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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)

(1) POLL RESULTS OF THE ANNUAL GENERAL MEETING HELD ON 27 JUNE 2023

AND

(2) ADOPTION OF NEW MEMORANDUM AND ARTICLES OF ASSOCIATION

POLL RESULTS OF THE ANNUAL GENERAL MEETING HELD ON 27 JUNE 2023

All the proposed resolutions as set out in the AGM Notice were duly passed by the Shareholders by way of poll at the Annual General Meeting held at 3:00 p.m. on 27 June 2023.

ADOPTION OF NEW MEMORANDUM AND ARTICLES OF ASSOCIATION

The New Memorandum and Articles of Association as set out in the AGM Circular was adopted in substitution for and to the exclusion of the existing memorandum and articles of association of the Company with immediate effect after the close of the Annual General Meeting.

Reference is made to the circular of the Annual General Meeting of Chiho Environmental Group Limited (the “**Company**”) dated 27 April 2023 (the “**AGM Circular**”) and the notice of the Annual General Meeting dated 27 April 2023 (the “**AGM Notice**”). Unless the context otherwise requires, capitalised terms used herein shall have the same meanings as those defined in the AGM Circular.

POLL RESULTS OF THE ANNUAL GENERAL MEETING

The board of directors (the “**Directors**”) of the Company (the “**Board**”) is pleased to announce that all the proposed resolutions as set out in the AGM Notice were duly passed by the Shareholders by way of poll at the Annual General Meeting held at 3:00 p.m. on 27 June 2023.

All Directors, being Mr. Tu Jianhua, Mr. Qin Yongming, Mr. Miao Yu, Mr. Yao Jietian, Mr. Wang Li, Mr. Zhang Wei, Prof. Li Zhiguo, Prof. Yan Guowan and Mr. Szeto Yuk Ting attended the Annual General Meeting either in person or by electronic means.

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 Annual General Meeting.

The poll results in respect of the resolutions proposed at the Annual General Meeting were as follows:

Ordinary Resolutions		Number of Votes (%) *		Total Votes
		For	Against	
1	To review and approve the audited consolidated financial statements, the report of the Directors and the report of the independent auditor of the Company for the year ended 31 December 2022.	987,896,639 (100.000%)	0 (0.000%)	987,896,639
2a	To re-elect Mr. Tu Jianhua as an executive Director.	987,896,639 (100.000%)	0 (0.000%)	987,896,639
2b	To re-elect Mr. Qin Yongming as an executive Director.	980,696,639 (99.271%)	7,200,000 (0.729%)	987,896,639
2c	To re-elect Mr. Miao Yu as an executive Director.	980,696,639 (99.271%)	7,200,000 (0.729%)	987,896,639
2d	To re-elect Mr. Zhang Wei as an executive Director.	987,896,639 (100.000%)	0 (0.000%)	987,896,639
2e	To re-elect Prof. Li Zhiguo as an independent non-executive Director.	980,696,639 (99.271%)	7,200,000 (0.729%)	987,896,639
3	To authorise the Board to fix the Directors' remuneration.	987,896,639 (100.000%)	0 (0.000%)	987,896,639
4	To re-appoint PricewaterhouseCoopers as auditor of the Company and to authorise the Board to fix its remuneration.	987,896,639 (100.000%)	0 (0.000%)	987,896,639
5	To approve a general mandate to the Directors to issue new shares of the Company. **	979,087,240 (99.108%)	8,809,399 (0.892%)	987,896,639
6	To approve a general mandate to the Directors to repurchase shares of the Company. **	987,896,639 (100.000%)	0 (0.000%)	987,896,639
7	To approve the extension of the general mandate to be given to the Directors to issue new shares of the Company. **	979,087,240 (99.108%)	8,809,399 (0.892%)	987,896,639
As more than 50% of the votes were cast in favour of each of the above resolutions, all of them were duly passed as ordinary resolutions of the Company.				
Special Resolution		Number of Votes (%) *		Total Votes
		For	Against	

8	To consider and approve the adoption of the new memorandum and articles of association (the “ New Memorandum and Articles of Association ”) of the Company. **	987,896,639 (100.000%)	0 (0.000%)	987,896,639
As at least 75% of the votes were cast in favour of the above resolution, it was duly passed as a special resolution of the Company.				

* *All percentages rounded to 3 decimal places.*

** *The full text of resolution numbers 5, 6, 7 and 8 were set out in the AGM Notice.*

Notes:

1. The total number of shares entitling Shareholders to attend and vote on the resolutions proposed at the Annual General Meeting was 1,605,152,291 shares, representing the total number of issued shares of the Company as at the date of the Annual General Meeting.
2. There was no restriction on any Shareholders casting votes on any of the resolutions proposed at the Annual General Meeting.
3. There were no shares of the Company entitling the holders to attend and abstain from voting in favour of the resolutions proposed at the Annual General Meeting as set out in Rule 13.40 of the Rules (the “**Listing Rules**”) Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) and no Shareholders were required under the Listing Rules to abstain from voting on any of the resolutions proposed at the Annual General Meeting.
4. None of the Shareholders has stated their intention in the AGM Circular to vote against or to abstain from voting on any of the resolutions proposed at the Annual General Meeting.

ADOPTION OF NEW MEMORANDUM AND ARTICLES OF ASSOCIATION

The Board announces that the New Memorandum and Articles of Association as set out in the AGM Circular was adopted in substitution for and to the exclusion of the existing memorandum and articles of association of the Company with immediate effect after the close of the Annual General Meeting. For details of the New Memorandum and Articles of Association, please refer to Appendix III to the AGM Circular.

The full text of the New Memorandum and Articles of Association is made available on the websites of the Stock Exchange (www.hkexnews.hk) and the Company (www.chihogroup.com).

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

Hong Kong, 27 June 2023

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

Executive Directors:

Mr. Tu Jianhua
Mr. Qin Yongming (*Chairman*)
Mr. Miao Yu
Mr. Yao Jietian
Mr. Wang Li
Mr. Zhang Wei (*Chief Executive Officer*)

Independent Non-Executive Directors:

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

In the case of any inconsistency, the English text of this announcement shall prevail over the Chinese text.