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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 ANNUAL GENERAL MEETING HELD ON 2 JUNE 2023 AND RETIREMENT OF DIRECTOR

Reference is made to the circular of the Company dated 28 April 2023 (the “**Circular**”) and the resolutions set forth in the notice of the Annual General Meeting dated 28 April 2023 (the “**Notice**”). Unless the context requires otherwise, the capitalised terms used herein shall have the same meanings as those defined in the Circular and the Notice.

POLL RESULTS OF THE ANNUAL GENERAL MEETING

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 Annual General Meeting, poll voting for all the resolutions as set forth in the Notice were 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 RESOLUTIONS		Number of votes (%)	
		For	Against
1	To receive and consider the audited financial statements and report of the directors (the “ Directors ”) of the Company and the auditors (the “ Auditors ”) of the Company for the financial year ended 31 December 2022.	6,970,308,104 (99.964508%)	2,474,788 (0.035492%)
2	To declare a final dividend of 7.4 HK cents per Share for the year ended 31 December 2022.	6,968,976,827 (99.945415%)	3,806,065 (0.054585%)
3(A)	(i) To re-elect Mr. LEE Shing Put, B.B.S. as an executive Director.	6,783,529,127 (97.285822%)	189,253,765 (2.714178%)
	(ii) To re-elect Ms. LYU Fang as an independent non-executive Director.	6,960,905,977 (99.829668%)	11,876,915 (0.170332%)
3(B)	To authorise the board (the “ Board ”) of Directors to determine the remuneration of the Directors.	6,964,778,764 (99.885209%)	8,004,128 (0.114791%)
4	To re-appoint the Auditors and to authorise the Board to fix their remuneration.	6,970,118,828 (99.961793%)	2,664,064 (0.038207%)
5(A)	To grant an unconditional general mandate to the Directors to repurchase Shares. <i>(Note)</i>	6,970,682,828 (99.969882%)	2,100,064 (0.030118%)
5(B)	To grant an unconditional general mandate to the Directors to allot and issue Shares. <i>(Note)</i>	6,353,815,764 (91.123098%)	618,967,128 (8.876902%)
5(C)	To extend the general mandate granted to the Directors to issue Shares by the Shares repurchased. <i>(Note)</i>	6,512,637,991 (93.400843%)	460,144,901 (6.599157%)
SPECIAL RESOLUTION		Number of votes (%)	
		For	Against
6	To approve the proposed amendments to the existing memorandum and articles of association of the Company and the proposed adoption of the amended and restated memorandum and articles of association of the Company incorporating the proposed amendments. <i>(Note)</i>	6,956,955,179 (99.773007%)	15,827,713 (0.226993%)

Note: The full text of these resolutions appear in the Notice.

As more than 50% of the votes cast are in favour of each of the ordinary resolutions nos. 1 to 5 and not less than 75% of the votes cast are in favour of the special resolution no. 6 in the Notice, all the resolutions have been duly approved by the Shareholders at the Annual General Meeting.

As of the date of the Annual General Meeting, the total number of Shares in issue was 8,184,443,280 Shares, which was the total number of Shares entitling the Shareholders to attend and vote on the resolutions at the Annual General Meeting. There were no Shares entitling the Shareholders to attend and abstain from voting in favour of the resolutions at the Annual General Meeting as set forth in Rule 13.40 of the Listing Rules. No Shareholder was required under the Listing Rules to abstain from voting on the resolutions at the Annual General Meeting.

In addition, none of the Shareholders have stated their intention in the Circular to vote against or to abstain from voting on any of the resolutions at the Annual General Meeting. All Directors attended the Annual General Meeting in person or by electronic means.

RETIREMENT OF DIRECTOR

As mentioned in the Circular, Ms. CHENG Shu E (“**Ms. CHENG**”) has retired as an executive Director at the conclusion of the Annual General Meeting. Ms. CHENG has confirmed that she has no disagreement with the Board and that there are no other matters relating to her retirement that need to be brought to the attention of the Shareholders and the Stock Exchange. Following Ms. CHENG’s retirement as the executive Director at the conclusion of the Annual General Meeting, Ms. CHENG has ceased to be the member of the acquisition committee of the Board.

The Board would like to express its sincere gratitude to Ms. CHENG for her outstanding contribution to the Company during her tenure of service.

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

Hong Kong, 2 June 2023

As of the date of this announcement, the Board comprises four 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 and Mr. LEE Yau Ching 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 will be published on the website of the Stock Exchange at www.hkexnews.hk and on the website of the Company at www.xinyienergy.com.