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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)

SUPPLEMENTAL NOTICE OF ANNUAL GENERAL MEETING

Reference is made to (i) the announcement of Chiho Environmental Group Limited (the “**Company**”) dated 29 April 2022 in relation to, among other matters, the expected publication date of the audited annual results of the Group for the year ended 31 December 2021 (the “**Audited Annual Results**”); (ii) the announcement dated 12 May 2022 in relation to the further delay in publication of the Audited Annual Results and despatch of the annual report for the year ended 31 December 2021 (the “**Annual Report**”) to a date on or before 13 June 2022 (the “**Further Extension**”); (iii) the further announcement dated 13 June 2022 on the Audited Annual Results and the Annual Report; (iv) the notice dated 13 June 2022 in relation to the Annual General Meeting of the Company to be held at 23/F., Infinitus Plaza, 199 Des Voeux Road Central, Hong Kong on Thursday, 21 July 2022 at 10:00 a.m., and the resolutions to be proposed at the AGM for the Shareholders’ approval. Unless otherwise defined, capitalised terms used in this supplemental notice shall have the same meanings as those defined in the supplemental circular of the Company dated 24 June 2022.

Pursuant to Rule 13.46(2)(b) of the Listing Rules, the Company is required to lay the annual financial statements before its members at the AGM within the period of six months after the end of the financial year (i.e. 31 December 2021).

In light of the fact that (i) the Further Extension was approved by the Stock Exchange on 12 May 2022; (ii) the Company has published the Audited Annual Results and Annual Report on 13 June 2022; (iii) the Annual Report is required to be sent to the Shareholders at the same time as the notice of the AGM under Article 149 of the Articles of Association; and (iv) the AGM shall be called by the notice of not less than 21 clear days and not less than 20 clear business days under Article 59 of the Articles of Association, therefore the Company will not be able to hold the AGM within the period of six months after the end of 31 December 2021 as required under Rule 13.46(2)(b) of the Listing Rules. As such, the Company has applied to the Stock Exchange for, and the Stock Exchange has agreed to grant, a waiver from strict compliance with Rule 13.46(2)(b) of the Listing Rules to postpone the date of the AGM to 21 July 2022.

As advised by the legal counsels of the Company as to the laws and regulations of the Cayman Islands, the Company is in compliance with the Articles of Association and the laws and regulations of the Cayman Islands to convene and hold the AGM on a date which is after 30 June 2022, provided that the AGM is held on a date which is no later than 15 months after the holding of the last preceding annual general meeting of the Company held on 29 June 2021 pursuant to Article 56 of the Articles of Association.

Details of resolutions 1 to 10 to be considered at the Annual General Meeting are stated in the Original AGM Notice. Apart from the additional resolution set out below, all information contained in the Original AGM Notice remains valid and unchanged.

SUPPLEMENTAL NOTICE IS HEREBY GIVEN that the Annual General Meeting of the Company will be held at 23/F., Infinitus Plaza, 199 Des Voeux Road Central, Hong Kong on Thursday, 21 July 2022 at 10:00 a.m. for the following purpose:

AN ORDINARY RESOLUTION

11. To re-elect Mr. Wang Li as an executive Director and authorise the Board to fix his remuneration.

By Order of the Board
Chiho Environmental Group Limited
Li Linhui
Chairman

Hong Kong, 24 June 2022

Registered Office:

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KY1-1111
Cayman Islands

Principal Place of Business in Hong Kong:

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Yuen Long Industrial Estate
Hong Kong

Notes:

- (1) Save for the inclusion of the additional proposed ordinary resolution set out in this Supplemental AGM Notice, there are no other changes to the Original AGM Notice. For details of resolutions 1 to 10 to be considered at the AGM, closure of the register of members of the Company, eligibility for attending the Annual General Meeting, registration procedures for attending the Annual General Meeting, appointment of proxy and other relevant matters, please refer to the Original AGM Notice.
- (2) The First Proxy Form sent together with the Original AGM Notice does not contain the additional ordinary resolution set out in this Supplemental AGM Notice, a Second Proxy Form has been uploaded on the website of the Stock Exchange on 24 June 2022 and will be despatched to the Shareholders together with this Supplemental AGM Notice.
- (3) Shareholders are advised to read the circular to the Shareholders dated 13 June 2022 and the supplemental circular to the Shareholders dated 24 June 2022 which contain information concerning the resolutions to be considered at the Annual General Meeting.
- (4) According to Rule 13.39(4) of the Listing Rules, any vote of Shareholders at a general meeting of the Company 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 vote on by a show of hands. Accordingly, the chairman of the Annual General Meeting will exercise his power under the Articles of Association of the Company to demand a poll in relation to all proposed resolutions at the Annual General Meeting.
- (5) The Annual General Meeting will be held on Thursday, 21 July 2022 at 10:00 a.m. as scheduled regardless of whether or not an amber or red rainstorm warning signal is in force in Hong Kong at any time on that day. Shareholders should decide on their own whether they would attend the meeting under bad weather condition bearing in mind their own situations.

However, if Typhoon Signal No. 8 or above remains hoisted or a Black Rainstorm Warning Signal is in force in Hong Kong at 8:00 a.m. on Thursday, 21 July 2022, the Annual General Meeting will not be held on that day but will be automatically postponed and, by virtue of this notice, be held at the same time and place on Friday, 22 July 2022.

- (6) References to time and dates in this supplemental circular are to Hong Kong time and dates.

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

Executive Directors:

Mr. Tu Jianhua
Mr. Li Linhui (*Chairman*)
Mr. Miao Yu
Mr. Yao Jietian
Mr. Wang Li

Independent Non-Executive Directors:

Prof. Li Zhiguo
Prof. Yan Guowan
Mr. Szeto Yuk Ting