

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.



XINYI ENERGY HOLDINGS LIMITED

信義能源控股有限公司

(Incorporated in the British Virgin Islands with limited liability)

(Stock code: 03868)

POLL RESULTS OF THE EXTRAORDINARY GENERAL MEETING HELD ON 2 JUNE 2022

The Board is pleased to announce that the ordinary resolution proposed at the EGM set out in the Notice have been duly approved by the Independent Shareholders by way of poll.

Reference is made to the circular of the Company dated 13 May 2022 (the “**Circular**”) and the ordinary resolution set forth in the notice of the extraordinary general meeting dated 13 May 2022 (the “**Notice**”). Unless the context requires otherwise, capitalised terms used herein shall have the same meanings as those defined in the Circular.

POLL RESULTS OF THE EGM

Pursuant to the Listing Rules, voting at general meetings of the Company must be taken by poll except where the chairman, in good faith, decides to allow a resolution which relates purely to a procedural or administrative matter to be voted on by a show of hands. Accordingly, at the EGM, poll voting for the ordinary resolution as set forth in the Notice was proceeded.

Computershare Hong Kong Investor Services Limited, the Company’s branch share registrar in Hong Kong, acted as the scrutineer for the poll voting.

The poll results are as follows:-

ORDINARY RESOLUTION		Number of votes (%)	
		For	Against
1.	<p>THAT:</p> <p>(a) the exercise of the Call Option (Group 3) (as defined in the circular of the Company dated 13 May 2022 (the “Circular”)) for the acquisition of the Call Right Assets (Group 3) (as defined in the Circular) pursuant to the terms and conditions of the Solar Farm Agreement (as defined in the Circular), the Call Notice (Group 3) (as defined in the Circular), and the Solar Farm (Group 3) Agreement (as defined in the Circular) and the entering into of the Solar Farm (Group 3) Agreement be and are hereby approved, ratified and confirmed; and</p> <p>(b) authorisation be granted to any director of the Company to complete and do all such acts or things (including executing all such documents, instruments and agreements as may be required) as are in his or her opinion may consider necessary, appropriate, desirable or expedient or in the interest of the Company to implement and/or give effect to the exercise of the Call Option (Group 3) (as defined in the Circular) and/or the Solar Farm (Group 3) Agreement and all other matters incidental thereto or in connection therewith.</p>	<p>937,078,330 (99.999993%)</p>	<p>65 (0.000007%)</p>

As more than 50% of the votes cast were in favour of the ordinary resolution in the Notice, the ordinary resolution has been duly approved by the Independent Shareholders at the EGM.

As of the date of the EGM, the total number of issued Shares was 7,298,398,471 Shares. Pursuant to the Listing Rules and as stated in the Circular, the Controlling Shareholders and their respective associates, which in aggregate held 5,024,716,729 Shares, representing 68.9% of the issued share capital of the Company were required to, and did as they had indicated in the Circular, abstain from voting on the ordinary resolution at the EGM.

Save as disclosed above, none of the other Shareholders were required under the Listing Rules to abstain from voting on the ordinary resolution at the EGM. As of the date of EGM, the total number of Shares entitling the Independent Shareholders to attend and vote at the EGM was 2,273,681,742 Shares, representing 31.1% of the issued share capital of the Company. Independent Shareholders holding in aggregate 937,078,395 Shares attended and voted on the ordinary resolution at the EGM in person or by proxy. Save as disclosed above, there was no Share entitling the other Shareholders to attend and abstain from voting in favour of the ordinary resolution as set forth in Rule 13.40 of the Listing Rules and there was no other Shareholders who had stated their intention in the Circular to vote against or to abstain from voting on any of the ordinary resolution at the EGM. All Directors attended the EGM by electronic means.

By order of the Board
Xinyi Energy Holdings Limited
TUEN Ling
Company Secretary

Hong Kong, 2 June 2022

As of the date of this announcement, the Board comprises five executive Directors, namely Mr. LEE Shing Put, B.B.S., Tan Sri Datuk TUNG Ching Sai, P.S.M, D.M.S.M, J.P., Mr. TUNG Fong Ngai, Mr. LEE Yau Ching and Ms. CHENG Shu E and three independent non-executive Directors, namely Mr. LEUNG Ting Yuk, The Hon. IP Kwok Him, G.B.M., G.B.S., J.P. and Ms. LYU Fang.

This announcement is published on the website of the Stock Exchange at www.hkexnews.hk and on the website of the Company at www.xinyienergy.com.