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## **INNER MONGOLIA ENERGY ENGINEERING CO., LTD.**

**內蒙古能源建設投資股份有限公司**

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

**(Stock Code: 01649)**

# **POLL RESULTS OF THE FIRST EXTRAORDINARY GENERAL MEETING OF 2020 HELD ON 11 MAY 2020, CHANGES OF INDEPENDENT NON-EXECUTIVE DIRECTORS AND CHANGES TO THE COMPOSITION OF THE SPECIAL COMMITTEES OF THE BOARD**

The board of directors (the “**Board**”) of Inner Mongolia Energy Engineering Co., Ltd. (the “**Company**”) is pleased to announce that the first extraordinary general meeting of the Company of 2020 (the “**EGM**”) was duly convened on Monday, 11 May 2020 and the resolutions proposed at the EGM were duly passed by the shareholders of the Company by way of poll.

Reference is made to the circular of the Company dated 22 April 2020 (the “**Circular**”). Capitalised terms used in this announcement shall have the same meanings as those defined in the Circular unless otherwise indicated.

## **RESULTS OF THE EGM**

The Board is pleased to announce that the EGM was held at 9:00 a.m. on Monday, 11 May 2020 at Meeting Room 1, 8th Floor, Harbour Building, 29 Midwest Lane, Ordos East Street, Saihan District, Hohhot, Inner Mongolia Autonomous Region, the PRC. Mr. Niu Jirong, the chairman of the Board and the executive Director of the Company, chaired the EGM.

Poll voting for the resolutions proposed at the EGM was taken in accordance with Rule 13.39(4) of the Listing Rules, the requirements of the applicable PRC laws and regulations, and the Articles of Association of the Company. Computershare Hong Kong Investor Services Limited, the Company's H share registrar, acted as the scrutineer in respect of the voting at the EGM and as a result of the epidemic, Wu Danyang (吳丹陽), a lawyer of Beijing Zhongzi Law Office, has been appointed for the vote-taking and scrutinization by Computershare Hong Kong Investor Services Limited by way of teleconference, and performed the calculation to determine the above poll voting results based on the completed and signed poll voting forms collected by the Company.

As at the date of the EGM, the total number of Shares entitling the Shareholders to attend the EGM is 2,846,860,952 Shares (including 2,025,313,904 Domestic Shares and 821,547,048 H Shares), being the total number of Shares entitling the Shareholders to vote on the resolutions proposed at the EGM. A total of 2 Shareholders, holding in aggregate 2,025,313,904 Shares, representing approximately 71.1420% of the total number of Shares carrying voting rights on the resolutions proposed at the EGM, attended the EGM and voted on the resolutions proposed at the EGM in person or by proxy.

To the best knowledge, information and belief of the Board, having made all reasonable inquiries, no Shareholder had any material interests in the matters considered at the EGM and was required to abstain from voting. There were no Shares entitling the Shareholders to attend and abstain from voting in favour of the EGM resolutions as required by Rule 13.40 of the Listing Rules. No Shareholder was required under the Listing Rules to abstain from voting on the resolutions at the EGM. No Shareholders have stated their intention in the Circular to vote against or to abstain from voting on any resolution proposed at the EGM.

Please refer to the Circular for details of the resolutions below. The poll results in respect of the resolutions at the EGM are as follows:

Ordinary resolutions		Total number of votes (%)		
		For	Against	Abstain
1.	The resolution to consider and approve Mr. Yao Tongshan's nomination as the candidate for an independent non-executive Director of the Board of the Company.	2,025,313,904 100%	0 0%	0 0%
2.	The resolution to consider and approve Mr. Mui Chok Wah's nomination as the candidate for an independent non-executive Director of the Board of the Company.	2,025,313,904 100%	0 0%	0 0%
As more than one half of the votes from the Shareholders (including their proxies) attending the EGM were cast in favour of the 1st and the 2nd resolutions above, these resolutions were duly passed as ordinary resolutions.				

The Board is pleased to announce that the resolutions proposed at the EGM were duly passed by the Shareholders.

## **CHANGES OF INDEPENDENT NON-EXECUTIVE DIRECTORS**

The Board is pleased to announce that the 1st and 2nd resolutions above have been duly passed as ordinary resolutions, and Mr. Yao Tongshan and Mr. Mui Chok Wah have been appointed as independent non-executive Directors of the Company. Reference is made to the announcement of the Company dated 22 April 2020 in relation to, among other things, the appointment of independent non-executive Directors. Mr. Yao Tongshan and Mr. Mui Chok Wah have been appointed as independent non-executive Directors of the Company as at the date of this announcement, for an office term to the expiration of the term of the current Board.

Please refer to the Circular for the biographical details, term of office and compensation of Mr. Yao Tongshan and Mr. Mui Chok Wah. There are no changes to the information in respect of Mr. Yao Tongshan and Mr. Mui Chok Wah as disclosed in the Circular as at the date of this announcement. There is no other information which is required to be disclosed pursuant to Rule 13.51(2) of the Listing Rules, and there are no other matters in connection with the appointment of Mr. Yao Tongshan and Mr. Mui Chok Wah as independent non-executive Directors that need to be brought to the attention of the Shareholders.

Mr. Duan Guiying has tendered his resignation as an independent non-executive Director of the Company and ceased to be the chairman of the Remuneration Committee, the member of the Nomination Committee and the Audit Committee of the Board of the Company with effect from the date of this announcement due to his workload. Mr. Duan Guiying has confirmed that he has no disagreement with the Board and there is no matter relating to his resignation that needs to be brought to the attention of the shareholders of the Company. The Board would like to take this opportunity to express its sincere gratitude to Mr. Duan Guiying for his valuable contribution to the Company during his tenure of office.

## **CHANGES TO THE COMPOSITION OF THE SPECIAL COMMITTEES OF THE BOARD**

The Board announces that, based on the latest members of the Board, the members and the chairmen of the special committees of the Board shall be adjusted as follows, with effect from the date of this announcement:

1. Members of the Nomination Committee shall be adjusted as: Mr. Niu Jirong, Mr. Yue Jianhua, Mr. Yao Tongshan, with the chairman of the committee being Mr. Niu Jirong.
2. Members of the Remuneration Committee shall be adjusted as: Mr. Yao Tongshan, Mr. Chao Ketu, Mr. Mui Chok Wah, with the chairman of the committee being Mr. Yao Tongshan.
3. Members of the Audit Committee shall be adjusted as: Mr. Mui Chok Wah, Mr. Yue Jianhua, Mr. Yao Tongshan, with the chairman of the committee being Mr. Mui Chok Wah.
4. Members and chairman of the Strategic Investment Committee remain unchanged.

Each of the committees shall perform their respective duties for an office term to the expiration of the term of the current Board.

Reference is made to the announcement of the Company dated 10 February 2020 in relation to, among other things, the Company's tentative non-compliance with Rule 3.10(1), Rule 3.10(2) and Rule 3.21 of the Listing Rules. Following the appointments of Mr. Yao Tongshan and Mr. Mui Chok Wah as the independent non-executive Directors of the Company and the changes to the composition of the special committees of the Board, (i) the Board of the Company consists of three independent non-executive Directors which is in compliance with Rule 3.10(1) of the Listing Rules; (ii) both of Mr. Yao Tongshan and Mr. Mui Chok Wah have appropriate accounting or related financial management expertise which is in compliance with Rule 3.10(2) of the Listing Rules; and (iii) the Audit Committee of the Board of the Company consists of three members, all of which are independent non-executive Directors and two of which are with appropriate professional qualifications under Rule 3.10(2) of the Listing Rules, which is in compliance with Rule 3.21 of the Listing Rules.

## **CONTINUED SUSPENSION OF TRADING**

Trading in the shares of the Company on the Stock Exchange has been suspended with effect from 9:00 a.m. on 18 March 2019 and will remain suspended until further notice, pending the publication of the 2018 annual results of the Company subject to the subsequent necessary further actions.

**Potential investors and shareholders of the Company should exercise caution when dealing in the shares of the Company.**

By order of the Board  
**Inner Mongolia Energy Engineering Co., Ltd.**  
**Niu Jirong**  
*Chairman*

Inner Mongolia, PRC, 11 May 2020

*As at the date of this announcement, the executive directors of the Company are Mr. Niu Jirong and Mr. Chao Ketu; the non-executive director of the Company is Mr. Chen Ming; and the independent non-executive directors of the Company are Mr. Yue Jianhua, Mr. Yao Tongshan and Mr. Mui Chok Wah.*