

*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.*



**KANGDA INTERNATIONAL ENVIRONMENTAL COMPANY LIMITED**

**康達國際環保有限公司**

*(incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 6136)**

**NOTICE OF THE EXTRAORDINARY GENERAL MEETING**

**NOTICE IS HEREBY GIVEN** that an extraordinary general meeting (the “**Extraordinary General Meeting**”) of Kangda International Environmental Company Limited (the “**Company**”) will be held at 10:00 a.m. on Thursday, 26 February 2015, at the meeting room of the Company on 6th Floor, Office Building of the Company at No. 72, Avenue of Stars, High-Tech Park, North New Zone, Chongqing, the PRC, for the purpose of considering and, if thought fit, passing the following resolution:

**BY WAY OF ORDINARY RESOLUTION**

**“THAT**

1. The appointment of Mr. Peng Yongzhen (彭永臻) as an independent non-executive director of the Company be and is hereby approved, the board of directors of the Company (the “**Board**”) is hereby authorised to determine his remuneration and the chairman of the Board or any executive director of the Company are hereby authorised to execute a service contract or such other documents or supplemental agreements or deeds necessary on behalf of the Company.”

By the order of the Board

**Kangda International Environmental Company Limited**

**ZHAO Juanxian (alias, ZHAO Junxian)**

*Chairman*

Hong Kong, 4 February 2015

*As at the date of this notice, the Board comprises 9 directors, namely Mr. ZHAO Juanxian (alias, ZHAO Junxian), Mr. ZHANG Weizhong, Ms. LIU Zhiwei, Mr. GU Weiping and Mr. WANG Litong as executive directors; Mr. ZHUANG Ping as a non-executive director; and Mr. TSUI Yiu Wa Alec, Mr. YUAN Shaoli and Mr. SONG Qianwu as independent non-executive directors.*

*Notes:*

- (1). Any member entitled to attend and vote at the Extraordinary General Meeting shall be entitled to appoint another person as his/her proxy to attend and vote instead of him/her. A member who is the holder of two or more shares may appoint more than one proxy to represent him/her and vote on his/her behalf. A form of proxy for use at the Extraordinary General Meeting is attached herewith. A proxy need not to be a member of the Company.
- (2). In order to be valid, a form of proxy together with the power of attorney or other authority (if any) under which it is signed or a notarially certified copy thereof, must be deposited with the Company's branch share registrar and transfer office, (i.e. Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong), no less than 48 hours before the time appointed for the Extraordinary General Meeting (or any adjournment thereof).
- (3). No instrument appointing a proxy shall be valid after expiration of 12 months from the date named in it as the date of its execution, except at an adjourned meeting or on a poll demanded at the Extraordinary General Meeting or any adjournment thereof in cases where the Extraordinary General Meeting was originally held within 12 months from such date.
- (4). Completion and delivery of a form of proxy shall not preclude a shareholder from attending and voting in person at the Extraordinary General Meeting and in such event, the instrument appointing a proxy shall be deemed to be revoked.
- (5). Where there are joint holders of any shares, any one of such joint holder may vote, either in person or by proxy in respect of such shares as if he/she was solely entitled hereto; but if more than one of such joint holders be present at the Extraordinary General Meeting, the vote of the senior who tenders a vote, whether in person or by proxy, shall be accepted to the exclusion of the votes of the other joint holders, and for this purpose seniority shall be determined by the order in which the names stand in the register of members of the Company.
- (6). Any voting at the Extraordinary General Meeting shall be taken by poll.
- (7). The form of proxy shall be in writing under the hand of the appointer or his attorney duly authorized in writing or, if the appointer is a corporation, either under its seal or under the hand of an officer, attorney or other person authorized to sign the same.