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# BEIJING GAS BLUE SKY HOLDINGS LIMITED 北京燃氣藍天控股有限公司

*(Incorporated in Bermuda with limited liability)*

**(Stock Code: 6828)**

## **POLL RESULTS OF THE ANNUAL GENERAL MEETING HELD ON 31 MAY 2022 AND RETIREMENT OF DIRECTORS AND CHANGE OF AUTHORISED REPRESENTATIVE AND AMENDMENTS TO BYE-LAWS**

The Board is pleased to announce that all proposed resolutions as set out in the Notice (other than Resolutions 2 and 3 which were withdrawn and not voted upon as disclosed in the Announcement) were duly passed by the Shareholders by way of poll at the AGM held on 31 May 2022.

Reference is made to the circular (the “**Circular**”) and notice (the “**Notice**”) of the annual general meeting (the “**AGM**”), both dated 29 April 2022, and the announcement dated 23 May 2022 (the “**Announcement**”) of Beijing Gas Blue Sky Holdings Limited (the “**Company**”). Capitalised terms used herein have the same meanings as those defined in the Circular and the Notice unless otherwise stated.

### **POLL RESULTS OF AGM**

The Board is pleased to announce that all proposed resolutions as set out in the Notice (other than Resolutions 2 and 3 which were withdrawn and not voted upon as disclosed in the Announcement) were duly passed by way of poll by the Shareholders at the AGM. The Company’s Hong Kong branch share registrar and transfer office, Tricor Investor Services Limited, was appointed as the scrutineer for the vote-taking at the AGM.

As at the date of the AGM, the total number of issued Shares were 12,986,114,715 Shares, which was the total number of Shares entitling the holders to attend and vote for or against the resolutions at the AGM. There were no Shares entitling the holders to attend and abstain from voting in favour of the resolutions at the AGM as set out in Rule 13.40 of the Listing Rules and no Shareholders who were required under the Listing Rules to abstain from voting at the AGM. There were no restrictions on any Shareholder to cast votes on any of the proposed resolutions at the AGM. No Shareholder has stated his/her intention in the Circular to vote against or to abstain from voting on any of the resolutions proposed at the AGM.

Ms. Hsu Wai Man Helen (“**Ms. Hsu**”) and Mr. Xu Jianwen (“**Mr. Xu**”), independent non-executive Directors, attended the AGM in person. Due to travel restrictions imposed as a result of COVID-19, the other Directors, namely, Mr. Li Weiqi, Mr. Jin Qiang, Ms. Yang Fuyan, Mr. Ye Hongjun, Mr. Zhi Xiaoye and Mr. Cui Yulei, attended the AGM via telephone conference. According to the Company’s bye-laws, only physical attendances are counted towards valid attendances at the general meeting and hence other than Ms. Hsu and Mr. Xu, the other Directors were not regarded as present at the AGM.

The poll results in respect of the proposed resolutions at the AGM were as follows:

<b>ORDINARY RESOLUTIONS</b>		<b>Number of votes/ (approximate %)</b>	
		<b>FOR</b>	<b>AGAINST</b>
<b>Ordinary Business</b>			
1.	To receive and adopt the report of Directors and the audited financial statements for the financial year ended 31 December 2021 and the report of independent auditor thereon	5,508,646,203 (93.01%)	413,919,884 (6.99%)
2.	To re-elect Mr. Jin Qiang as an executive Director	As disclosed in the Announcement, this resolution has been withdrawn and no vote was taken or counted for this resolution.	
3.	To re-elect Mr. Ye Hongjun as an executive Director		
4.	To re-elect Mr. Cui Yulei as an independent non-executive Director	5,501,742,203 (93.07%)	409,870,200 (6.93%)
5.	To re-elect Mr. Xu Jianwen as an independent non-executive Director	5,919,550,087 (99.95%)	3,016,000 (0.05%)
6.	To authorise the board of directors to fix the remuneration of Directors	5,922,566,087 (100.00%)	0 (0.00%)
7.	To reappoint Ernst & Young as auditor of the Company and to authorise the Directors to fix its remuneration	5,920,838,087 (99.97%)	1,724,400 (0.03%)
<b>Special Business</b>			
8.	Authority to allot and issue shares of the Company – General Share Issue Mandate	5,498,194,603 (92.83%)	424,371,484 (7.17%)
9.	Authority to repurchase shares of the Company – Repurchase Mandate	5,922,566,087 (100.00%)	0 (0.00%)
<b>SPECIAL RESOLUTION</b>		<b>Number of votes/ (approximate %)</b>	
10.	To approve and adopt the new bye-laws of the Company as the bye-laws of the Company in substitution for, and to the exclusion of, the existing bye-laws of the Company and that any director or company secretary of the Company be authorised to do all things necessary to implement the adoption of the new bye-laws of the Company.	5,752,916,687 (97.14%)	169,645,800 (2.86%)

*Note:* The full text of the resolutions are set out in the Notice.

As more than 50% of the votes were cast in favour of each of the Resolutions 1 and 4 to 9, all such resolutions were duly passed as ordinary resolutions of the Company.

As more than 75% of the votes were cast in favour of the Resolution 10, such resolution was duly passed by the Shareholders by way of poll as a special resolution of the Company.

## **RETIREMENT OF DIRECTORS**

As disclosed in the Announcement, Mr. Jin and Mr. Ye have informed the Company that they would not offer themselves for re-election at the AGM due to (i) Mr. Jin's work adjustment with the Company's major shareholder, Beijing Gas Group Holding Co., Ltd.; and (ii) Mr. Ye's intention to devote more time to his personal business interest. Accordingly, with effect from the conclusion of the AGM, each of Mr. Jin and Mr. Ye retired as an executive Director and ceased to be a member of the executive committee of the Board.

## **CHANGE OF AUTHORISED REPRESENTATIVE**

Following the retirement of Mr. Jin as an executive Director, he also ceased to be an authorised representative ("**Authorised Representative**") of the Company under Rule 3.05 of the Listing Rules with effect from the conclusion of the AGM.

The Board hereby announces that following the appointment of Mr. Chen Ning as an executive Director with effect from 1 June 2022 as disclosed in the Announcement, Mr. Chen will also be appointed as the Authorised Representative with effect from 1 June 2022.

## **AMENDMENTS TO BYE-LAWS**

The Board hereby announces that the resolution on the proposed amendments to the Bye-laws has been duly passed as a special resolution at the AGM. For details of the amendments to the Bye-laws, please refer to the Appendix III to the Circular.

The New Bye-laws will take effect from 31 May 2022, the full text of which is available on the websites of SEHK (<http://www.hkexnews.hk>) and the Company (<http://www.bgbluesky.com>).

## **CONTINUED TRADING SUSPENSION OF THE SHARES OF THE COMPANY**

At the request of the Company, trading in the shares of the Company on the Stock Exchange was suspended with effect from 9:00 a.m. on 18 January 2021 and will remain suspended until the Company fulfills the Resumption Guidance.

By order of the Board  
**Beijing Gas Blue Sky Holdings Limited**  
**Zhi Xiaoye**  
*Chairman*

Hong Kong, 31 May 2022

*As at the date of this announcement, the executive Directors are Mr. Li Weiqi and Ms. Yang Fuyan; the non-executive Director is Mr. Zhi Xiaoye; and the independent non-executive Directors are Mr. Cui Yulei, Ms. Hsu Wai Man Helen and Mr. Xu Jianwen.*