

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.



Tianjin Capital Environmental Protection Group Company Limited
天津創業環保集團股份有限公司

(a joint stock limited company incorporated in the People's Republic of China with limited liability)
(Stock Code: 1065)

**ANNOUNCEMENT ON THE RESOLUTIONS
PASSED AT THE 2024 SECOND EXTRAORDINARY GENERAL MEETING,
THE 2024 SECOND H SHAREHOLDERS' CLASS MEETING, AND
THE 2024 SECOND A SHAREHOLDERS' CLASS MEETING**

Unless otherwise indicated, capitalized terms used herein shall have the same meanings as those defined in the circular of the Company dated 11 September 2024 (the “**Circular**”).

1. CONVENING AND ATTENDANCE OF THE MEETINGS:

The 2024 Second Extraordinary General Meeting (the “**EGM**”), the 2024 Second H Shareholders’ Class Meeting (the “**H Shareholders’ Class Meeting**”), and the 2024 Second A Shareholders’ Class Meeting (the “**A Shareholders’ Class Meeting**”) (collectively, the “**Meetings**”) of Tianjin Capital Environmental Protection Group Company Limited (the “**Company**”) were held at 2:00 p.m. on 27 September 2024 at the conference room of the Company on 5/F, TCEP Building, 76 Weijin South Road, Nankai District, Tianjin, the People’s Republic of China (the “**PRC**”).

A total of 348 shareholders of the Company (the “**Shareholders**”) and their proxies holding 887,970,696 Shares, representing approximately 56.54% of the total number of Shares with voting rights of the Company, attended the EGM. Among them, 347 were A Shareholders and their proxies holding 728,076,697 Shares, representing approximately 46.36% of the total number of Shares with voting rights of the Company, while one was a H Shareholder and its proxy holding 159,893,999 Shares, representing approximately 10.18% of the total number of Shares with voting rights of the Company.

A total of one H Shareholder and its proxy holding 159,893,999 H Shares, representing approximately 47.03% of the total number of H Shares with voting rights of the Company, attended the H Shareholders’ Class Meeting.

A total of 347 A Shareholders and their proxies holding 728,076,697 A Shares, representing approximately 59.17% of the total number of A Shares with voting rights of the Company, attended the A Shareholders’ Class Meeting.

The summoning, convening and voting procedures of the Meetings were in compliance with the requirements of the Company Law of the PRC and other laws, regulations and regulatory documents as well as the Articles of Association of the Company. Mr. Tang Fusheng, the Chairman of the Company, presided at the Meetings. The Company has 9 directors (the “**Directors**”), and all 9 of them attended the Meetings. The Company has 3 supervisors (the “**Supervisors**”), and all 3 of them attended the Meetings. Mr. Niu Bo, the company secretary to the Board and certain senior management of the Company also attended the Meetings.

As at the date of the Meetings, the total number of issued Shares entitling the holders to attend, and vote for or against the resolutions proposed at, the EGM was 1,570,418,085 Shares, which comprised 1,230,418,085 A Shares and 340,000,000 H Shares; the total number of issued H Shares entitling the holders to attend, and vote for or against the resolution proposed at, the H Shareholders’ Class Meeting was 340,000,000 H Shares; the total number of issued A shares entitling the holders to attend, and vote for or against the resolution proposed at, the A Shareholders’ Class Meeting was 1,230,418,085 A Shares.

There were no Shares (i) entitling the holder to attend and abstain from voting in favour of any resolution(s) at the EGM, the H Shareholders’ Class Meeting and/or the A Shareholders’ Class Meeting; or (ii) of which the holder is required under the Listing Rules to abstain from voting on the resolution(s) at the EGM, the H Shareholders’ Class Meeting and/or the A Shareholders’ Class Meeting. No Shareholders have stated their intention in the Circular to vote against any resolution(s) or to abstain from voting at the EGM, the H Shareholders’ Class Meeting and/or the A Shareholders’ Class Meeting.

WUYIGE Certified Public Accountants LLP, the auditor of the Company, was appointed as the scrutineer for the vote-taking of the poll at the Meetings.

2. RESOLUTIONS CONSIDERED:

All of the resolutions of the Meetings were duly passed by way of poll at each of their respective Meetings and the poll results were as follows:

THE EGM

No.	Special Resolution	Number of Valid Votes (% of total valid votes cast)			Total Valid Votes
		For	Against	Abstention	
1.	To consider and approve the amendments to the Articles of Association of the Company.	872,741,013 (98.28%)	14,872,652 (1.67%)	357,031 (0.04%)	887,970,696
No.	Ordinary Resolutions	Number of Valid Votes (% of total valid votes cast)			Total Valid Votes
		For	Against	Abstention	
2.	To consider and approve the amendments to the Shareholders Meeting Rules of the Company.	874,772,013 (98.51%)	12,834,652 (1.45%)	364,031 (0.04%)	887,970,696
3.	To consider and approve the amendments to the Board Meeting Rules of the Company.	872,716,613 (98.28%)	14,893,052 (1.68%)	361,031 (0.04%)	887,970,696
4.	To consider and approve the amendments to the Supervisory Committee Meeting Rules of the Company.	886,793,957 (99.87%)	817,708 (0.09%)	359,031 (0.04%)	887,970,696

The H Shareholders' Class Meeting

No.	Special Resolutions	Number of Valid Votes (% of total valid votes cast)			Total Valid Votes
		For	Against	Abstention	
1.	To consider and approve the amendments to the Articles of Association of the Company.	152,825,999 (95.58%)	7,068,000 (4.42%)	0 (0%)	159,893,999

The A Shareholders' Class Meeting

No.	Special Resolutions	Number of Valid Votes (% of total valid votes cast)			Total Valid Votes
		For	Against	Abstention	
1.	To consider and approve the amendments to the Articles of Association of the Company.	719,915,014 (98.88%)	7,804,652 (1.07%)	357,031 (0.05%)	728,076,697

3. LEGAL OPINIONS ISSUED BY THE LAWYERS:

1. Name of law firm: Grandall Law Firm, Tianjin Office
2. Witness lawyers: Wang Min, Wang Fei
3. Summarised opinion: The procedures for summoning and convening of the EGM, the H Shareholders' Class Meeting and the A Shareholders' Class Meeting are in compliance with the relevant laws and regulations, regulatory documents, the Articles of Association of the Company and the Shareholders Meeting Rules of the Company; the qualifications of the attendees of the EGM, the H Shareholders' Class Meeting and the A Shareholders' Class Meeting are lawful and valid; the voting procedures and poll results for the EGM, the H Shareholders' Class Meeting and the A Shareholders' Class Meeting are lawful and valid.

4. DOCUMENTS AVAILABLE FOR INSPECTION:

1. Resolutions of the EGM, the H Shareholders' Class Meeting and the A Shareholders' Class Meeting signed and confirmed by the Directors and recorder attending the Meetings and affixed with the seal of the Board;
2. Certified legal opinion issued by the law firm, signed by the responsible lawyer and stamped with the chop of the law firm; and
3. Other documents required by the Shanghai Stock Exchange.

By Order of the Board
Tang Fusheng
Chairman

Tianjin, the PRC
27 September 2024

As at the date of this announcement, the Board comprises three executive Directors: Mr. Tang Fusheng, Mr. Pan Guangwen and Ms. Nie Yanhong; three non-executive Directors: Mr. Wang Yongwei, Mr. An Pindong and Mr. Liu Tao; and three independent non-executive Directors: Mr. Xue Tao, Mr. Wang Shanggan and Ms. Liu Fei.