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China Conch Environment Protection Holdings Limited

中國海螺環保控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 587)

**POLL RESULTS OF THE 2024 ANNUAL GENERAL MEETING
HELD ON 26 JUNE 2024**

AND

**ADOPTION OF THE SECOND AMENDED AND RESTATED
MEMORANDUM AND ARTICLES OF ASSOCIATION**

POLL RESULTS OF THE 2024 ANNUAL GENERAL MEETING HELD ON 26 JUNE 2024

The board (the “**Board**”) of directors (the “**Directors**”) of China Conch Environment Protection Holdings Limited (the “**Company**”) announces that at the annual general meeting of the Company held on 26 June 2024 (the “**AGM**”), all proposed resolutions as set out in the notice of AGM dated 26 April 2024 (the “**Notice of AGM**”) and the supplemental notice of AGM dated 24 May 2024 (the “**Supplemental Notice of AGM**”) were duly passed by the shareholders of the Company (the “**Shareholders**”) by way of poll.

The poll results for the resolutions are set out as follows:

Ordinary Resolutions		Number of Votes (Approximate %)	
		For	Against
1.	To receive, consider and adopt the audited consolidated financial statements of the Company and its subsidiaries and the reports of the directors and of the auditors for the year ended 31 December 2023.	792,322,897 (98.42%)	12,713,962 (1.58%)
2.	To declare a final dividend of HK\$0.03 per share for the year ended 31 December 2023.	792,365,643 (98.43%)	12,671,216 (1.57%)
3(a).	To re-elect Mr. LI Xiaobo as an executive director of the Company.	780,311,643 (96.93%)	24,725,216 (3.07%)
3(b).	To re-elect Ms. LIAO Dan as an executive director of the Company.	780,311,643 (98.06%)	15,430,716 (1.94%)

Ordinary Resolutions		Number of Votes (Approximate %)	
		For	Against
3(c).	To re-elect Mr. MA Wei as a non-executive director of the Company.	780,296,143 (98.06%)	15,446,216 (1.94%)
3(d).	To re-elect Mr. JIANG Dehong as a non-executive director of the Company.	780,296,143 (98.06%)	15,446,216 (1.94%)
3(e).	To re-elect Mr. DING Wenjiang as an independent non-executive director of the Company.	783,929,612 (97.38%)	21,107,247 (2.62%)
3(f).	To authorize the board of directors of the Company to fix the directors' remuneration.	783,929,612 (98.52%)	11,812,747 (1.48%)
4.	To re-appoint KPMG as auditors and to authorize the board of directors of the Company to fix their remuneration for the year ending 31 December 2024.	783,929,612 (98.52%)	11,812,747 (1.48%)
5.	To give a general mandate to the directors to buy back shares of the Company not exceeding 10% of the total number of issued shares of the Company (excluding treasury shares, if any) as at the date of passing of this resolution.*	792,365,643 (98.43%)	12,671,216 (1.57%)
6.	To give a general mandate to the directors to issue, allot and deal with additional shares of the Company (including any sale or transfer of treasury shares out of treasury) not exceeding 20% of the total number of issued shares of the Company (excluding treasury shares, if any) as at the date of passing of this resolution.*	757,699,004 (95.22%)	38,043,355 (4.78%)
7.	To extend the general mandate granted to the directors to issue, allot and deal with additional shares of the Company (including any sale or transfer of treasury shares out of treasury) by the aggregate number of the shares repurchased by the Company.*	757,699,004 (94.12%)	47,337,855 (5.88%)
Special Resolution		Number of Votes (Approximate %)	
		For	Against
8.	To approve the proposed amendments to the existing memorandum and articles of association of the Company and to adopt the second amended and restated memorandum and articles of association of the Company in substitution for, and to exclusion of, the existing memorandum and articles of association of the Company.*	781,265,782 (98.18%)	14,476,577 (1.82%)

* The full text of the above resolutions numbered 5 to 8 were set out in the Supplemental Notice of AGM.

As the number of votes cast in favour of each of the resolutions numbered 1 to 7 represents more than 50% of the total number of votes cast for the respective resolutions, all such resolutions were duly passed as ordinary resolutions of the Company at the AGM.

As the number of votes cast in favour of the resolution numbered 8 represents more than 75% of the total number of votes cast for such resolution, such resolution was duly passed as a special resolution of the Company at the AGM.

As at the date of the AGM, the total number of shares of the Company in issue, being the total number of shares entitling the holders thereof to attend and vote on the resolutions at the AGM, was 1,826,765,059 shares. There were no repurchased shares pending cancellation or treasury shares held by the Company as at the date of the AGM. There were no shares entitling the holder to attend and abstain from voting in favour of the resolutions at the AGM 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**”). No Shareholder was required under the Listing Rules to abstain from voting on any of the resolutions at the AGM. None of the Shareholders have stated their intention in the circular of the Company dated 26 April 2024 and the supplemental circular of the Company dated 24 May 2024 to vote against or to abstain from voting on any of the resolutions at the AGM.

The Company’s external auditors, KPMG, acted as the scrutineer for the vote-taking at the AGM.

Six out of nine Directors, namely Mr. LI Xiaobo, Ms. WANG Jiafen, Ms. LI Chen, Mr. MA Wei, Ms. LIAO Dan and Mr. FAN Zhan, attended the AGM, and the other Directors were unable to attend the AGM due to their other work arrangements.

ADOPTION OF THE SECOND AMENDED AND RESTATED MEMORANDUM AND ARTICLES OF ASSOCIATION

The Board hereby announces that the resolution numbered 8 as set out in the Supplemental Notice of AGM in relation to approval of the proposed amendments to the existing memorandum and articles of association of the Company and the adoption of the second amended and restated memorandum and articles of association of the Company was duly passed as a special resolution of the Company. The second amended and restated memorandum and articles of association of the Company has taken effect from the close of the AGM, the full text of which is available on the websites of the Stock Exchange and the Company.

For and on behalf of the Board
China Conch Environment Protection Holdings Limited
LIAO Dan
Joint Company Secretary

Anhui Province, the People’s Republic of China
26 June 2024

As at the date of this announcement, the Board comprises Mr. LI Xiaobo (General Manager), Ms. LIAO Dan and Mr. FAN Zhan as executive Directors; Mr. LI Qunfeng (Chairman), Mr. JIANG Dehong and Mr. MA Wei as non-executive Directors; and Mr. DING Wenjiang, Ms. WANG Jiafen and Ms. LI Chen as independent non-executive Directors.