Pursuant to the appointment letter to be entered into between the Company and Ms. Li, she will hold office for a term from the conclusion of the AGM to the conclusion of the annual general meeting of the Company to be held in 2024 and subject to the arrangements of retirement by rotation and re-election at annual general meetings of the Company in accordance with the Articles of Association and the Listing Rules, as amended from time to time. Ms. Li will receive a director's fee of HK\$485,000 per annum which is determined by the Board in accordance with the authorisation given by the Shareholders and with reference to the prevailing market conditions.

The reasons why the Board believes Ms. Li is independent and should be elected as an INED are set out on pages 8 and 9 of this circular.

Save as disclosed above, Mr. Wang, Mr. Luan, Mr. An, Mr. Suo and Ms. Li (i) do not hold and have not held any other directorships in the last three years in any other public companies, the securities of which are listed on any securities market in Hong Kong or overseas, and they do not have any other major appointments or professional qualifications; and (ii) do not hold any position in the Company or any of its subsidiaries and do not have any other relationship with any Directors, senior management, substantial shareholders or controlling shareholders of the Company.

As at the Latest Practicable Date, Mr. Wang, Mr. Luan, Mr. An, Mr. Suo and Ms. Li do not have any interest in the Shares or underlying Shares of the Company and its associated corporations within the meaning of Part XV of the SFO.

Save as disclosed above, Mr. Wang, Mr. Luan, Mr. An, Mr. Suo and Ms. Li have confirmed that there are no other matters that need to be brought to the attention of the Shareholders in connection with their re-election/election nor any information that needs to be disclosed pursuant to Rule 13.51(2) of the Listing Rules.



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)

NOTICE IS HEREBY GIVEN that the Annual General Meeting of China Everbright Environment Group Limited (the "Company") will be held at 38/F., Everbright Centre, 108 Gloucester Road, Wanchai, Hong Kong on Wednesday, 18 May 2022 at 3:00 p.m. for the following purposes:

- 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 2021.
- 2. To declare a final dividend of HK15.0 cents per share for the year ended 31 December 2021.
- 3. (1) To re-elect Mr. WANG Tianyi as an Executive Director of the Company.
 - (2) To re-elect Mr. LUAN Zusheng as an Executive Director of the Company.
 - (3) To re-elect Mr. AN Xuesong as an Executive Director of the Company.
 - (4) To re-elect Mr. SUO Xuquan as an Independent Non-executive Director of the Company.
 - (5) To elect Ms. LI Shuk Yin, Edwina as a new Independent Non-executive Director of the Company.
 - (6) To authorise the board of directors (the "Directors") of the Company (the "Board") to fix the remuneration of the Directors for the year ending 31 December 2022.
- 4. To re-appoint Ernst & Young as the auditor of the Company and to authorise the Board to fix its remuneration.

5. As special businesses, to consider and, if thought fit, pass the following resolutions as Ordinary Resolutions:

ORDINARY RESOLUTIONS

(1) "THAT:

- (A) subject to paragraph (C) of this Resolution, the exercise by the Directors during the Relevant Period (as hereinafter defined) of all the powers of the Company to allot, issue and deal with new shares of the Company ("Shares") and to make or grant offers, agreements and options (including warrants, bonds, debentures, notes and other securities which carry rights to subscribe for or are convertible into Shares) which would or might require Shares to be allotted be and hereby generally and unconditionally approved;
- (B) the approval in paragraph (A) above shall authorise the Directors during the Relevant Period (as hereinafter defined) to make and grant offers, agreements and options (including warrants, bonds, debentures, notes and other securities which carry rights to subscribe for or are convertible into Shares) which would or might require Shares to be allotted after the end of the Relevant Period;
- (C) the aggregate number of Shares allotted or agreed conditionally or unconditionally to be allotted (whether pursuant to an option or otherwise) by the Directors pursuant to the approval in paragraph (A) above, otherwise than pursuant to (i) a Rights Issue (as hereinafter defined); or (ii) an issue of Shares pursuant to any scrip dividends or similar arrangement providing for allotment of Shares in lieu of the whole or part of the dividend on Shares in accordance with the articles of association of the Company, shall not exceed 20 per cent. of the total number of issued Shares as at the date of passing of this Resolution provided that if any subsequent consolidation or subdivision of Shares is effected, the maximum number of Shares that may be issued pursuant to the approval in paragraph (A) above as a percentage of the total number of issued Shares immediately before and after such consolidation or subdivision shall be the same and such maximum number of Shares shall be adjusted accordingly; and

(D) for the purpose of this Resolution,

"Relevant Period" means the period from the passing of this Resolution until whichever is the earliest of:

- (i) the conclusion of the next annual general meeting of the Company; or
- (ii) the expiration of the period within which the next annual general meeting of the Company is required by the articles of association of the Company or any applicable laws of Hong Kong to be held; or
- (iii) the date on which the authority set out in this Resolution is revoked or varied by an ordinary resolution of the shareholders of the Company in general meeting; and

"Rights Issue" means an offer of Shares or issue of options, warrants or other securities giving the right to subscribe for Shares, open for a period fixed by the Directors to the holders of Shares, or any class of Shares, whose names appear on the register of members of the Company (and, where appropriate, to holders of other securities of the Company entitled to the offer) on a fixed record date in proportion to their holdings of such Shares (or, where appropriate, such other securities) as at that date (subject to such exclusions or other arrangements as the Directors may deem necessary or expedient in relation to fractional entitlements or having regard to any restrictions or obligations under the laws of, or the requirements of any recognized regulatory body or any stock exchange in, any territory outside Hong Kong applicable to the Company)."

(2) "THAT:

- (A) subject to paragraph (B) of this Resolution, the exercise by the Directors during the Relevant Period (as hereinafter defined) of all the powers of the Company to repurchase Shares on The Stock Exchange of Hong Kong Limited (the "Stock Exchange") or on any other stock exchange on which the Shares may be listed and recognized by the Securities and Futures Commission and the Stock Exchange for this purpose, subject to and in accordance with all applicable laws and the requirements of the Rules Governing the Listing of Securities on the Stock Exchange or of any other stock exchange as amended from time to time, be and is hereby generally and unconditionally approved;
- (B) the aggregate number of the Shares to be repurchased by the Company pursuant to the approval in paragraph (A) of this Resolution shall not exceed 10 per cent. of the total number of issued Shares as at the date of passing of this Resolution provided that if any subsequent consolidation or subdivision of Shares is effected, the maximum number of Shares that may be repurchased pursuant to the approval in paragraph (A) above as a percentage of the total number of issued Shares immediately before and after such consolidation or subdivision shall be the same and such maximum number of Shares shall be adjusted accordingly; and
- (C) for the purposes of this Resolution,

"Relevant Period" means the period from the passing of this Resolution until whichever is the earliest of:

- (i) the conclusion of the next annual general meeting of the Company; or
- (ii) the expiration of the period within which the next annual general meeting of the Company is required by the articles of association of the Company or any applicable laws of Hong Kong to be held; or
- (iii) the date on which the authority set out in this Resolution is revoked or varied by an ordinary resolution of the shareholders of the Company in general meeting."

(3) "THAT the general mandate granted to the Directors to exercise the powers of the Company to allot, issue and deal with new Shares pursuant to the Ordinary Resolution No. 5(1) in the notice convening this meeting be and is hereby extended by the addition thereto of an amount representing the aggregate number of Shares repurchased by the Company under the authority granted pursuant to the Ordinary Resolution No. 5(2) in the notice convening this meeting, provided that such extended number shall not exceed 10 per cent. of the aggregate number of the issued Shares as at the date of passing of the Ordinary Resolution No. 5(2) in the notice convening this meeting."

By Order of the Board

China Everbright Environment Group Limited

Poon Yuen Ling

Company Secretary

Hong Kong, 11 April 2022

Registered Office:

Room 2703, 27th Floor Far East Finance Centre 16 Harcourt Road Hong Kong

Notes:

- 1. Any shareholder of the Company (the "Shareholder") entitled to attend and vote at the annual general meeting of the Company (the "AGM") is entitled to appoint one or more proxies to attend and speak and, on a poll, to vote instead of him/her. A proxy need not be the Shareholder. In view of the ongoing Novel Coronavirus ("COVID-19") pandemic, the Company wishes to advise the Shareholders that they may appoint the chairman of the AGM as their proxy to vote on the relevant resolutions at the AGM as an alternative to attend the AGM in person.
- 2. To be valid, a proxy form together with any power of attorney or other authority (if any) under which it is signed or a notarially certified copy thereof must be lodged with the Company's share registrar, Tricor Tengis Limited ("Tricor") at Level 54, Hopewell Centre, 183 Queen's Road East, Hong Kong not less than 48 hours before the time appointed for holding the AGM or any adjournment thereof.
- 3. Where there are joint holders of any Share, any one of such joint holders may vote at the AGM, either in person or by proxy, in respect of such Share as if he/she was solely entitled thereto, but if more than one of such joint holders be present at the AGM, the vote of the senior who tenders a vote, whether in person or by proxy, shall be accepted to the exclusion of the votes of the other joint holders and, for the purpose, seniority shall be determined by the order in which the names stand in the register of members of the Company in respect of the joint holding.

- 4. The register of members of the Company will be closed from Friday, 13 May 2022 to Wednesday, 18 May 2022, both days inclusive, on which no transfer of Shares will be registered. In order to qualify for attending and voting at the AGM, all transfer documents must be lodged with Tricor at the above address no later than 4:30 p.m. on Thursday, 12 May 2022.
- 5. The register of members of the Company will also be closed from Wednesday, 25 May 2022 to Friday, 27 May 2022, both days inclusive, on which no transfer of Shares will be registered. In order to qualify for the proposed final dividend, all transfer documents must be lodged with Tricor at the above address no later than 4:30 p.m. on Tuesday, 24 May 2022.
- 6. With regard to the Resolution no.3(1) to 3(4) in this notice, the Board proposed that the retiring Directors, namely Mr. WANG Tianyi, Mr. LUAN Zusheng, Mr. AN Xuesong and Mr. SUO Xuquan, be re-elected as Directors. Their biographical details are set out in Appendix II to the circular dated 11 April 2022.
- 7. With regard to the Resolution no.3(5) in this notice, the Board proposed the election of Ms. LI Shuk Yin, Edwina as a new Director. Her biographical details are set out in Appendix II to the circular dated 11 April 2022.
- 8. If the Shareholders have any questions relating to the business of the AGM that they would like to be addressed, the Company encourages the Shareholders to submit their questions in writing by email to ir@cebenvironment.com (please quote the Shareholder reference number which is the 6-digit number after "00257" as printed under the address on the envelope) from Friday, 6 May 2022 at 9:00 a.m. to Thursday, 12 May 2022 at 6:00 p.m. The Company will endeavor to address the questions raised. However, due to time constraints, unanswered questions will be responded to after the AGM as appropriate.
- 9. In case the AGM is anticipated to be affected by black rainstorms or tropical cyclone with warning signal no.8 or above, please refer to the websites of Hong Kong Exchanges and Clearing Limited (www.hkexnews.hk) and the Company (www.cebenvironment.com/en/global/home.php) for announcement on bad weather arrangement for the AGM.
- 10. Subject to the development of COVID-19 pandemic, in order to minimise the risks to the Shareholders and other participants attending the AGM, the Company may be required to change the AGM arrangements at short notice. Shareholders are advised to check the websites of Hong Kong Exchanges and Clearing Limited (www.hkexnews.hk) and the Company (www.cebenvironment.com/en/ir/announcements.php) for further announcement(s) and update(s) on the AGM arrangements.