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Zhonghua Gas Holdings Limited
(中華燃氣控股有限公司)

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8246)

**POLL RESULTS OF
THE ANNUAL GENERAL MEETING HELD ON 23 JUNE 2022**

Reference is made to the circular (the “**Circular**”) of Zhonghua Gas Holdings Limited (the “**Company**”) dated 13 May 2022 in relation to, among other things, (i) the proposed re-election of Retiring Directors; (ii) the grant to the Directors of the Proposed Issue Mandate; (iii) the grant to the Directors of the Proposed Repurchase Mandate; and (iv) the proposed adoption of the Amended and Restated Memorandum and Articles of Association. Unless the context requires otherwise, the terms used herein shall have the same meanings as defined in the Circular.

The Board is pleased to announce that at the AGM held on 23 June 2022, all proposed resolutions (the “**Resolutions**” and each a “**Resolution**”) set out in the notice of the AGM dated 13 May 2022 (the “**Notice of the AGM**”) were duly passed by the Shareholders by way of poll.

As at the date of the AGM, the total number of Shares in issue was 3,666,936,000 Shares, which was equivalent to the total number of Shares entitling the Shareholders to attend and vote for or against the Resolutions at the AGM. No Shareholder was required under the GEM Listing Rules to abstain from voting on the Resolutions at the AGM. In addition, (i) no Shareholder was entitled to attend and abstain from voting in favour of the Resolutions as set out in Rule 17.47A of the GEM Listing Rules and (ii) no shareholder had stated his/her intention in the Circular to vote against or to abstain from voting on the Resolutions at the AGM.

The Company's Hong Kong branch share registrar, Boardroom Share Registrars (HK) Limited, was appointed to act and acted as the scrutineer for the vote-taking at the AGM. The full text of the Resolutions was set out in the Notice of the AGM. The poll results of the Resolutions at the AGM were as follows:

Ordinary Resolutions		Number of Shares voted (Approximate %)	
		For	Against
1.	To receive and consider the audited consolidated financial statements and the reports of the directors of the Company (the “ Directors ” and each a “ Director ”) and independent auditors for the year ended 31 December 2021.	2,341,720,045 Shares (100%)	0 Shares (0%)
2.	(a) To re-elect Mr. Hu Yishi as an executive Director.	2,341,720,045 Shares (100%)	0 Shares (0%)
	(b) To re-elect Mr. Chan Wing Yuen, Hubert as an executive Director.	2,341,720,045 Shares (100%)	0 Shares (0%)
	(c) To re-elect Ms. Qin Xuwen as an independent non-executive Director.	2,341,720,045 Shares (100%)	0 Shares (0%)
	(d) To authorise the board of Directors (the “ Board ”) to fix the Director’s remuneration.	2,341,720,045 Shares (100%)	0 Shares (0%)
3.	To re-appoint RSM Hong Kong as auditors of the Company and to authorize the Board to fix their remuneration.	2,341,720,045 Shares (100%)	0 Shares (0%)
4.	To grant a general mandate to the Directors to allot, issue and deal with additional shares of the Company not exceeding 20% of the existing issued share capital of the Company.	2,341,720,045 Shares (100%)	0 Shares (0%)
5.	To grant a general mandate to the Directors to repurchase shares of the Company not exceeding 10% of the existing issued share capital of the Company.	2,341,720,045 Shares (100%)	0 Shares (0%)
6.	To extend the general mandate granted to the Directors to allot, issue and deal with the additional shares in the share capital of the Company by adding the aggregate number of shares repurchased.	2,341,720,045 Shares (100%)	0 Shares (0%)

Special Resolutions		Number of Shares voted (Approximate %)	
		For	Against
7.	To consider and approve the proposed amendments of the existing second amended and restated memorandum of association and the articles of association of the Company and to adopt the third amended and restated memorandum of association and the amended and restated articles of association of the Company.	2,341,720,045 Shares (100%)	0 Shares (0%)

As more than 50% of the votes were cast in favour of the Resolutions numbered 1–6, these Resolutions were duly passed by the Shareholders as ordinary resolutions of the Company. As more than 75% of the votes were cast in favour of the Resolution numbered 7, this Resolution was duly passed by the Shareholders as special resolution of the Company.

Mr. Chan Wing Yuen, Hubert and Ms. Kwong Wai Man, Karina attended the AGM in person and Mr. Hu Yishi, Ms. Lin Min, Mindy, Ms. Ma Lee, Mr. Lau Kwok Kee and Ms. Qin Xuwen attended the AGM by electronic means.

By Order of the Board
Zhonghua Gas Holdings Limited
Chan Wing Yuen, Hubert
Chief Executive Officer and Executive Director

Hong Kong, 23 June 2022

As at the date of this announcement, the executive Directors are Mr. Hu Yishi, Mr. Chan Wing Yuen, Hubert, Ms. Lin Min, Mindy and Ms. Kwong Wai Man, Karina; and the independent non-executive Directors are Ms. Ma Lee, Mr. Lau Kwok Kee and Ms. Qin Xuwen.

This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the GEM Listing Rules for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that to the best of their knowledge and belief the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this announcement misleading.

This announcement will remain on the GEM website at www.hkgem.com and, in the case of this announcement, on the “Latest Listed Company Information” page for at least 7 days from the date of its posting. This announcement will also be published on the Company’s website at www.8246hk.com.