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DONGJIANG ENVIRONMENTAL COMPANY LIMITED*

東江環保股份有限公司

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

(Stock Code: 00895)

NOTICE OF THE 2011 ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the 2011 annual general meeting (the “AGM”) of Dongjiang Environmental Company Limited (the “Company”) will be held at 11th Floor, Dongjiang Environmental Building, No. 9 Langshan Road, Nanshan District, Shenzhen, the People’s Republic of China (the “PRC”) on Thursday, 10 May 2012 at 2:00 p.m. for the purpose of considering, and if thought fit, passing the following ordinary resolutions:

ORDINARY RESOLUTIONS

1. To consider and approve the report of the board (the “Board”) of directors (the “Directors”) of the Company for the year ended 31 December 2011;
2. To consider and approve the report of the supervisory committee of the Company for the year ended 31 December 2011;
3. To consider and approve the audited consolidated financial statements of the Company and its subsidiaries and the report of the auditors of the Company for the year ended 31 December 2011;
4. To re-appoint SHINEWING CERTIFIED PUBLIC ACCOUNTANTS CO., LTD. as the auditors of the Company for the year ended 31 December 2012 and to authorise the Board to determine their remuneration; and
5. To consider and approve any proposal put forward by any shareholder of the Company holding 5% or more of the issued share capital with voting rights at such meeting (if any).

By order of the Board
Dongjiang Environmental Company Limited*
Zhang Wei Yang
Chairman

Shenzhen, the PRC, 19 March 2012

Notes:

- (a) The register of members of the Company will be closed from Tuesday, 10 April 2012 to Thursday, 10 May 2012 (both days inclusive) during which period no transfer of shares can be effected. For the identification of shareholders of the Company who are qualified to attend and vote at the AGM, all transfer documents accompanied by the relevant share certificates must be lodged with the Company at 11th Floor, Dongjiang Environmental Building, No. 9 Langshan Road, Nanshan District, Shenzhen, the PRC (for holders of domestic shares of the Company), or the Company's H share registrar in Hong Kong, Tricor Tengis Limited at 26th Floor, Tesbury Centre, 28 Queen's Road East, Wanchai, Hong Kong (for holders of H shares of the Company) not later than 4:30 p.m. on Monday, 9 April 2012.
- (b) Whether or not you are able to attend the AGM in person, you are requested to complete the reply slip and form of proxy in accordance with the instructions printed thereon and return it to the Company at 11th Floor, Dongjiang Environmental Building, No. 9 Langshan Road, Nanshan District, Shenzhen, the PRC (for holders of domestic shares of the company), or the Company's H share registrar in Hong Kong, Tricor Tengis Limited at 26th Floor, Tesbury Centre, 28 Queen's Road East, Wanchai, Hong Kong (for holders of H shares of the Company) as soon as possible but in any event for the reply slip, before Thursday, 19 April 2012, and for the form of proxy, not less than 24 hours before the time appointed for the holding of the AGM or any adjournment thereof (as the case may be). Completion and return of the form of proxy will not preclude you from attending and voting in person at the AGM or any adjournment thereof (as the case may be) should you so wish.
- (c) In the case of a joint holding, the form of proxy may be signed by any joint holder, but if more than one joint holder is present at the AGM, whether in person or by proxy, that one of the joint holders whose name stands first on the register of members in respect of the shares shall alone be entitled to vote in respect thereof.
- (d) If the form of proxy is signed by a person under a power of attorney or other authority, a notarially certified copy of that power of attorney or authority shall be deposited at the same time as mentioned in the form of proxy.
- (e) Shareholders and their proxies should produce identity proof when attending the AGM.
- (f) The AGM is not expected to last for more than half a day. Shareholders and their proxies shall be responsible for their own traveling and accommodation expenses for attending the AGM.

As at the date of this notice, the Board comprises three executive Directors, being Mr. Zhang Wei Yang, Mr. Chen Shu Sheng and Mr. Li Yong Peng; three non-executive Directors, being Mr. Feng Tao, Mr. Feng Bo and Ms. Sun Ji Ping; and three independent non-executive Directors, being Mr. Ye Ru Tang, Mr. Hao Ji Ming and Mr. Wang Ji De.

** For identification purpose only*