

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.



CHIHO ENVIRONMENTAL GROUP LIMITED

齊合環保集團有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 976)

POLL RESULTS OF THE EXTRAORDINARY GENERAL MEETING HELD ON 31 JULY 2020

The Board is pleased to announce that at the EGM held on 31 July 2020, all the proposed resolutions as set out in the EGM Notice were duly passed by the Shareholders by way of poll.

References are made to the notice of the extraordinary general meeting (the “**EGM Notice**”) of Chiho Environmental Group Limited (the “**Company**”) and the circular of the Company (the “**Circular**”) both dated 10 July 2020 in respect of, among others, the Supplemental Agreement and the proposed Annual Caps. Unless otherwise stated, capitalised terms used herein shall have the same meanings as those defined in the Circular.

POLL RESULTS OF THE EGM

The Board is pleased to announce that all the proposed resolutions as set out in the EGM Notice were duly passed by the independent Shareholders by way of poll at the extraordinary general meeting held on Friday, 31 July 2020 (the “**EGM**”).

As at the date of the EGM, there were a total number of 1,605,152,291 Shares in issue.

Mr. Tu together with his associates, who were in aggregate interested in 1,008,885,181 Shares, representing approximately 62.85% of the total issued Shares as at the date of the EGM, were required to abstain from voting on the resolutions as set out in the EGM Notice. Accordingly, the total number of Shares held by the independent Shareholders who were entitled to attend and vote for or against the resolutions at the EGM was 596,267,110 Shares.

Save as disclosed above, there were no restrictions on any Shareholders casting votes on the resolutions proposed at the EGM and none of the Shareholders has stated their intention in the Circular to vote against or to abstain from voting on any of the resolutions proposed at the EGM. There were no Shares entitling the Shareholders to attend and abstain from voting in favour of the resolutions proposed at the EGM as set out in Rule 13.40 of the Listing Rules.

Computershare Hong Kong Investor Services Limited, the Company's Hong Kong branch share registrar and transfer office, was appointed as the scrutineer for the purpose of vote-taking at the EGM.

The poll results in respect of the resolutions proposed at the EGM were as follows:

| Ordinary Resolutions | | Number of Votes (%) (Note 1) | | Total Votes (Note 1) |
|----------------------|--|---------------------------------|-----------|-------------------------|
| | | For | Against | |
| (a) | To approve, confirm and ratify the Supplemental Agreement dated 17 June 2020 supplemental to the sales framework agreement entered into between the Company and Loncin International Limited dated 22 January 2020 in relation to the sale of nonferrous metal by the Group to Loncin International Limited, and the transactions contemplated thereunder. | 2,490,431 (100%) | 0 (0%) | 2,490,431 |
| (b) | To approve, confirm and ratify the new annual caps for the maximum aggregate annual value for the transactions contemplated under the Supplemental Agreement for each of the three financial years ending 31 December 2022 as more particularly set out in the Circular. | 2,510,431 (100%) | 0 (0%) | 2,510,431 |

| Ordinary Resolutions | | Number of Votes (%) (Note 1) | | Total Votes (Note 1) |
|----------------------|--|---------------------------------|-----------|-------------------------|
| | | For | Against | |
| (c) | To authorise any one director of the Company to do all such things and acts of administrative nature as he/she may in his/her discretion consider necessary, expedient or desirable for the purpose of or in connection with the implementation of the Supplemental Agreement and the transactions contemplated thereunder, including but not limited to the execution of all such documents under seal where applicable, as he/she considers necessary or expedient in his/her opinion to implement and/or give effect to the Supplemental Agreement. | 2,490,431 (100%) | 0 (0%) | 2,490,431 |

Notes:

- (1) The number of votes and approximate percentage of voting shares as set out herein are based on the total number of Shares held by the Shareholders who voted at the EGM in person or by authorised proxy or authorised representatives (excluding Mr. Tu and his associates). Pursuant to the scrutineer certificate issued by the Computershare Hong Kong Investor Services Limited, a total of 1,011,375,612, 1,011,395,612 and 1,011,375,612 Shares were cast in favour of resolutions (a), (b) and (c), respectively, and a total of 0, 0 and 0 Shares were cast against resolutions (a), (b) and (c), respectively. In respect of 1,008,885,181 Shares which Mr. Tu and his associates held through Central Clearing and Settlement System (“CCASS”), votes were cast in favour of resolutions (a), (b) and (c), respectively, inadvertently by Mr. Tu and his associates. According to the Listing Rules and the articles of association of the Company, Mr. Tu and his associates should abstain from voting on resolutions (a), (b) and (c) at the EGM. In this regard, if the votes cast by Mr. Tu and his associates had been disregarded, the total number of votes cast in favour of resolutions (a), (b) and (c) was 2,490,431, 2,510,431 and 2,490,431 votes, respectively and the total number of votes cast against resolutions (a), (b) and (c) was 0, 0 and 0 votes, respectively.

The Company has been informed by Mr. Tu that he and his associates had cast in favour of resolutions (a), (b) and (c) due to inadvertent oversight. If the votes cast by Mr. Tu and his associates had been disregarded, the total number of votes cast in favour of resolutions (a), (b) and (c) was 2,490,431, 2,510,431 and 2,490,431 votes, respectively and the total number of votes cast against resolutions (a), (b) and (c) was 0, 0 and 0 votes, respectively. As such, resolutions (a), (b) and (c) would remain to be passed by 100%, 100% and 100% of the votes cast at the EGM, respectively, even if the votes in respect of the Shares in which Mr. Tu and his associates are interested were not counted. In such circumstances, the Board announces that resolutions (a), (b) and (c) as set out in the EGM Notice were duly passed by the independent Shareholders by way of poll at the EGM.

As more than 50% of the votes were cast in favour of the resolutions above, all of them were duly passed as ordinary resolutions of the Company.

Shareholders may refer to the Circular for details of the above resolutions proposed at the EGM. The Circular may be viewed and downloaded from the Company's website at www.chihogroup.com or the designated website of the Stock Exchange at www.hkexnews.hk.

By Order of the Board
Chiho Environmental Group Limited
Qin Yongming
Chairman

Hong Kong, 31 July 2020

As at the date of this announcement, the Board comprises:

Executive Directors:

Mr. Qin Yongming (*Chairman*)
Mr. Tu Jianhua
Mr. Rafael Heinrich Suchan (*Chief Executive Officer*)
Mr. Martin Simon (*Chief Financial Officer*)

Independent Non-executive Directors:

Dr. Loke Yu
Ms. Qian Liping
Mr. Ko Frankie Andrew