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Yingde Gases Group Company Limited

盈德氣體集團有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 02168)

(1) POLL RESULTS OF THE ANNUAL GENERAL MEETING

HELD ON 1 JUNE 2017; AND

(2) CHANGES IN COMPOSITIONS OF THE BOARD AND BOARD COMMITTEES

The board of directors (the “**Board**”) of Yingde Gases Group Company Limited (the “**Company**”) announces the poll results of the annual general meeting of the Company (the “**Annual General Meeting**”) held at The Executive Centre Hong Kong Limited, Level 3, Three Pacific Place, 1 Queen’s Road East, Hong Kong on Thursday, 1 June 2017 at 3:00 p.m.

Reference is made to the circular issued by the Company dated 28 April 2017 in connection with the Annual General Meeting (the “**Circular**”). Unless the context requires otherwise, capitalised terms used in this announcement shall have the same meanings as those defined in the Circular.

The Annual General Meeting was presided over by Mr. Qiu Zhongwei, a director of the Company.

The total number of issued Shares of the Company as at the date of the Annual General Meeting was 1,890,573,500 Shares, which was the total number of Shares entitling the Shareholders to attend the Annual General Meeting and vote for or against all the resolutions. There were no restrictions on any Shareholders casting votes on any of the resolutions at the Annual General Meeting.

Computershare Hong Kong Investor Services Limited (the Company’s Hong Kong share registrar) acted as the scrutineer for counting of votes at the Annual General Meeting.

POLL RESULTS OF THE ANNUAL GENERAL MEETING

Except for Resolutions No. 2(vii) and No. 2(viii), all the other proposed resolutions have been duly passed at the Annual General Meeting and the details of poll results are as follows:

Ordinary Resolutions		Number of Votes (%)		Total Number of Votes
		For	Against	
1.	To receive and adopt the audited consolidated financial statements of the Company and the reports of the directors and auditors for the year ended 31 December 2016.	1,862,069,118 (100%)	0 (0%)	1,862,069,118
The resolution was duly passed as an ordinary resolution.				
2.	(a) To re-elect the following persons as directors of the Company:			
	(i) Mr. Qiu Zhongwei (Chairman and Chief Executive Officer)	1,862,016,915 (99.989175%)	201,578 (0.010825%)	1,862,218,493
The resolution was duly passed as an ordinary resolution.				
	(ii) Mr. Wong Tak-Wai	1,862,018,493 (99.989260%)	200,000 (0.010740%)	1,862,218,493
The resolution was duly passed as an ordinary resolution.				
	(iii) Mr. Xiao Suining	1,862,016,915 (99.989175%)	201,578 (0.010825%)	1,862,218,493
The resolution was duly passed as an ordinary resolution.				
	(iv) Mr. He Hui David	1,862,018,493 (99.989260%)	200,000 (0.010740%)	1,862,218,493
The resolution was duly passed as an ordinary resolution.				
	(v) Mr. Zheng Fuya	1,862,015,915 (99.989122%)	202,578 (0.010878%)	1,862,218,493
The resolution was duly passed as an ordinary resolution.				
	(vi) Mr. Rawen Zhi Hong Huang	1,862,017,493 (99.989206%)	201,000 (0.010794%)	1,862,218,493
The resolution was duly passed as an ordinary resolution.				
	(vii) Mr. David Chan	7,108,313 (0.381712%)	1,855,110,180 (99.618288%)	1,862,218,493
The resolution was not duly passed as an ordinary resolution.				
	(viii) Mr. Deng Xipeng	7,108,313 (0.381712%)	1,855,110,180 (99.618288%)	1,862,218,493
The resolution was not duly passed as an ordinary resolution.				
	(b) To authorise the board of directors to fix the remuneration of the directors of the Company.	1,862,218,493 (100%)	0 (0%)	1,862,218,493
The resolution was duly passed as an ordinary resolution.				
3.	To re-appoint KPMG as auditors of the Company and authorise the board of directors of the Company to fix their remuneration.	1,862,069,118 (99.991979%)	149,375 (0.008021%)	1,862,218,493
The resolution was duly passed as an ordinary resolution.				

Ordinary Resolutions		Number of Votes (%)		Total Number of Votes
		For	Against	
4.	(A) To grant a general mandate to the directors of the Company to allot, issue and deal with additional shares not exceeding 20% of the number of issued shares of the Company.	1,854,910,690 (99.607575%)	7,307,803 (0.392425%)	1,862,218,493
The resolution was duly passed as an ordinary resolution.				
	(B) To grant a general mandate to the directors of the Company to repurchase shares not exceeding 10% of the number of issued shares of the Company.	1,862,218,493 (100%)	0 (0%)	1,862,218,493
The resolution was duly passed as an ordinary resolution.				
	(C) To extend the authority given to the directors of the Company pursuant to ordinary resolution no. 4(A) to issue shares by adding to the issued shares of the Company the number of shares repurchased under ordinary resolution no. 4(B).	1,855,110,690 (99.618315%)	7,107,803 (0.381685%)	1,862,218,493
The resolution was duly passed as an ordinary resolution.				

CHANGES IN COMPOSITIONS OF THE BOARD AND BOARD COMMITTEES

At the Annual General Meeting, Mr. David Chan and Mr. Deng Xipeng were not re-elected as independent non-executive Directors of the Company. As a result, in each case, Mr. David Chan and Mr. Deng Xipeng ceased to be a member of the Audit Committee, the Remuneration Committee, the Nomination Committee and the Compliance Committee. The Board would like to express its sincere gratitude to the contributions of Mr. David Chan and Mr. Deng Xipeng to the Company during their tenure of office.

At the Board meeting convened following the Annual General Meeting on the same date, the Board appointed Dr. Wang Ching as an additional member of the Compliance Committee with immediate effect.

The List of Directors and their Roles and Functions, containing a list of directors and a table showing the composition of the Board committees, has been updated to reflect the above changes and will be separately published on the websites of the Stock Exchange and the Company.

By order of the Board
Yingde Gases Group Company Limited
Qiu Zhongwei
Chairman

Hong Kong, 1 June 2017

As at the date of this announcement following the conclusion of the Annual General Meeting, the executive Director is Mr. Qiu Zhongwei; the non-executive Directors are Mr. Wong Tak-Wai, Mr. Xiao Suining and Mr. He Hui David; and the independent non-executive Directors are Mr. Zheng Fuya, Dr. Wang Ching and Mr. Rawen Zhi Hong Huang.