



CHINA ENVIRONMENTAL RESOURCES GROUP LIMITED

中國環境資源集團有限公司

PROCEDURES FOR SHAREHOLDERS TO PROPOSE A PERSON FOR ELECTION AS A DIRECTOR

股東提名候選董事之程序

(Updated on 28 June 2023)

(於二零二三年六月二十八日更新)

CHINA ENVIRONMENTAL RESOURCES GROUP LIMITED

中國環境資源集團有限公司

(the “Company”)

(「本公司」)

(Incorporated in the Cayman Islands with limited liability)

(於開曼群島註冊成立之有限公司)

(Stock Code: 1130)

(股份代號：1130)

Procedures for shareholders to propose a person for election as a director

股東提名候選董事之程序

Article 120 of the articles of association of the Company provides that no person, other than a retiring Director, shall, unless recommended by the Board for election, be eligible for election to the office of Director at any general meeting, unless notice in writing of the intention to propose that person for election as a Director and notice in writing by that person of his willingness to be elected shall have been given to the Company provided that the minimum length of the period, during which such notices are given, shall be a least 7 days and that the period for lodgment of such notices shall commence no earlier than the day after the dispatch of the notice of the meeting appointed for such election and end no later than 7 days prior to the date of such meeting.

本公司章程細則第 120 條規定，除非獲董事會推薦參選，或已向本公司發出書面通知表明提名相關人士參選董事的意向且相關人士簽署通知表明願意參選，否則概無人士（退任董事除外）合資格於任何股東大會上參選董事。上述通知的通知期不得少於 7 日，且呈交該等通知之期間為不早於寄發指定進行有關選舉之大會通告翌日至不遲於該大會舉行日期前 7 日。

Accordingly, if a shareholder of the Company (the “Shareholder”) wishes to propose a person other than a director of the Company for election as a director of the Company at the general meeting (the “Proposal”), he/she should lodge at the head office of the Company at Room 2608, 26/F., Greenfield Tower, Concordia Plaza, No.1 Science Museum Road, Tsim Sha Tsui, Kowloon (i) a written notice setting out the Proposal; and (ii) a written notice signed by the person to be proposed of his willingness to be elected.

因此，若本公司股東（「股東」）有意提名本公司董事以外之個別人士於股東大會上參選本公司董事職位（「該建議」），他/她須遞交：(i)列明該建議的書面通知；及 (ii)由該名候選人簽署有關其願意參選的書面通知予本公司的總辦事處，地址為九龍尖沙咀科學館道 1 號康宏廣場 26 樓 2608 室。

In order for the Company to inform all Shareholders of the Proposal, the written notice must state the full name of the person proposed for election as a director of the Company, include the person's biographical details as required under rule 13.51(2) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "Listing Rules") and such other information (e.g. contact details, including residential address, telephone number, and HKID card/passport number, etc.), and be signed by the Shareholder concerned.

爲了讓本公司將該建議通知全體股東，該書面通知必須註明提名爲本公司董事候選人的全名，包括按照香港聯合交易所有限公司證券上市條例(「上市條例」)第 13.51(2)條規定的個人資料，以及其他資料(如：聯絡詳情，包括住址、電話號碼、香港身份證或護照號碼等)，並由相關股東簽署。

The period for lodgment of above written notices shall commence not earlier than the day after the dispatch of the notice of relevant general meeting and end no later than seven (7) days prior to the date of the relevant general meeting. The Company is required under rule 13.73 of the Listing Rules to provide the information about the Proposal in a supplementary circular or by way of an announcement not later than 10 business days before the relevant general meeting. If the above written notices are received by the Company less than 21 days prior to the relevant general meeting, the Company may need to consider the adjournment of the relevant general meeting.

遞交上述書面通知的期間，則不得早於寄發股東大會通告翌日，而最後日期亦不得遲於股東大會舉行日期前 7 天。本公司按照上市條例第 13.73 條規定，須不少於有關股東大會舉行日期前 10 個工作天將該建議以補充通函或公告方式提供相關資料。本公司若不足於在有關股東大會舉行日期前 21 天才接獲上述書面通知，本公司須考慮押後有關股東大會。

Note:

附註:

Shareholders may view the details of rules 13.51(2) and 13.73 of Chapter 13 of the Listing Rules at the Stock Exchange's website as follows:

股東可於以下聯交所的網站內查閱上市規則第 13 章第 13.51(2)條及第 13.73 條的詳情:

<https://en-rules.hkex.com.hk/rulebook/chapter-13-continuing-obligations>