

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.



CHINA ENVIRONMENTAL RESOURCES GROUP LIMITED

中國環境資源集團有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1130)

**PROPOSED AMENDMENTS TO THE EXISTING
MEMORANDUM OF ASSOCIATION AND ARTICLES OF
ASSOCIATION**

This announcement is made by China Environmental Resources Group Limited (the “**Company**”) pursuant to Rule 13.51(1) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”) in relation to the proposed amendments to the Company’s memorandum of association (the “**Memorandum**”) and articles of association (the “**Articles**”).

The Listing Rules were amended by, among others, adopting a uniform set of 14 core standards for shareholder protections for issuers regardless of their place of incorporation as set out in Appendix 3 to the Listing Rules which became effective on 1 January 2022. The board of directors of the Company (the “**Board**”) proposes to (i) amend the existing Memorandum and Articles in order to conform to the core shareholder protection standards set out in Appendix 3 of the Listing Rules and make some other housekeeping amendments (collectively, the “**Proposed Amendments**”); and (ii) adopt a new set of amended and restated Memorandum and Articles (the “**New Memorandum and Articles**”) incorporating the Proposed Amendments in substitution for, and to the exclusion of, the existing Memorandum and Articles.

The Proposed Amendments and the proposed adoption of the New Memorandum and Articles are subject to the approval by the shareholders of the Company (the “**Shareholders**”) by way of a special resolution at the forthcoming annual general meeting (the “**AGM**”) of the Company to be held on 3 April 2023. A circular (the “**Circular**”) containing, among others, details of the Proposed Amendments brought about by the adoption of the New Memorandum and Articles, together with a notice convening the AGM, has already been despatched to the Shareholders on 28 February 2023. Shareholders are accordingly advised to read the details of the Proposed Amendments as set out in Appendix III to the Circular.

By Order of the Board
China Environmental Resources Group Limited
Yeung Chi Hang
Chairman and Chief Executive Officer

Hong Kong, 10 March 2023

As at the date of this announcement, the Board comprises five executive Directors, namely Mr. Yeung Chi Hang, Mr. Leung Kwong Choi, Mr. Wong Po Keung, Mr. Chung Siu Wah and Mr. Chik To Pan; and three independent non-executive Directors, namely Mr. Wong Kwai Sang, Mr. Ong Chi King and Mr. Heung Chee Hang, Eric.