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China Boqi Environmental (Holding) Co., Ltd.

中國博奇環保(控股)有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 2377)

NOTICE OF EGM

NOTICE IS HEREBY GIVEN that an extraordinary general meeting of the shareholders of China Boqi Environmental (Holding) Co., Ltd. (the “**Company**”) will be held at the conference room of the Company at Floor 2, Guoben Culture Building, No. Jia 8, Xinglongzhuang, Chaoyang District, Beijing, the PRC on Friday, 29 December 2023 at 10:30 a.m. (the “**Meeting**”) for the purposes of considering and, if thought fit, passing the following matters. Terms used in this notice shall have the same meanings as those defined in the circular of the Company dated 12 December 2023 (the “**Circular**”) unless otherwise defined.

ORDINARY RESOLUTIONS

- (1) To consider and, if thought fit, to approve the No. 1-2 Yangxi Facilities Asset Transfer of Desulfurization and Denitrification Projects Agreement and transactions contemplated thereunder.
- (2) To consider and, if thought fit, to approve the 2023 Supplemental Agreement and transactions contemplated thereunder.
- (3) To consider and, if thought fit, to approve the No. 5-6 Yangxi Facilities Maintenance Service Supplemental Agreement and transactions contemplated thereunder.
- (4) To consider and, if thought fit, to approve the No. 1-6 Yangxi Facilities Coal Conveying System and Dock System Maintenance Service Agreement and transactions contemplated thereunder.
- (5) To consider and, if thought fit, to approve the Proposed Annual Caps.
- (6) To authorise the Directors, acting together, individually or by committee, to take such actions, do all such acts and things and execute all such further documents or deeds as they may consider necessary, appropriate, desirable or expedient for implementation of or giving effect to the No. 1-2 Yangxi Facilities Asset Transfer of Desulfurization and Denitrification Projects Agreement, the 2023 Supplemental Agreement, the No. 5-6 Yangxi Facilities Maintenance Service Supplemental Agreement, the No. 1-6 Yangxi Facilities Coal Conveying System and Dock System Maintenance Service Agreement and transactions contemplated thereunder (including the Proposed Annual Caps).

By Order of the Board

China Boqi Environmental (Holding) Co., Ltd.

Zeng Zhijun

Chairman, Executive Director and Chief Executive Officer

Beijing, PRC, 12 December 2023

As at the date of this notice, the executive Directors are Mr. Zeng Zhijun, Mr. Liu Genyu and Ms. Qian Xiaoning; the non-executive Directors are Mr. Cheng Liquan Richard, Mr. Zheng Tony Tuo, Mr. Zhu Weihang and Mr. Chen Xue; and the independent non-executive Directors are Dr. Xie Guozhong, Mr. Lu Zhifang, Prof. Yu Wayne W. and Ms. Zhang Fan.

Notes:

1. A shareholder entitled to attend and vote at the Meeting is entitled to appoint another person as his/her/its proxy to attend and vote instead of him/her/it; a proxy need not be a shareholder of the Company.
2. In the case of joint holders of any shares in the Company, any one of such joint holders may vote at the Meeting, either personally or by proxy, in respect of such shares as if he/she was solely entitled thereto, but if more than one of such joint holders are present at the Meeting, either personally or by proxy, that one of the said persons so present being the most or, as the case may be, the more senior shall alone be entitled to vote in respect of the relevant joint holding and, for this purpose, seniority shall be determined by reference to the order in which the names of the joint holders stand on the register in respect of the relevant joint holding.
3. In order to be valid, a form of proxy must be deposited at the Company's share registrar in Hong Kong, Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong together with the power of attorney or other authority (if any) under which it is signed (or a notarially certified copy thereof) not less than 48 hours before the time appointed for the holding of the Meeting or any adjournment thereof. The completion and return of the form of proxy shall not preclude shareholders of the Company from attending and voting in person at the Meeting (or any adjourned meeting thereof) if they so wish.
4. In order to qualify for attending and voting at the Meeting, all transfers accompanied by the relevant share certificates must be lodged with the Company's branch share registrar and transfer office in Hong Kong, Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong not later than 4:30 p.m. on Thursday, 21 December 2023. For determining the entitlement to attend and vote at the Meeting or any adjournment thereof, the record date is fixed on Thursday, 21 December 2023. Shareholders whose names appear on the register of members of the Company at the close of business on the record date will be entitled to attend and vote at the Meeting.
5. The votes at the Meeting will be taken by poll.