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綠色動力  
DYNAGREEN

綠色動力環保集團股份有限公司  
**Dynagreen Environmental Protection Group Co., Ltd.\***

*(a joint stock limited liability company incorporated in the People's Republic of China)*

(Stock Code: 1330)

**RESULTS OF THE SECOND EXTRAORDINARY GENERAL MEETING  
FOR THE YEAR 2018 HELD ON 19 OCTOBER 2018**

The Board is pleased to announce that the EGM was held at Multi-function Hall, 3/F., Complex of Beijing Dynagreen Environment Co., Ltd.\* ( 京綠色動力環保有限公司 ), Cailin Road, Yujiawu Township, Tongzhou District, Beijing, the PRC on Friday, 19 October 2018 at 2:00 p.m. All the resolutions proposed as set out in the EGM Notice were duly passed, without any amendments thereto, by the Shareholders and proxies with voting rights who attend the EGM by way of poll.

On the same date, the Company held the first meeting of the third session of the Board of Directors and the first meeting of the third session of the Board of Supervisors, at which the Board resolved to appoint the chairman of the Board and elected members of each committee under the Board, and the Board of Supervisors resolved to appoint the chairman of the Board of Supervisors.

References are made to the circular (the “**Circular**”) and the notice (the “**EGM Notice**”) of the second extraordinary general meeting of 2018 (the “**EGM**”) of Dynagreen Environmental Protection Group Co., Ltd.\* (the “**Company**”), both dated 3 September 2018. Unless the context otherwise requires, capitalized terms used herein shall have the same meanings as those defined in the Circular and the EGM Notice.

The board of Directors (the “**Board**” or “**Board of Directors**”) of the Company is pleased to announce that the EGM was held in the conference room of the Company located at Multi-function Hall, 3/F., Complex of Beijing Dynagreen Environment Co., Ltd.\* ( 京綠色動力環保有限公司 ), Cailin Road, Yujiawu Township, Tongzhou District, Beijing, the PRC on Friday, 19 October 2018

at 2:00 p.m. All the resolutions proposed as set out in the EGM Notice were duly passed, without any amendments thereto, by the Shareholders and proxies without voting rights who attended the EGM by way of poll.

On the same date, the Company held the first meeting of the third session of the Board of Directors and the first meeting of the third session of the Board of Supervisors, at which the Board resolved to appoint the chairman of the Board and elected members of each committee under the Board, and the Board of Supervisors resolved to appoint the chairman of the Board of Supervisors.

## **I. THE EGM**

### **1. Convening and attendance of the EGM**

As at the date of the EGM, the total number of issued Shares of the Company was 1,161,200,000 Shares, of which 756,840,208 Shares were A Shares and 404,359,792 Shares were H Shares. Holders of such Shares were entitled to attend the EGM and vote on the resolutions proposed thereat. A total of 7 Shareholders or their proxies, holding an aggregate of 686,560,005 Shares, which represented approximately 59.1250% of the total number of Shares carrying voting rights, have attended the EGM. There were no shares entitling the holders to attend and abstain from voting in favour of the resolutions as the EGM as set out in Rule 13.40 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”). No Shareholder of the Company was required under the Listing Rules to abstain from voting on the resolutions at the EGM.

The EGM was convened by the Board and chaired by Zhi Jun, chairman of the Board. Both the on-site voting and internet voting were adopted from convening the meeting. The convening and holding of the EGM were in compliance with the requirements of the relevant laws, administrative regulations and rules, regulatory documents and the articles of association of the Company (the “**Articles of Association**”).

## 2. Poll Results of the EGM

- (1) Pursuant to the requirements of the Listing Rules, the resolutions proposed at the EGM were voted by way of poll. The poll results in respect of the resolutions proposed at the EGM are as follows:

Ordinary resolutions		For		Against		Abstain	
		Number of shares voted	Percentage %	Number of shares voted	Percentage %	Number of shares voted	Percentage %
1	To consider and approve the proposed the provision of guarantees by the Company in respect of the applications for loans by subsidiaries	684,384,205	99.6831	2,175,800	0.3169	0	0
As more than half of the votes were cast in favour of the abovementioned resolution, the abovementioned resolution was duly passed as an ordinary resolution.							
2	To consider and approve the provision of guarantees in respect of the loan swap of Guangdong Promising Environmental Protection Company Limited* (廣東海昕能環保有限公司) and its subsidiaries	684,384,205	99.6831	2,175,800	0.3169	0	0
As more than half of the votes were cast in favour of the abovementioned resolution, the abovementioned resolution was duly passed as an ordinary resolution.							
3	To consider and approve the proposed re-election and appointment of executive Directors and non-executive Directors						
3a	To consider and approve the proposed re-election of Mr. ZHI Jun as a Director (Cumulative voting) <sup>Note</sup>	685,574,190	99.8565	985,375	0.1435	0	0
3b	To consider and approve the proposed re-election of Mr. LIU Shuguang as a Director (Cumulative voting) <sup>Note</sup>	685,574,130	99.8565	985,375	0.1435	0	0
3c	To consider and approve the proposed re-election of Mr. QIAO Dewei as a Director (Cumulative voting) <sup>Note</sup>	685,574,130	99.8565	985,375	0.1435	0	0
3d	To consider and approve the proposed re-election of Mr. HU Shengyong as a Director (Cumulative voting) <sup>Note</sup>	685,574,130	99.8565	985,375	0.1435	0	0
3e	To consider and approve the proposed appointment of Mr. CHENG Suning as a Director (Cumulative voting) <sup>Note</sup>	685,574,130	99.8565	985,375	0.1435	0	0
3f	To consider and approve the proposed appointment of Mr. CAO Jinjun as a Director (Cumulative voting) <sup>Note</sup>	685,574,130	99.8565	985,375	0.1435	0	0
As more than half of the votes were cast in favour of the abovementioned resolutions, the abovementioned resolutions were duly passed as ordinary resolutions.							

Ordinary resolutions		For		Against		Abstain	
		Number of shares voted	Percentage %	Number of shares voted	Percentage %	Number of shares voted	Percentage %
4	To consider and approve the proposed re-election and appointment of independent non-executive Directors						
4a	To consider and approve the re-election of Mr. OU Yuezhou as a Director (Cumulative voting) <sup>Note</sup>	686,418,505	99.9795	141,000	0.0205	0	0
4b	To consider and approve the re-election of Ms. FU Jie as a Director (Cumulative voting) <sup>Note</sup>	686,559,505	100	0	0	0	0
4c	To consider and approve the appointment of Mr. XIE Lanjun as a Director (Cumulative voting) <sup>Note</sup>	686,559,505	100	0	0	0	0
As more than half of the votes were cast in favour of the abovementioned resolutions, the abovementioned resolutions were duly passed as ordinary resolutions.							
5	To consider and approve the proposed re-election and appointment of Supervisors						
5a	To consider and approve the proposed re-election of Mr. LUO Zhaoguo as a Supervisor of Shareholders (Cumulative voting) <sup>Note</sup>	686,559,505	100	0	0	0	0
5b	To consider and approve the proposed appointment of Ms. HE Hong as a Supervisor of Shareholders (Cumulative voting) <sup>Note</sup>	686,559,505	100	0	0	0	0
As more than half of the votes were cast in favour of the abovementioned resolutions, the abovementioned resolutions were duly passed as ordinary resolutions.							
Special resolution		For		Against		Abstain	
		Number of shares voted	Percentage %	Number of shares voted	Percentage %	Number of shares voted	Percentage %
6	To consider and approve the proposed amendments to the Articles of Association	659,791,510	96.1011	26,768,495	3.8989	0	0
As more than two-thirds of the votes were cast in favour of the abovementioned resolution, the abovementioned resolution was duly passed as a special resolution.							

*Note:* According to the Articles of Association of the Company, cumulative voting will be used in respect of Resolutions No. 3 to No. 5. The Director or Supervisor shall be elected under the cumulative voting system when the largest Shareholder holds over 30% of the total shares of the Company or the related parties together holds over 50% thereof.

The full text of the abovementioned resolutions is set out in the Circular and the EGM Notice (both dated 3 September 2018) of the Company.

Tricor Investor Services Limited (the H Share Registrar of the Company), Beijing Kangda Law Firm (the PRC legal advisor of the Company), shareholder representatives and Supervisor representatives acted as the scrutineers of the EGM.

- (2) Pursuant to the requirements of the relevant laws and regulations of the PRC, the Company discloses the poll results of the A Shareholders (excluding Directors, Supervisors and senior management) who separately or collectively held less than 5% (exclusive) of the total issued share capital of the Company in respect of the No.1, No.2, No.3 and No.4 resolutions proposed at the EGM as follows:

1. Resolutions subject to non-cumulative voting

Ordinary resolutions		For		Against		Abstain	
		Number of shares represented	Percentage in total shares with voting rights held by minority shareholders attending the meeting (%)	Number of shares represented	Percentage in total shares with voting rights held by minority shareholders attending the meeting (%)	Number of shares represented	Percentage in total shares with voting rights held by minority shareholders attending the meeting (%)
1	To consider and approve the proposed the provision of guarantees by the Company in respect of the applications for loans by subsidiaries	69,725,295	99.9992	500	0.0008	0	0
As more than half of the votes were cast in favour of the abovementioned resolution, the abovementioned resolution was duly passed as an ordinary resolution.							
2	To consider and approve the provision of guarantees in respect of the loan swap of Guangdong Promising Environmental Protection Company Limited* (廣東海昕能環保有限公司) and its subsidiaries	69,725,295	99.9992	500	0.0008	0	0
As more than half of the votes were cast in favour of the abovementioned resolution, the abovementioned resolution was duly passed as an ordinary resolution.							

## 2. Resolutions subject to cumulative voting

Ordinary resolutions	For		Against		Abstain		
	Number of shares represented	Percentage of valid votes in total shares with voting rights held by minority shareholders attending the meeting (%)	Number of shares represented	Percentage of valid votes in total shares with voting rights held by minority shareholders attending the meeting (%)	Number of shares represented	Percentage of valid votes in total shares with voting rights held by minority shareholders attending the meeting (%)	
3.	To consider and approve the proposed re-election and appointment of executive Directors and non-executive Directors						
3a	69,725,355	99.9993	NA	NA	NA	NA	
3b	69,725,295	99.9992	NA	NA	NA	NA	
3c	69,725,295	99.9992	NA	NA	NA	NA	
3d	69,725,295	99.9992	NA	NA	NA	NA	
3e	69,725,295	99.9992	NA	NA	NA	NA	
3f	69,725,295	99.9992	NA	NA	NA	NA	
As more than half of the votes were cast in favour of the abovementioned resolutions, the abovementioned resolutions were duly passed as ordinary resolutions.							
4	To consider and approve the proposed re-election and appointment of independent non-executive Directors						
4a	69,725,295	99.9992	NA	NA	NA	NA	
4b	69,725,295	99.9992	NA	NA	NA	NA	
4c	69,725,295	99.9992	NA	NA	NA	NA	
As more than half of the votes were cast in favour of the abovementioned resolutions, the abovementioned resolutions were duly passed as ordinary resolutions.							

## **WITNESSING BY LAWYER**

Beijing Kangda Law Firm, the PRC legal advisor of the Company, witnessed the EGM and is of the opinion that the convening and holding procedures of the EGM conform to the requirements under the Company Law, the Rules for General Meetings and the Articles of Association; that the convener and attendees of the EGM satisfy the respective eligibility requirements; and that the voting procedures and results of the EGM are both legitimate and valid.

## **CHANGE OF NON-EXECUTIVE DIRECTORS**

Upon the approval by the shareholders of the Company at the EGM, the Board is pleased to announce that Mr. Cheng Sunning (成蘇寧), (“**Mr. Cheng**”) and Mr. Cao Jinjun (曹進軍) (“**Mr. Cao**”) shall be appointed as non-executive Directors, effective from 19 October 2018. Mr. Cheng and Mr. Cao shall hold office from the date of approval at the EGM to the conclusion of the third session of the Board, being 18 October, 2021. Mr. Cheng shall become member of audit committee and nomination committee, and Mr. Cao shall become member of remuneration and appraisal committee. On the same date, Mr. Guo Yitao (郭燚濤) (“**Mr. Guo**”) shall cease to be a non-executive Director, a member of remuneration and appraisal committee and a member of strategy committee, and Mr. Feng Changzheng (馮長征) (“**Mr. Feng**”) shall cease to a non-executive Director and a member of audit committee and nomination committee. Each of Mr. Guo and Mr. Feng has confirmed that he has no disagreement with the Board and that there are no other matters that need to be brought to the attention of the shareholders of the Company.

### **The biographical details of Mr. Cheng and Mr. Cao are as follows:**

#### **Mr. Cheng**

Mr. Cheng, aged 34, graduated from the University of Illinois at Chicago with a master’s degree. Mr. Cheng served as the sales consultant of the sales department of Shenyang Huabao Auto Sales & Service Co., Ltd. (沈 華寶汽車銷售服務有<sup>限</sup>公 司 ) from September 2007 to May 2010, and served as officer of sales department of Jianghe Paper Product US Co., Ltd (江河紙業美國公 司 ) from September 2011 to August 2012. Since April 2013, Mr. Cheng has served various positions of the Urban Function and Social Investment Department of Beijing State-owned Assets Management Co., Ltd. ( 京市國有資產經營有<sup>限</sup>公 司 ), including project director, project manager, senior project manager and deputy general manager.

Mr. Cheng does not hold any position in the Company or any of its subsidiaries.

Mr. Cheng currently does not receive any emolument from the Company. After Mr. Cheng becomes a non-executive Director, he will not receive any emolument of the Company in 2018.

Save as disclosed in the announcement, to the knowledge of the Directors, Mr. Cheng does not hold any directorship in other public companies the securities of which are listed on any securities market in Chinese mainland, Hong Kong or overseas in the last three years, nor does he have any other relationship with any Director, Supervisor, substantial Shareholder or senior management of the

Company. As of the date of this announcement Mr. Cheng does not have any interests in the Shares of the Company or its joint ventures or associated companies within the meaning of Part XV of the Securities and Futures Ordinance of Hong Kong (Chapter 571 of the Laws of Hong Kong).

Save as disclosed above, there is no other information concerning the appointment of Mr. Cheng that needs to be disclosed pursuant to any of the requirements under Rules 13.51(2)(h) to (v) of the Listing Rules, nor is there any other matter that needs to be brought to the attention of the Shareholders of the Company. Mr. Cheng has not been penalized by China Securities Regulatory Commission or other relevant departments or stock exchanges.

### **Mr. Cao**

Mr. Cao, aged 58, graduated from college. Mr. Cao served as the technician of Civil Design Institute of Inner Mongolia First Machinery Group Co., Ltd. (內蒙 第一機械製造廠) from August 1980 to August 1982. He was a technician of Shijiazhuang Phosphorus Plant (石家莊市黃磷廠) from August 1982 to August 1985. From August 1985 to December 2001, Mr. Cao held various positions in Shijiazhuang Dongfang Group (石家莊東方 團), including technician, office head of the First Thermal Power Plant (熱 一廠), deputy director of the Joint Stock System Reform Office of the Group ( 團公 股份制改革辦公室), deputy director of Security Department of Shenzhen Dongfang Thermolectric Co.,Ltd. (東方熱 股份公 ) and securities affairs representative. Mr. Cao served as the deputy general manager of Shenzhen Dongfang Thermal Power Investment Co., Ltd. (深圳東方熱 投資有<sub>限</sub>公 ) from December 2002 to October 2008. He worked in Shenzhen Cy-tech Biotech Co., Ltd. (深圳賽泰克生物科技有<sub>限</sub>公 ) from October 2008 to June 2017. Since June 2017, Mr. Cao has been the senior manager of Beijing Huitai Hengrui Investment Co., Ltd. ( 京惠泰恒瑞投資有<sub>限</sub>公 ).



The Company welcomes Mr. Cheng and Mr. Cao to join the Board, and expresses its gratitude to Mr. Guo and Mr. Feng for their contribution to the Company during their tenure.

## **CHANGE OF INDEPENDENT NON-EXECUTIVE DIRECTORS**

Upon the approval by the shareholders of the Company at the EGM, the Board is pleased to announce that Mr. Xie Lanjun (謝蘭軍) (“**Mr. Xie**”) shall be appointed as independent non-executive Director, effective from 19 October 2018. Mr. Xie shall hold office from the date of approval at the EGM to the conclusion of the third session of the Board, being 18 October, 2021. Mr. Xie shall become a member of audit committee and a chairman of remuneration and appraisal committee. On the same date, Ms. Chen Xin ( 鑫) (“**Ms. Chen**”) shall cease to be an independent non-executive Director and a member of audit committee and a chairman of remuneration and appraisal committee. Ms. Chen has confirmed that she has no disagreement with the Board and that there are no other matters that need to be brought to the attention of the shareholders of the Company.

### **The biographical details of Mr. Xie are as follows:**

Mr. Xie, aged 52, was graduated from Lanzhou University (蘭州大學) with a bachelor’s degree. From February 1989 to May 2000, Mr. Xie served as a lawyer and deputy director of the law firm of the Heyuan Municipal Justice Bureau of Guangdong Province. Mr. Xie served as a practicing lawyer of Guangdong V&T Law Firm (廣東萬商律師事務所) from May 2000 to August 2002, and a partner and practicing lawyer of Guangdong Xindongfang Law Firm (廣東新東方律師事務所) from August 2002 to March 2005. Mr. Xie served as a partner and practicing lawyer of Guangdong Allied Law Firm (廣東 尔德律師事務所) from March 2005 to January 2009. Mr. Xie has been a senior partner and practicing lawyer of Beijing Zhongyin (Shenzhen) Law Firm ( 京市中銀(深圳)律師事務所) since January 2009 and has served as an outside director of Shenzhen Airport Group since June 2017. In 2002, Mr. Xie obtained the qualification certificate of independent directors of the listed company.

Mr. Xie does not hold any position in the Company or any of its subsidiaries.

Mr. Xie will be entitled to an aggregate emolument of RMB80,000 in 2018, which is recommended by the remuneration and appraisal committee of the Board with reference to his role in the Company and the market rate.

Save as disclosed in this announcement, to the knowledge of the Directors, Mr. Xie has not held any directorship in other public companies, the securities of which are listed on any securities market in Mainland China, Hong Kong or overseas in the last three years, nor has he had any relationship with any Director, the substantial Shareholder or the senior management of the Company. Mr. Xie does not have any interest in the Shares of the Company or its associated companies within the meaning of Part XV of the Hong Kong Securities and Futures Ordinance.

Save as disclosed above, there is no other information in relation to the appointment of Mr. Xie that needs to be disclosed pursuant to any of the requirements set out in Rule 13.51(2)(h) to (v) of the Hong Kong Listing Rules, nor are there any other matters that need to be brought to the attention of the Shareholders of the Company. Mr. Xie has not been penalized by the China Securities Regulatory Commission or other relevant departments or stock exchanges.

The Company welcomes Mr. Xie to join the Board and express its gratitude to Ms. Chen for her contribution to the Company during her tenure.

## **RE-ELECTION OF DIRECTORS**

Upon the approval by the shareholders of the Company at the EGM, the Board is pleased to announce that Mr. Zhi Jun (直軍) (“**Mr. Zhi**”) and Mr. Liu Shuguang (劉曙光) (“**Mr. Liu**”) shall be appointed as non-executive Director, Mr. Qiao Dewei (喬德衛) (“**Mr. Qiao**”) and Mr. Hu Shengyong (胡聲泳) (“**Mr. Hu**”) shall be appointed as executive Director, and Mr. Ou Yuezhou (“**Mr. Ou**”) and Ms. Fu Jie (傅捷) (“**Ms. Fu**”) shall be appointed as independent non-executive Director, effective from 19 October 2018. Mr. Zhi, Mr. Liu, Mr. Qiao, Mr. Hu, Mr. Ou and Ms. Fu shall hold office from the date of approval at the EGM to the conclusion of the third session of the Board, being 18 October, 2021. Mr. Zhi shall remain chairman of strategy committee, Mr. Liu shall remain member of strategy committee, Mr. Qiao shall remain member of strategy committee, Mr. Hu shall remain member of strategy committee, Mr. Ou shall become chairman of remuneration and appraisal committee and member of nomination committee, and shall remain member of strategy committee, and Ms. Fu shall remain chairman of audit committee and member of remuneration and appraisal committee.

### **The biographical details of Mr. Zhi are as follows:**

Mr. Zhi, aged 56, is the chairman of the Board and became a non-executive Director of the Company on 11 April 2012. Mr. ZHI served as a financial officer of Beijing Public Transport Company ( 京市公共交通總公 ) from August 1985 to December 1987, and served as the deputy financial director of that company from December 1987 to May 1992. He served as the Finance Department Chief (deputy level) of Beijing Tramways ( 京市 車公 ) from May 1992 to April 1993, and served as the deputy financial director of Beijing Public Transport Company ( 京市公共交通總公 ) from April 1993 to August 1994, then served as the financial director from August to October 1994, and served as the chief accountant of that company from October 1994 to September 2004. Between September 2004 and November 2006, Mr. ZHI served as the director and chief accountant of Beijing Public Transport Holdings, Ltd. ( 京市公共交通控股( 團)有<sup>限</sup>公 ), and he served as the director, deputy general manager and chief accountant of that company from November 2006 to March 2010. Since February 2011, Mr. Zhi has served as the president of Beijing State-owned Assets Management Co., Ltd. (“**BSAM**”). He resigned from the position as a chairman of Beijing Science Park Development (Group) Co., Ltd. ( 京科技園建設( 團)股份有<sup>限</sup>公 ) in May 2016. Since June 2016, Mr. ZHI has served as a chairman of Beijing Xinlongfu Culture Investment Co., Ltd. ( 京新 福文 投資有<sup>限</sup>公 ). He has also served as a chairman of Beijing Guoyuan Sports & Culture Investment Co., Ltd. ( 京國苑體育文 投資有<sup>限</sup>責任公 ) since December 2016. Mr. ZHI graduated from Beijing Economics College ( 京經濟學 ) majoring in Finance and Accounting in August 1985. Mr. ZHI qualified as a senior

accountant, the certificate of which was issued by the Beijing Evaluation Committee of Senior Professional Technology Position ( 京市高級專業技術職務評審委員會), in November 1996. Mr. Zhi is the chairman of the strategy committee of the Company.

Mr. Zhi does not hold any position in the Company or any of its subsidiaries, nor does he receive any emolument from the Company.

Save as disclosed in this announcement, to the knowledge of the Directors, in the last three years, Mr. Zhi has not held any directorship in other public companies, the securities of which are listed on any securities market in Mainland China, Hong Kong or overseas, nor has he had any relationship with any Director, the substantial Shareholder or the senior management of the Company. As of the date of this announcement, Mr. Zhi does not have any interest in the Shares of the Company or its associated companies within the meaning of Part XV of the Hong Kong Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

Save as disclosed above, there is no other information in relation to the appointment of Mr. Zhi that needs to be disclosed pursuant to any of the requirements set out in Rule 13.51(2) (h) to (v) of the Hong Kong Listing Rules, nor are there any other matters that need to be brought to the attention of the Shareholders of the Company. Mr. Zhi has not been penalized by the China Securities Regulatory Commission or other relevant departments or stock exchanges.

**The biographical details of Mr. Liu are as follows:**

Mr. Liu, aged 49, became a non-executive Director of the Company on 11 April 2012. Mr. Liu served as a director and the vice-president of Beijing Taikeping Electrical Appliances Limited Company ( 京泰克平子儀器有限公司 ) between July 1991 and June 1992. Mr. Liu served as a director and the vice-president of Beijing Huatai Industrial Company ( 京華泰實業總公司 ) from June 1992 to April 1994. Mr. Liu also served as the legal representative and president of Beijing Jupeng Investment Company from April 1994 to May 2016. Since May 2016, Mr. LIU has served as a director of Beijing Jupeng Investment Company. Between October 2003 and December 2011, Mr. Liu also served as the deputy chairman of the Board of Capital Securities Co., Ltd. (首創證券有限公司). From May 2011 to April 2012, Mr. Liu served as a Director of Dynagreen Environmental Engineering Co., Ltd. Mr. Liu obtained his Executive Master of Business Administration degree from China Europe International Business School (中歐國際工商學院) in September 2007. Mr. Liu is a member of the strategy committee of the Company.

Mr. Liu does not hold any position in the Company or any of its subsidiaries, nor does he receive any emolument from the Company.

Save as disclosed in this announcement, to the knowledge of the Directors, in the last three years, Mr. Liu has not held any directorship in other public companies, the securities of which are listed on any securities market in Mainland China, Hong Kong or overseas, nor has he had any relationship with any Director, the substantial Shareholder or the senior management of the Company. As of the date of this

announcement, Mr. Liu does not have any interest in the Shares of the Company or its associated companies within the meaning of Part XV of the Hong Kong Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

Save as disclosed above, there is no other information in relation to the appointment of Mr. Liu that needs to be disclosed pursuant to any of the requirements set out in Rule 13.51(2) (h) to (v) of the Hong Kong Listing Rules, nor are there any other matters that need to be brought to the attention of the Shareholders of the Company. Mr. Liu has not been penalized by the China Securities Regulatory Commission or other relevant departments or stock exchanges.

**The biographical details of Mr. Qiao are as follows:**

Mr. Qiao, aged 51, became an executive Director on 11 April 2012 and is the General Manager of the Company. Mr. Qiao worked as a clerk at the Central Enterprises Management Department of the Bureau of Finance in Hubei Province (湖北省財政廳中央企業管理處) from July 1988 to July 1994, and worked as a clerk at the deputy director level from August 1994 to December 1995. He worked as the deputy manager of the Finance Department at Wuhan International Trust and Investment Company (武漢國信託投資公司) from January 1996 to December 1997, and worked as a manager of the Finance Department at that company from January 1998 to February 2001. Mr. Qiao worked as the president assistant of Wuhan Zhengxin State-owned Assets Management Company (武漢正信國有資產經營有限公司) from March 2001 to September 2005. Between September 2005 and August 2008, Mr. Qiao served as the chief financial officer of the Company. Between September 2008 and April 2009, Mr. Qiao worked as the acting general manager of the Company, and has worked as the General Manager of the Company since April 2009. Mr. Qiao was a Director of the Company from September 2005 to May 2011, and has also been a Director of the Company since April 2012. Mr. Qiao graduated from Zhongnan University of Economics and Law (中財經大學) with a Bachelor's degree in Economics in July 1988 and obtained his Master's degree in Law from Hubei University (湖大) in June 1999. Between May 2005 and August 2006, Mr. Qiao furthered his studies in a learning project under the postgraduate course in Financial Management at Tsinghua University, and obtained his Executive Master of Business Administration degree from Peking University in July 2013. Mr. Qiao qualified as an accountant, the certificate of which was issued by Profession Administration Department of Ministry of Finance (財政部專業主管部門), in November 1993. Mr. Qiao is a member of the strategy committee. Mr. Qiao also has indirect shareholding interest in the Company through Gongqingcheng Jingxiu Investment Partnership (Limited Partnership).

Mr. Qiao will be entitled to an aggregate emolument of RMB903,073 in 2018, out of which the sum RMB869,768 represents salary and allowance and the sum RMB33,305 represents pension. The discretionary bonus will be subject to annual appraisal. The emolument is recommended by the remuneration and appraisal committee of the Board with reference to his role in the Company and the market rate.

Save as disclosed in this announcement, to the knowledge of the Directors, in the last three years, Mr. Qiao has not held any directorship in other public companies, the securities of which are listed on any securities market in Mainland China, Hong Kong or overseas, nor has he had any relationship with any

Director, the substantial Shareholder or the senior management of the Company. As of the date of this announcement, Mr. Qiao is deemed to hold 20,918,478 A Shares of the Company. Gongqingcheng Jingxiu Investment Partnership (Limited Partnership) 共青城景秀投資合夥企業(有<sup>限</sup>合夥) (“**Jingxiu Investment**”, formerly known as Shenzhen Jingxiu Investment Partnership (Limited Partnership) 深圳市景秀投資合夥企業(有<sup>限</sup>合夥)) held 20,918,478 A Shares, representing approximately 2.76% and 1.80% of the total number of A Shares and the total share capital of the Company respectively. As Mr. Qiao is the general partner of Jingxiu Investment under the Jingxiu investment partnership agreement, Mr. Qiao is deemed to be interested in the unlisted Shares held by Jingxiu Investment by virtue of the SFO.

Save as disclosed above, Mr. Qiao does not have any interest in the Shares of the Company or its associated companies within the meaning of Part XV of the Hong Kong Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong). Save as disclosed above, there is no other information in relation to the appointment of Mr. Qiao that needs to be disclosed pursuant to any of the requirements set out in Rule 13.51(2) (h) to (v) of the Hong Kong Listing Rules, nor are there any other matters that need to be brought to the attention of the Shareholders of the Company. Mr. Qiao has not been penalized by the China Securities Regulatory Commission or other relevant departments or stock exchanges.

**The biographical details of Mr. Hu are as follows:**

Mr. Hu, aged 48, became an executive Director on 7 November 2014 and is the Chief Financial Officer of the Company. Mr. HU worked at the finance department of Wuhan Zhengxin State-owned Assets Management Company (武漢正信國有資產經營有<sup>限</sup>公 司) (“**Zhengxin Company**”) from August 1996

能源有限公司), Yichun Dynagreen Renewable Energy Co., Ltd. (宜春綠色動力再生能源有限公司) and Wenzhou Dynagreen Renewable Energy Co., Ltd. (溫州綠動環保能源有限公司), which are the subsidiaries of the Company.

Mr. Hu will be entitled to an aggregate emolument of RMB628,913 in 2018, out of which the sum RMB593,046 represents salary and allowance and the sum RMB35,867 represents pension. The discretionary bonus will be subject to annual appraisal. The emolument is recommended by the remuneration and appraisal committee of the Board with reference to his role in the Company and the market rate.

Save as disclosed in this announcement, to the knowledge of the Directors, in the last three years, Mr. Hu has not held any directorship in other public companies, the securities of which are listed on any securities market in Mainland China, Hong Kong or overseas, nor has he had any relationship with any Director, the substantial Shareholder or the senior management of the Company. As of the date of this announcement, Mr. Hu does not have any interest in the Shares of the Company or its associated companies within the meaning of Part XV of the Hong Kong Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

Save as disclosed above, there is no other information in relation to the appointment of Mr. Hu that needs to be disclosed pursuant to any of the requirements set out in Rule 13.51(2) (h) to (v) of the Hong Kong Listing Rules, nor are there any other matters that need to be brought to the attention of the Shareholders of the Company. Mr. Hu has not been penalized by the China Securities Regulatory Commission or other relevant departments or stock exchanges.

**The biographical details of Mr. Ou are as follows:**

Mr. Ou, aged 67, was appointed as an independent non-executive Director of the Company on 19 June 2015. Mr. OU is the chairman of Guangdong Province Environmental Protection Enterprise Association (廣東省環境保護產業協會). Mr. Ou served as deputy director in Guangdong Environmental Protection Engineering Laboratory (廣東省環境保護工程研究室) under Guangdong Environmental Protection Bureau from January 1982 to January 1983, the deputy chief of business department of Guangdong Environmental Engineering & Equipment General Corporation (廣東省環境工程裝備總公司) under Guangdong Environmental Protection Bureau from January 1983 to November 1985, the deputy director of Guangdong Province Environmental Protection Engineering Research & Design Office (廣東省環境保護工程研究設計室) under Guangdong Environmental Protection Bureau from November 1985 to May 1987, the director of Guangdong Environmental Protection Engineering Laboratory under Guangdong Environmental Protection Bureau from April 1988 to January 1992, the deputy general engineer, general engineer, deputy general manager and general manager of Guangdong Environmental Engineering & Equipment General Corporation under Guangdong Environmental Protection Bureau from January 1992 to January 2000. From January 2000 to December 2004, he worked as the president of Guangdong Province Environmental Protection Engineering Research & Design Institute (廣東省環境保護工程研究設計院), the general manager of Guangdong Environmental Engineering & Equipment General Corporation, the deputy general manager of Guangdong Ipek Environmental Protection Industry Co., Ltd. (Group) (廣東省伊佩克環保產業有限公司 (集團)). From January 2005 to September

2011, Mr. Ou was the deputy general manager and general engineer of Guangye Environmental Protection Industry Group Co., Ltd. From September 2011 up to today, he serves as the chairman of Guangdong Province Environmental Protection Enterprise Association and has been an environmental consulting expert of the standing committee of the Guangdong People's Congress since May 2014. Mr. Ou graduated from South China University of Technology majoring in Chemical Engineering with a Bachelor's degree in Engineering in July 1982. Then, he studied in civil and environmental engineering department of Tsinghua University majoring in environmental engineering from June 1982 to December 1982, environmental engineering in Japanese Hyogo Hazards Research Institute (日本國兵庫公害研究所) from May 1987 to April 1988 and environmental engineering in Ministry of Environmental Protection and DHV company in Holland under the government of Ude Frieze province, Netherlands (荷蘭國烏德列茲省政府) from January 1996 to June 1996. Mr. Ou is the chairman of the nomination committee and a member of the remuneration and appraisal committee and strategy committee of the Company.

Mr. Ou does not hold any position in the Company or any of its subsidiaries.

Mr. Ou will be entitled to an aggregate emolument of RMB80,000 in 2018, which is recommended by the remuneration and appraisal committee of the Board with reference to his role in the Company and the market rate.

Save as disclosed in this announcement, to the knowledge of the Directors, in the last three years, Mr. Ou has not held any directorship in other public companies, the securities of which are listed on any securities market in Mainland China, Hong Kong or overseas, nor has he had any relationship with any Director, the substantial Shareholder or the senior management of the Company. Mr. Ou does not have any interest in the Shares of the Company or its associated companies within the meaning of Part XV of the Hong Kong Securities and Futures Ordinance.

Save as disclosed above, there is no other information in relation to the appointment of Mr. Ou that needs to be disclosed pursuant to any of the requirements set out in Rule 13.51(2)(h) to (v) of the Hong Kong Listing Rules, nor are there any other matters that need to be brought to the attention of the Shareholders of the Company. Mr. Ou has not been penalized by the China Securities Regulatory Commission or other relevant departments or stock exchanges.

**The biographical details of Ms. Fu are as follows:**

Ms. Fu, aged 39, was appointed as an independent non-executive Director of the Company on 26 February 2018. Ms. Fu is a member of the China Institute of Certified Public Accountants and the Association of Chartered Certified Accountants (ACCA). Ms. Fu graduated with a bachelor's degree in economics with a Finance Major from Central University of Finance and Economics in 2000. Ms. Fu worked for Ernst & Young Hua Ming LLP from August 2004 to March 2016, and served as the senior manager of audit department from October 2012 to March 2016. She participated in the audit work for a number of Hong Kong listed companies and A-share listed companies in China. She was the certified public accountant who signed the audit report of ZTE Corporation from 2012 to 2015. She was appointed as the chief financial officer of China Uton Holdings Limited (Stock Code: 6168) on April

2016 and is mainly responsible for the Company's financial management, investment and financing and investor relations. Ms. Fu was appointed as an independent non-executive director of Dahe Media Co., Ltd., a company listed on Hong Kong Stock Exchange (Stock Code: 8243), from June 2018 to August 2018. Ms. Fu is the chairman of the audit committee and a member of the nomination committee of the Company.

Ms. Fu does not hold any position in the Company or any of its subsidiaries.

Ms. Fu will be entitled to an aggregate emolument of HK\$120,000 in 2018, which is recommended by the remuneration and appraisal committee of the Board with reference to her role in the Company and the market rate.

Save as disclosed in this announcement, to the knowledge of the Directors, in the last three years, Ms. Fu has not held any directorship in other public companies, the securities of which are listed on any securities market in Mainland China, Hong Kong or overseas, nor has she had any relationship with any Director, the substantial Shareholder or the senior management of the Company. Ms. Fu does not have any interest in the Shares of the Company or its associated companies within the meaning of Part XV of the Hong Kong Securities and Futures Ordinance.

Save as disclosed above, there is no other information in relation to the appointment of Ms. Fu that needs to be disclosed pursuant to any of the requirements set out in Rule 13.51(2)(h) to (v) of the Hong Kong Listing Rules, nor are there any other matters that need to be brought to the attention of the Shareholders of the Company. Ms. Fu has not been penalized by the China Securities Regulatory Commission or other relevant departments or stock exchanges.

## **CHANGE OF SHAREHOLDER REPRESENTATIVE SUPERVISORS**

Upon the approval by the shareholders of the Company at the EGM, the supervisory committee of the Company (the “**Supervisory Committee**”) is pleased to announce that Ms. He Hong (何紅) (“**Ms. He**”) shall be appointed as a shareholder representative Supervisor effective from 19 October, 2018. Ms. He shall hold office from the date of Sdai(he)-5Companyh0-d8(h))-335(t3(holn)-351.4(t)922conclu(Com



**The biographical details of Ms. He are as follows:**

Ms. He, aged 42, was graduated from Shanghai University of Finance and Economics (上海財經大學) with a master's degree. From 1998 to 2000, Ms. He served as the assistant to the financial manager of Shanghai Shengkang Liaoshi Real Estate Development Co., Ltd. (上海勝康廖氏房地產開發有限公司). Ms. HE served as the financial manager of Diebold Financial Equipment (Shanghai)Co., Ltd. (迪堡金融設備(上海)有限公司) from 2001 to 2002. She was the chief financial officer of Shanghai Weinin Information Technology Co., Ltd. (上海維音信息技術股份有限公司) from 2003 to 2011. Ms. He was the co-founder of Shanghai Zhonghuijin Investment Co., Ltd. (上海中金投資集團股份有限公司) since 2011.

Ms. He does not hold any position in the Company or any of its subsidiaries.

Ms. He currently does not receive any remuneration from the Company. After Ms. He becomes a shareholder representative Supervisor, she will not receive any emolument of the Company in 2018.

Save as disclosed in this announcement, to the knowledge of the Directors, Ms. He does not hold any directorship or supervisor position in other public companies the securities of which are listed on any securities market in Chinese mainland, Hong Kong or overseas in the last three years, nor does she have any other relationship with any Director, Supervisor, substantial Shareholder or senior management of the Company. As of the date of this announcement, Ms. He does not have any interests in the Shares of the Company or its joint ventures or associated companies within the meaning of Part XV of the Securities and Futures Ordinance of Hong Kong (Chapter 571 of the Laws of Hong Kong).

Save as disclosed above, there are no other matters concerning the appointment of Ms. He that shall be disclosed pursuant to Rule 13.51(2)(h) to (v) of the Listing Rules, and there are no other matters that need to be brought to the attention of the Shareholders. Ms. He has not been penalized by China Securities Regulatory Commission or other relevant departments or stock exchanges.

The Company welcomes Ms. He to join the Supervisory Committee, and express its gratitude to Mr. Cai for his contribution to the Company during his tenure.

**RE-ELECTION OF SHAREHOLDER REPRESENTATIVE SUPERVISORS**

Upon the approval by the shareholders of the Company at the EGM, the Supervisory Committee is pleased to announce that Mr. Luo Zhaoguo ( 照國) (“**Mr. Luo**”) shall be appointed as a shareholder representative Supervisor effective from 19 October 2018. Mr. Luo shall hold office from the date of approval at the EGM to the conclusion of the third session of the Supervisory Committee (being 18 October, 2021).

**The biographical details of Mr. Luo are as follows:**

Mr. Luo, aged 40, obtained his Master's degree in Management from Capital University of Economics and Business (首都經濟貿易大學) in July 2009. Mr. Luo is the chairman of the Supervisory Committee and became a Supervisor of the Company on 19 June 2013. Mr. Luo worked as an accountant of the

Finance Department and director assistant of Beijing Metallurgical Equipment Research and Design Institute ( 京冶金設備研究設計總 ) of China Metallurgical Group Corporation (中冶 團) from August 2000 to August 2007 and from August 2007 to October 2008 respectively. From November 2008 to July 2013, Mr. Luo has served as the fund manager of the Department of Finance Planning of BSAM. Since July 2003, Mr. Luo has served as the deputy general manager and the general manager of the Department of Finance Planning of BSAM.

Mr. Luo does not hold any position in the Company or any of its subsidiaries or receive any emolument from the Company.

Save as disclosed in this announcement, to the knowledge of the Directors, Mr. Luo does not hold any directorship or supervisor position in other public companies the securities of which are listed on any securities market in Chinese mainland, Hong Kong or overseas in the last three years, nor does he have any other relationship with any Director, Supervisor, substantial Shareholder or senior management of the Company. As of the date of this announcement, Mr. Luo does not have any interests in the Shares of the Company or its joint ventures or associated companies within the meaning of Part XV of the Securities and Futures Ordinance of Hong Kong (Chapter 571 of the Laws of Hong Kong).

Save as disclosed above, there are no other matters concerning the appointment of Mr. Luo that shall be disclosed pursuant to Rule 13.51(2)(h) to (v) of the Listing Rules, and there are no other matters that need to be brought to the attention of the Shareholders. Mr. Luo has not been penalized by China Securities Regulatory Commission or other relevant departments or stock exchanges.

## **RE-ELECTION OF EMPLOYEE REPRESENTATIVE SUPERVISOR**

Ms. Wang Meilin (王梅林) (“**Ms. Wang**”) has been re-elected at the employee representative Supervisor at the third session of the Employee Representative Congress on 12 October, 2018, which shall be effective from 19 October, 2018. Ms. Wang shall hold office from 19 October, 2018 to the conclusion of the third session of the Employee Representative Congress (being 18 October, 2021).

### **The biographical details of Ms. Wang are as follows:**

Ms. Wang, aged 33, Ms. Wang graduated from Zhaoqing University (肇慶學 ) in Guangdong with a Bachelor’s Degree in Law in July 2007. Ms. Wang was a legal assistant at Guangdong Guanghe Law Firm (廣東廣和律師事務所) from July 2007 to January 2010. She served as a legal counsel at Zhong An Credit Venture Capital Limited (中安信業創業投資有限公司) in Shenzhen from February 2010 to October 2012. Since November 2012, she has successively worked as the legal counsel and legal manager of the Company. Ms. Wang obtained the Qualification Certificate for Legal Professions ( 法職業資格證書) awarded by the Ministry of Justice of the People’s Republic of China in March 2013.

Ms. Wang is not entitled to any allowance from the Company for her position as the employee representative Supervisor. However, Ms. Wang shall be remunerated with salary, performance-based salary and benefits based on her position in the Company. Such remuneration is determined in accordance with the remuneration policies for the employees of the Company.

Save as disclosed in this announcement, to the knowledge of the Directors, Ms. Wang does not hold any directorship or supervisor position in other public companies the securities of which are listed on any securities market in Chinese mainland, Hong Kong or overseas in the last three years, nor does she have any other relationship with any Director, Supervisor, substantial Shareholder or senior management of the Company. As of the date of this announcement, Ms. Wang does not have any interests in the Shares of the Company or its joint ventures or associated companies within the meaning of Part XV of the Securities and Futures Ordinance of Hong Kong (Chapter 571 of the Laws of Hong Kong).

Save as disclosed above, there are no other matters concerning the appointment of Ms. Wang that shall be disclosed pursuant to Rule 13.51(2)(h) to (v) of the Listing Rules, and there are no other matters that need to be brought to the attention of the Shareholders. Ms. Wang has not been penalized by China Securities Regulatory Commission or other relevant departments or stock exchanges.

By Order of the Board  
**Dynagreen Environmental Protection Group Co., Ltd.\***  
**Zhi Jun**  
*Chairman*

Shenzhen, the PRC  
19 October 2018

*As at the date of this announcement, the non-executive Directors of the Company are Mr. Zhi Jun, Mr. Liu Shuguang, Mr. Cheng Sunning and Mr. Cao Jinjun, the executive Directors of the Company are Mr. Qiao Dewei and Mr. Hu Shengyong and the independent non-executive Directors of the Company are Mr. Ou Yuezhou, Ms. Fu Jie and Mr. Xie Lanjun.*

\* *For identification purposes only*