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CANVEST ENVIRONMENTAL PROTECTION GROUP COMPANY LIMITED

粵豐環保電力有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1381)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that an extraordinary general meeting (the “**EGM**”) of Canvest Environmental Protection Group Company Limited (the “**Company**”) will be held at 2:30 p.m. (Hong Kong time) on Monday, 12 May 2025 at 24/F, Admiralty Center 1, 18 Harcourt Road, Hong Kong for the purpose of considering and, if thought fit, passing the following resolutions. Unless otherwise defined, capitalised terms used in this notice shall have the same meanings as those defined in the scheme document of the Company dated 17 April, 2025 (the “**Scheme Document**”) of which this notice forms part.

SPECIAL RESOLUTION

1. “**THAT:**

- (a) pursuant to a scheme of arrangement dated 17 April 2025 (the “**Scheme**”) between the Company and the Scheme Shareholders (as defined in the Scheme) in the form of the print thereof, which has been produced to this meeting and for the purposes of identification signed by the chairman of this meeting, or in such other form and on such terms and conditions as may be approved or imposed by the Grand Court of the Cayman Islands, subject to the Scheme being approved at the Count Meeting, on the Effective Date (as defined in the Scheme), the issued shares in the share capital of the Company shall be reduced by the cancellation of the Scheme Shares (as defined in the Scheme); and

- (b) any one of the directors of the Company be and is hereby authorised to do all acts and things considered by him/her to be necessary or desirable in connection with the implementation of the Scheme and the reduction of the issued shares in the share capital of the Company pursuant to the Scheme, including (without limitation) giving consent to any modification of, or addition to, the Scheme which the Grand Court of the Cayman Islands may see fit to impose.”

ORDINARY RESOLUTIONS

2. **“THAT:**

- (a) subject to and contemporaneously with the cancellation of the Scheme Shares referred to in resolution 1(a) taking effect, the number of issued shares in the share capital of the Company be maintained at its former amount by issuance at par to the Offeror (as defined in the Scheme), credited as fully paid, of such number of new ordinary shares of HK\$0.01 each in the share capital of the Company as is equal to the number of Scheme Shares cancelled;
- (b) the credit arising in the books of account of the Company consequent upon the reduction of its issued share capital resulting from the cancellation of the Scheme Shares referred to in resolution 1(a) shall be applied by the Company in paying up in full at par the new ordinary shares issued to the Offeror pursuant to resolution 2(a) above, and any one of the directors of the Company be and is hereby authorised to allot and issue the same accordingly; and
- (c) any one of the directors of the Company be and is hereby authorised to do all acts and things considered by him/her to be necessary or desirable in connection with the implementation of the Scheme and the maintenance of issued share capital pursuant to the Scheme, including (without limitation) the giving of consent to any modification of, or addition to, the Scheme, which the Grand Court of the Cayman Islands may see fit to impose.”

3. **“THAT** the Rollover Arrangement (as defined in the Scheme Document), which constitute a special deal under Rule 25 of the Takeovers Code (as defined in the Scheme Document), be and is hereby approved.”

4. **“THAT** the Land Disposal, Smart Parking Disposal and Office Building Disposal (each as defined in the Scheme Document), which constitute special deals under Rule 25 of the Takeovers Code (as defined in the Scheme Document), be and are hereby approved.”

5. “**THAT** the EB Amendments (as defined in the Scheme Document), which constitute a special deal under Rule 25 of the Takeovers Code (as defined in the Scheme Document), be and is hereby approved.”

Dated: 17 April 2025

By order of the board of directors of
Canvest Environmental Protection Group Company Limited
Lee Wing Yee Loretta
Chairlady

Notes:

1. Voting at the EGM will be conducted by way of a poll.
2. Any Shareholder entitled to attend and vote at the EGM is entitled to appoint any number proxy to attend and vote instead of him/her at the EGM. If more than one proxy is so appointed, the appointment shall specify the number of Shares in respect of which each such proxy is so appointed. A proxy need not be a shareholder of the Company.
3. For the purpose of determining the entitlements of holders of Shares to attend and vote at the EGM, the register of members of the Company will be closed from Wednesday, 7 May 2025 to Monday, 12 May 2025, both days inclusive, during which period no transfer of shares of the Company will be registered. In order to qualify to attend and vote at the EGM, all transfers of shares accompanied by the relevant share certificates and appropriate transfer forms must be lodged with the Hong Kong branch share registrar of the Company, Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong no later than 4: 30 p.m. on Tuesday, 6 May 2025 (Hong Kong time).

As at the date of this notice, the Board comprises Ms. Lee Wing Yee Loretta, Mr. Lai Kin Man, Mr. Yuan Guozhen and Mr. Lai Chun Tung, as executive Directors; Mr. Feng Jun, as non-executive Director; Professor Sha Zhenquan, Mr. Chan Kam Kwan Jason, Mr. Chung Kwok Nam and Mr. Lee Tsung Wah Jonathan, as independent non-executive Directors.