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浙江天潔環境科技股份有限公司
Zhejiang Tengy Environmental Technology Co., Ltd

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

(Stock Code: 1527)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that the extraordinary general meeting (the “**EGM**”) of Zhejiang Tengy Environmental Technology Co., Ltd (the “**Company**”) will be held at the Company’s conference room, TENG Y Industrial Park, Paitou Town, Zhuji City, Zhejiang Province, the PRC, at 10 a.m. on Tuesday, 5 December 2017 for the purpose of considering, and if thought fit, passing the resolutions as highlighted below.

For the purpose of this announcement, unless the context otherwise requires, capitalised terms used herein shall have the same meanings as defined in the Company’s circular dated 20 October 2017 (the “**Circular**”).

Ordinary resolutions to be considered and approved at the EGM

- (1) To consider and approve the change of external auditor of the Company and the appointment of auditing agency for the purpose of the Proposed A Share Offering; and
- (2) To consider and approve the nomination of Mr. CHEN Jiancheng for election as a non-executive Director (and, if elected, to also serve as a member of the Remuneration Committee) in replacement of Ms. ZHU Hong resigning for the remainder of her term of office commencing on the date of the EGM and expiring on 31 May 2019.

Special resolutions to be considered and approved at the EGM

- (3) To consider and approve the change of scope of operations of the Company;
- (4) To consider and approve the cessation of the merger of Tianjie Installation Engineering with the Company; and
- (5) To consider and approve the amendments to the Articles of Association.

Details of the above resolutions proposed at the EGM are contained in the Circular, which is available on the website of Hong Kong Exchanges and Clearing Limited (www.hkex.com.hk) and the website of the Company (www.tengy.com).

By order of the Board
Zhejiang Tengy Environmental Technology Co., Ltd
BIAN Yu
Chairman

Zhuji City, Zhejiang Province, the PRC
20 October 2017

As at the date of this announcement, the executive Directors are Mr. BIAN Yu, Mr. BIAN Weican and Ms. BIAN Shu; the non-executive Directors are Mr. BIAN Jianguang, Mr. ZHANG Yuanyuan and Ms. ZHU Hong; and the independent non-executive Directors are Ms. TAM Hon Shan Celia, Mr. ZHANG Bing and Mr. JIANG Yan.

Notes:

1. For the purpose of holding the EGM, the register of members of the Company will be closed from Monday, 6 November 2017 to Tuesday, 5 December 2017 (both days inclusive), during which period no transfer of Shares can be registered.

In order to be qualified to attend and vote at the EGM, for H Shareholders, all transfer documents accompanied by the relevant share certificates must be lodged with the H Share Registrar, Tricor Investor Services Limited at Level 22, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong, no later than 4:30 p.m. on Friday, 3 November 2017.

The Shareholders whose names appear on the register of members of the Company before the close of business on Friday, 3 November 2017 are entitled to attend and vote at the EGM.

2. Shareholders who are entitled to attend and vote at the EGM may appoint one or more proxies to attend and vote on their behalves. A proxy need not be a member of the Company.
3. The instrument appointing a proxy must be in writing under the hand of a Shareholder or his attorney duly authorised in writing. If the Shareholder is a legal person, that instrument must be executed either under its seal or under the hand of its director or other attorney duly authorised to sign the same.
4. In order to be valid, the proxy form must be deposited, for H Shareholders, to the H Share Registrar, Tricor Investor Services Limited at Level 22, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong, or for Domestic Shareholders, to the Company's registered office in the PRC not less than 24 hours before the time for holding the EGM. If the proxy form is signed by a person under a power of attorney or other authority, a notarially certified copy of that power of attorney or other authority shall be deposited at the same time as mentioned in the proxy form. Completion and return of the proxy form will not preclude Shareholders from attending and voting in person at the EGM or any adjourned meetings should they so wish.
5. Shareholders shall produce their identity documents and supporting documents in respect of the Shares held when attending the EGM. If corporate Shareholders appoint authorised representative to attend the EGM, the authorised representative shall produce his/her identity documents and a notarially certified copy of the relevant authorisation instrument signed by the board of directors or other authorised parties of the corporate Shareholders or other notarially certified documents allowed by the Company. Proxies shall produce their identity documents and the proxy form signed by the Shareholders or their attorney when attending the EGM.

6. Shareholders who intend to attend the EGM should complete the reply slip and return it to the Company, of which the address is at TENG Y Industrial Park, Paitou Town, Zhuji City, Zhejiang Province, the PRC by hand, by post or by fax on or before Tuesday, 14 November 2017.
7. The EGM is expected to take for less than half a day. Shareholders attending the EGM shall be responsible for their own travel and accommodation expenses.
8. All voting at the EGM will be conducted by poll.