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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)

ANNOUNCEMENT
PURSUANT TO RULE 3.7 OF THE TAKEOVERS CODE AND
RULE 13.09 OF THE LISTING RULES AND
INSIDE INFORMATION PROVISIONS UNDER PART XIVA OF THE
SECURITIES AND FUTURES ORDINANCE

Reference is made to the announcement of Denox Environmental & Technology Holdings Limited (the “**Company**”) dated 24 January 2019, 22 February 2019 and 22 March 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 and Rule 13.09 of the Listing Rules and Inside Information Provisions under Part XIVA of the Securities and Futures Ordinance.

The Company has been informed by the Relevant Shareholders that, due to the inability of the Relevant Shareholders and the Potential Purchaser to agree on the commercial terms, the discussions between them in relation to the Potential Disposal was terminated on the date of this announcement.

For the purpose of the Takeovers Code, the offer period ends on the date of this announcement.

Shareholders of the Company and potential investors are advised to continue to exercise caution when dealing in the Shares and/or securities of the Company. Persons who are in doubt as to the action they should take should consult their stockbroker, bank manager, solicitor or other professional advisors.

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

Hong Kong, 23 April 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.