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**DENOX ENVIRONMENTAL & TECHNOLOGY HOLDINGS LIMITED**  
**迪諾斯環保科技控股有限公司**

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

**(Stock Code: 1452)**

**MONTHLY UPDATE ANNOUNCEMENT**  
**PURSUANT TO RULE 3.7 OF THE TAKEOVERS CODE**

Reference is made to the announcement of Denox Environmental & Technology Holdings Limited (the “**Company**”) dated 24 January 2019 and 22 February 2019 (the “**Announcements**”) in relation to, among other things, the entering into Framework Agreements by the Relevant Shareholders and the Potential Purchaser in respect of the Potential Disposal. Unless otherwise stated, capitalised terms used herein shall have the same meanings as those defined in the Announcements.

This announcement is made pursuant to Rule 3.7 of the Takeovers Code.

The Company wishes to update its shareholders and potential investors that the Relevant Shareholders and the Potential Purchaser remain in discussions on the terms of the Potential Disposal. As the Framework Agreements are due to expire on March 31, 2019, they have agreed that since more time is needed to finalize the terms of the Potential Disposal, they will extend the duration of the Framework Agreements by one month. Accordingly, an extension to the Framework Agreements was entered into on March 22, 2019 and they will now automatically terminate on the earlier of the date of the signing of the definitive sale and purchase agreement or April 30, 2019 (unless otherwise extended by the parties in writing). Except for the provision relating to the duration of the Framework Agreements, no other provision of the Framework Agreements have been varied, amended or otherwise supplemented.

The discussions between the Relevant Shareholders and the Potential Purchaser in relation to the Potential Disposal are therefore still ongoing. As at the date of this announcement, the Relevant Shareholders and the Potential Purchaser have not entered into any formal or legally binding definitive agreement in respect of the Potential Disposal.

In accordance with Rule 3.7 of the Takeovers Code, monthly announcement(s) will be made to update investors and shareholders of the Company on the progress of the discussions between the Potential Purchaser and the Relevant Shareholders until an announcement of a firm intention to make an offer

under Rule 3.5 of the Takeovers Code or of a decision not to proceed with an offer is made. Further announcement(s) will be made by the Company as and when appropriate or required in accordance with the Listing Rules and the Takeovers Code (as the case may be).

*Shareholders and potential investors of the Company should be aware that the terms of the Potential Disposal are subject to further discussions between the Relevant Shareholders and the Potential Purchaser. There is no assurance that the Potential Disposal or any transactions referred to in this announcement will materialise or eventually be consummated and the relevant discussions may or may not lead to a general offer under the Takeovers Code. The Potential Disposal may not proceed. Shareholders and potential investors of the Company should exercise caution when dealing in the securities of the Company, and if they are in any doubt about their position, they should consult their professional adviser(s).*

By Order of the Board  
**Denox Environmental & Technology Holdings Limited**  
**Zhao Shu**  
Chairlady

Hong Kong, 22 March 2019

*As at the date of this announcement, the Board comprises Ms. Zhao Shu, Mr. Kong Hongjun and Mr. Li Ke as executive Directors; Mr. Li Xingwu and Mr. Teo Yi-Dar as non-executive Directors; and Mr. Li Min, Mr. Lam Yiu Por and Mr. Ong Chor Wei as independent non-executive Directors.*

*The directors of the Company jointly and severally accept full responsibility for the accuracy of information contained in this announcement and confirm, having made all reasonable inquiries, that to the best of their knowledge, opinions expressed in this announcement have been arrived at after due and careful consideration and there are no other facts not contained in this announcement, the omission of which would make any statement in this announcement misleading.*