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**IRICO**

**彩虹集團新能源股份有限公司**

**IRICO GROUP NEW ENERGY COMPANY LIMITED\***

*(A joint stock company incorporated in the People's Republic of China with limited liability)*

(Stock Code: 0438)

## **ANNOUNCEMENT**

### **(1) POLL RESULTS OF THE 2023 AGM; (2) CHANGE OF AUDITOR; AND (3) ELECTION OF CHAIRMAN OF THE SUPERVISORY COMMITTEE**

The Board announces that:

- (1) the AGM was held on 6 June 2024. The resolutions proposed at the AGM have been duly passed by the Shareholders attending the AGM;
- (2) WUYIGE Certified Public Accountants LLP has been appointed as the auditor of the Company for Year 2024; and
- (3) Mr. Zhao Lefei has been elected as the chairman of the supervisory committee of the Company.

#### **I. POLL RESULTS OF THE AGM**

Reference is made to the notice of the 2023 annual general meeting (the “AGM”) dated 16 May 2024 (the “AGM Notice”) of IRICO Group New Energy Company Limited\* (the “Company”). Capitalized terms used herein shall have the same meanings as those defined in the AGM Notice unless the context requires otherwise.

The Board announces that the AGM was held at the conference room at 1st Floor, Office Building, No. 1 Caihong Road, Xianyang, Shaanxi Province, the PRC at 9:00 a.m. on Thursday, 6 June 2024. The resolutions set out in the AGM Notice which had been published on the websites of The Stock Exchange of Hong Kong Limited and the Company were approved by the shareholders of the Company (the “**Shareholders**”) by way of poll.

As at the date of the AGM, the number of issued shares of the Company was 176,322,070 shares, comprising 80,073,400 domestic shares and 96,248,670 H shares. No Shareholder was required under the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”) to abstain from voting on the resolutions proposed at the AGM. As such, the total number of shares entitling the Shareholders to attend and vote on the resolutions proposed at the AGM was 176,322,070 shares.

There was no share entitling the Shareholders to attend the AGM but abstain from voting in favour of the resolutions as set out in Rule 13.40 of the Listing Rules. There were no Shareholders who had stated in the AGM Notice their intention to vote against the relevant resolutions or to abstain from voting at the AGM.

The Shareholders or authorized proxy(ies) of the Shareholders attending the AGM held an aggregate of 105,322,700 shares.

The AGM was presided over and chaired by Ms. Yang Hua, the Chairlady of the Board. The other directors of the Company, namely Mr. Ma Zhibin as executive director, Mr. Fang Zhongxi and Mr. Wang Dong as non-executive directors, and Mr. Su Kun, Mr. Li Yong and Ms. Hao Meiping as independent non-executive directors, attended the AGM in person.

WUYIGE Certified Public Accountants LLP (大信會計師事務所(特殊普通合夥)) was appointed as the scrutineer for the vote-taking at the AGM and performed calculations to obtain the following poll results based on the completed and signed poll voting forms collected by the Company.

The resolutions set out below correspond to those set out in the AGM Notice. The poll results in respect of the proposed resolutions at the AGM are set out as follows:

ORDINARY RESOLUTIONS <i>(Note 1)</i>		Number of votes (% in approximate) <i>(Note 2)</i>		
		For	Against	Abstain
1.	To consider and approve the report of the board of directors of the Company (the “ <b>Board</b> ”) for the financial year ended 31 December 2023 (“ <b>Year 2023</b> ”).	105,322,700 (100%)	0 (0%)	0
2.	To consider and approve the report of the supervisory committee of the Company for Year 2023.	105,322,700 (100%)	0 (0%)	0
3.	To consider and approve the audited financial statements of the Company for Year 2023.	105,322,700 (100%)	0 (0%)	0
4.	To consider and approve the profit distribution proposal of the Company for Year 2023 <i>(Note 3)</i> .	105,322,700 (100%)	0 (0%)	0
5.	To consider and approve the financial budget report of the Company for the financial year ending 31 December 2024 (“ <b>Year 2024</b> ”).	105,322,700 (100%)	0 (0%)	0
6.	To consider and authorize the Board to determine the interim profit distribution of the Company for Year 2024.	105,322,700 (100%)	0 (0%)	0
7.	To consider and approve the appointment of WUYIGE Certified Public Accountants LLP as the auditor of the Company for Year 2024 and authorize the Board to determine its remuneration.	105,322,700 (100%)	0 (0%)	0
8.	To consider and approve the authorization to the Board to determine the remuneration of the directors and the supervisors of the Company for Year 2024.	105,322,700 (100%)	0 (0%)	0
9.	To consider and approve the resolution on fixed asset investment (budget) for Year 2024 of the Company.	105,322,700 (100%)	0 (0%)	0
10.	To consider and approve the appointment of Mr. Zhao Lefei as the shareholder representative supervisor of the Company.	105,322,700 (100%)	0 (0%)	0
SPECIAL RESOLUTION <i>(Note 4)</i>		Number of votes (% in approximate) <i>(Note 2)</i>		
		For	Against	Abstain
11.	To consider and approve the resolution in relation to the grant of an unconditional general mandate to the Board to issue shares.	105,322,700 (100%)	0 (0%)	0

*Notes:*

- (1) As more than 50% of the votes were cast in favour of each of resolutions No. 1 to No. 10 by the Shareholders attending the AGM, in person or by proxy, such resolutions were duly passed as ordinary resolutions.
- (2) The percentage of voting is based on the valid votes with voting rights cast by the Shareholders who attended and voted at the AGM in person or by proxy. Any abstained vote or waiver to vote shall not be counted as valid vote with voting rights for the purpose of calculating the result of that resolution.
- (3) Please refer to the Company's 2023 annual results announcement dated 26 March 2024. The Board has resolved not to distribute final dividends for Year 2023.
- (4) As more than two thirds of the votes were cast in favour of resolution No. 11 by the Shareholders attending the AGM, in person or by proxy, such resolution was duly passed as a special resolution. Shareholders may refer to the AGM Notice of the Company for the full text of the resolutions.

## **II. CHANGE OF AUDITOR**

WUYIGE Certified Public Accountants LLP was appointed as the auditor of the Company for Year 2024 at the AGM, with a term commencing from the conclusion of the AGM to the date of the conclusion of the 2024 annual general meeting.

## **III. ELECTION OF CHAIRMAN OF THE SUPERVISORY COMMITTEE**

Mr. Zhao Lefei was appointed as the shareholder representative supervisor of the Company at the AGM, with a term commencing from the conclusion of the AGM to the expiry of the term of the fifth session of the supervisory committee of the Company. At the second extraordinary meeting of the fifth session of the supervisory committee of the Company held on the same date, Mr. Zhao Lefei was elected as the chairman of the supervisory committee of the Company.

By order of the Board  
**IRICO Group New Energy Company Limited\***  
**Yang Hua**  
*Chairlady*

Shaanxi Province, the People's Republic of China  
6 June 2024

*As at the date of this announcement, the Board consists of Ms. Yang Hua and Mr. Ma Zhibin as executive directors, Mr. Fang Zhongxi and Mr. Wang Dong as non-executive directors, and Mr. Su Kun, Mr. Li Yong and Ms. Hao Meiping as independent non-executive directors.*

\* *For identification purpose only*