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Tianjin Capital Environmental Protection Group Company Limited
天津創業環保集團股份有限公司

(a joint stock limited company incorporated in the People's Republic of China with limited liability)
(Stock Code: 1065)

Announcement in respect of Dividend Payment

Reference is made to the announcement of Tianjin Capital Environmental Protection Group Company Limited (the “**Company**”) dated 3 April 2019 in respect of dividend distribution and the Company’s announcement dated 14 May 2019 in respect of the results of the 2018 annual general meeting (the “**AGM**”) of the Company.

According to the profit appropriation policy 2018 of the Company, a cash dividend of RMB1.06 (tax inclusive) per ten shares will be distributed to all shareholders of the Company, which was approved by the shareholders at the AGM. No transfer from the capital reserve fund to share capital was made for 2018. Explanation in respect of the distribution of dividend for the year ended 31 December 2018 to the shareholders of the Company’s H shares is as follows:

1. Distribution of dividend to the shareholders of the Company’s H shares shall be denominated in RMB, and paid in Hong Kong dollars. The formula of its calculation is as follows:

$$\text{Conversion price of dividend} = \frac{\text{Value of Dividend in RMB}}{\text{Average median price for conversion of RMB to HK\$ announced by the People's Bank of China in five working days prior to the dividend record date}}$$

In respect of the current distribution of dividend, the Company’s dividend record date is 27 May 2019. The average median price for conversion of RMB to HK\$ announced by the People’s Bank of China in five working days prior to the dividend record date is HK\$100 = RMB87.8978. Therefore, the dividend attributable to every ten H shares of the Company is HK\$1.20595 (including tax).

2. In general, pursuant to “Enterprise Income Tax Law of the People’s Republic of China (revised in 2017)* (《中華人民共和國企業所得稅法》(2017年修訂))” which took into effect since 24 February 2017 and “Implementation Regulations of Enterprise Income Tax Law of the People’s Republic of China* (《中華人民共和國企業所得稅法實施條例》)” which took into effect since 1 January 2008, the Company is required to withhold corporate income tax at the rate of 10% before distributing the dividend to non-resident enterprise (as defined in the Enterprise Income Tax Law of the People’s Republic of China) shareholders whose names appear on the H share register of members of the Company on 22 May 2019. Any H shares registered in the name of non-individual shareholders, including HKSCC Nominees limited (excluding any H shares of the Company registered in the name of HKSCC Nominees Limited which are held by China Securities Depository and Clearing Corporation Limited as nominee shareholder on behalf of investors who invest in the H shares of the Company through Shanghai-Hong Kong Connect Program and Shenzhen-Hong Kong Connect Program), other nominees, trustees or other groups and organizations will be treated as being held by non-resident enterprise shareholders, thus the Company will distribute the dividend to such non-individual shareholders after withholding the 10% corporate income tax. No individual income tax will be withheld or paid from the dividend payable to any natural person shareholders whose names appear on the H share register of members of the Company on 22 May 2019.
3. Pursuant to the Law on Individual Income Tax of the PRC and its implementing regulations, as well as the Ministry of Finance and the State Administration of Taxation Notice on Certain Policy Issues of Individual Income Tax (Cai Shui Zi [1994] No. 20)* (《財政部、國家稅務總局關於個人所得稅若干政策問題的通知》(財稅[1994]20號)) and other relevant rules, the dividends, bonuses that foreign individuals obtain from foreign-invested enterprises will be exempted from individual income tax. The dividends and bonus that foreign individual shareholders who hold H shares of the Company (excluding Mainland individual investors who invest in the H shares of the Company through Shanghai-Hong Kong Connect Program and Shenzhen-Hong Kong Connect Program) obtain from the Company are exempted from individual income tax.
4. The Company will strictly comply with the relevant PRC tax laws and regulations to withhold for payment of the enterprise income tax and the individual income tax, and the dividend will only be payable to the shareholders whose names appear on the H share register of members of the Company on 22 May 2019. The Company assumes no responsibility or liability whatsoever for confirming the identity of the shareholders of the Company and for any claims arising from any delay in or inaccurate determination of the identity of shareholders of the Company or any disputes over the withholding mechanism.

5. Pursuant to the Notice on Relevant Taxation Policies Concerning the Pilot Inter-connected Mechanism for Trading on the Shanghai Stock Market and the Hong Kong Stock Market (Cai Shui [2014] No. 81)* (《關於滬港股票市場交易互聯互通機制試點有關稅收政策的通知》(財稅[2014]81號)):
- For Mainland individual investors who invest in the H shares listed on the Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) of the Company via the Shanghai-Hong Kong Stock Connect Program, the Company will withhold individual income tax at the rate of 20% in the distribution of dividend. Individual investors may, by producing valid tax payment proofs, apply to the competent tax authority of China Securities Depository and Clearing Company Limited for tax credit relating to the withholding tax already paid abroad. For Mainland securities investment funds that invest in the H shares of the Company listed on the Stock Exchange via the Shanghai-Hong Kong Stock Connect Program, the Company will withhold individual income tax in the distribution of dividend pursuant to the foregoing provisions; and
 - For Mainland corporate investors that invest in the H shares of the Company listed on the Stock Exchange via the Shanghai-Hong Kong Stock Connect Program, the Company will not withhold the income tax in the distribution of dividend and the Mainland corporate investors shall file the tax returns on their own.
6. Pursuant to the Notice on Relevant Taxation Policies Concerning the Pilot Inter-connected Mechanism for Trading on the Shenzhen Stock Market and the Hong Kong Stock Market (Cai Shui [2016] No. 127)* (《關於深港股票市場交易互聯互通機制試點有關稅收政策的通知》(財稅[2016]127號)):
- For Mainland individual investors who invest in the H shares of the Company listed on the Stock Exchange via the Shenzhen-Hong Kong Stock Connect Program, the Company will withhold individual income tax at the rate of 20% in the distribution of dividend. Individual investors may, by producing valid tax payment proofs, apply to the competent tax authority of China Securities Depository and Clearing Company Limited for tax credit relating to the withholding tax already paid abroad. For Mainland securities investment funds that invest in the H shares of the Company listed on the Stock Exchange via the Shenzhen-Hong Kong Stock Connect Program, the Company will withhold individual income tax in the distribution of dividend pursuant to the foregoing provisions; and
 - For Mainland corporate investors that invest in the H shares of the Company listed on the Stock Exchange via the Shenzhen-Hong Kong Stock Connect Program, the Company will not withhold the income tax in the distribution of dividend and the Mainland corporate investors shall file the tax returns on their own.

7. Should the holders of H shares of the Company have any queries in relation to the aforesaid arrangements, they are recommended to consult their tax advisors for relevant tax impact in Mainland China, Hong Kong and other countries (regions) on the possession and disposal of the H shares of the Company.
8. The Company has appointed Bank of China (Hong Kong) Trustees Limited as the receiving agent for the shareholders of H shares, to receive the dividend distributed by the Company in respect of H shares on behalf of the shareholders of H shares. The receiving agent is a trustee company registered under the Trustee Ordinance (Chapter 29 of the Laws of Hong Kong). The cheques for the Company's H share dividend will be issued by the receiving agent, which are expected to be sent by ordinary mail on 10 July 2019 (being the dividend payment date of the Company's H shares) to holders of H shares listed on the register of members on 22 May 2019 at the own risks of the receivers.

The time and arrangement for distribution of dividend in respect of domestic A shares of the Company will be announced separately.

By Order of the Board
Liu Yujun
Chairman

Tianjin, the PRC
12 June 2019

As at the date of this announcement, the Board comprises three executive Directors: Mr. Liu Yujun, Ms. Wang Jing and Mr. Niu Bo; three non-executive Directors: Mr. Yu Zhongpeng, Mr. Han Wei and Mr. Si Xiaolong; and three independent non-executive Directors: Mr. Di Xiaofeng, Mr. Guo Yongqing and Mr. Wang Xiangfei.

** For identification purposes only*