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China Power Clean Energy Development Company Limited

中國電力清潔能源發展有限公司

(incorporated in Hong Kong with limited liability)

(Stock Code: 0735)

POLL RESULTS OF THE ANNUAL GENERAL MEETING HELD ON 30 MAY 2019

The Board is pleased to announce that all the resolutions moved at the AGM held on 30 May 2019 were duly passed.

POLL RESULTS OF THE AGM

The board of directors (the “**Board**”) of China Power Clean Energy Development Company Limited (the “**Company**”) is pleased to announce that all the resolutions moved at the annual general meeting of the Company held on 30 May 2019 (the “**AGM**”) were duly passed by way of poll. The poll results are as follows:

Ordinary Resolutions		Number of Votes (%) <i>(Note (a))</i>	
		For	Against
1.	To consider and receive the audited consolidated financial statements of the Company and the reports of the directors and auditor for the year ended 31 December 2018.	870,578,770 (100.00%)	0 (0%)
2.	To declare a final dividend of approximately RMB0.0546 (equivalent to HK\$0.0638 at the exchange rate announced by the People’s Bank of China on 27 March 2019) per ordinary share for the year ended 31 December 2018.	857,305,770 (98.48%)	13,273,000 (1.52%)
3.	To re-elect Mr. He Lianhui as an executive director of the Company.	855,178,312 (98.42%)	13,743,458 (1.58%)
4.	To re-elect Mr. Sun Guigen as an executive director of the Company.	855,178,312 (98.42%)	13,743,458 (1.58%)

Ordinary Resolutions		Number of Votes (%) ^{(Note (a))}	
		For	Against
5.	To re-elect Mr. Qi Tengyun as an executive director of the Company.	802,184,857 (92.32%)	66,736,913 (7.68%)
6.	To re-elect Mr. Tian Jun as a non-executive director of the Company.	849,388,954 (98.22%)	15,368,316 (1.78%)
7.	To re-elect Mr. Zhou Jiong as a non-executive director of the Company.	855,178,312 (98.42%)	13,743,458 (1.58%)
8.	To re-elect Mr. Chu Kar Wing as an independent non-executive director of the Company.	849,859,412 (98.28%)	14,897,858 (1.72%)
9.	To re-elect Mr. Wong Kwok Tai as an independent non-executive director of the Company.	855,648,770 (98.47%)	13,273,000 (1.53%)
10.	To authorize the Board to fix the respective directors' remuneration.	855,648,770 (98.47%)	13,273,000 (1.53%)
11.	To appoint Deloitte Touche Tohmatsu as auditor of the Company and to authorize the Board to fix the auditor's remuneration.	855,648,770 (98.47%)	13,273,000 (1.53%)
12.	To give a general mandate to the directors of the Company to repurchase the Company's shares not exceeding 10% of the total number of issued shares of the Company as at the date of passing this resolution (the " Repurchase Mandate ").	855,648,770 (98.47%)	13,273,000 (1.53%)
13.	To give a general mandate to the directors of the Company to issue, allot and deal with additional shares of the Company not exceeding 20% of the total number of issued shares of the Company as at the date of passing this resolution (the " Issue Mandate ").	815,103,358 (93.81%)	53,818,412 (6.19%)
14.	Conditional upon the passing of resolutions nos. 12 and 13, to extend the Issue Mandate granted to the directors of the Company to issue, allot and deal with additional shares in the capital of the Company by the number of shares repurchased by the Company under the Repurchase Mandate.	815,107,358 (93.81%)	53,814,412 (6.19%)

Notes:

- (a) The number and percentage of votes are based on the total number of shares of the Company voted by the shareholders of the Company at the AGM in person or by proxy.
- (b) As all or a majority of the votes were cast in favour of each of the resolutions nos. 1 to 14, all such ordinary resolutions were duly passed.
- (c) The total number of shares of the Company in issue as at the date of the AGM: 1,186,633,418 shares.

- (d) The total number of shares of the Company entitling the holder to attend and vote on the resolutions at the AGM: 1,186,633,418 shares.
- (e) The total number of shares of the Company entitling the holder to attend and abstain from voting in favour of the resolutions at the AGM as set out in Rule 13.40 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”): Nil.
- (f) The total number of shares of the Company that are required under the Listing Rules to abstain from voting at the AGM: Nil.
- (g) None of the shareholders of the Company have stated their intention in the Company’s circular dated 18 April 2019 to vote against or to abstain from voting on any of the resolutions at the AGM.
- (h) The Company’s Share Registrar, Tricor Tengis Limited, acted as the scrutineer for the vote-taking at the AGM.

By order of the Board
China Power Clean Energy Development Company Limited
Tian Jun
Chairman

Hong Kong, 30 May 2019

As at the date of this announcement, the Board comprises four executive directors, namely Mr. He Hongxin, Mr. He Lianhui, Mr. Sun Guigen and Mr. Qi Tengyun; two non-executive directors, namely Mr. Tian Jun and Mr. Zhou Jiong; and four independent non-executive directors, namely Mr. Chu Kar Wing, Dr. Li Fang, Mr. Wong Kwok Tai, and Ms. Ng Yi Kum.