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XINYI SOLAR HOLDINGS LIMITED

信義光能控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 00968)

**POLL RESULTS OF THE ANNUAL GENERAL MEETING
HELD ON 2 JUNE 2022
AND
CHANGES OF INDEPENDENT NON-EXECUTIVE DIRECTORS AND
CHANGES OF BOARD COMMITTEES COMPOSITION
BECOMING EFFECTIVE**

Reference is made to the circular of the Company dated 29 April 2022 (the “**Circular**”) and the ordinary resolutions set forth in the notice of the Annual General Meeting dated 29 April 2022 (the “**Notice**”). Unless the context requires otherwise, the capitalised terms used herein shall have the same meanings as those defined in the Circular and the Notice.

POLL RESULTS OF THE ANNUAL GENERAL MEETING

Pursuant to the Listing Rules, voting at general meetings of the Company must be taken by poll except where the chairman, in good faith, decides to allow a resolution which relates purely to a procedural or administrative matter to be voted on by a show of hands. Accordingly, at the Annual General Meeting, poll voting for all the ordinary resolutions as set out in the Notice were proceeded.

Computershare Hong Kong Investor Services Limited, the Company’s branch share registrar in Hong Kong, acted as the scrutineer for the poll voting.

The poll results are as follows:-

ORDINARY RESOLUTIONS		Number of votes (%)	
		For	Against
1.	To receive and consider the audited financial statements and reports of the directors (the “ Directors ”) of the Company and the auditor (the “ Auditor ”) of the Company for the financial year ended 31 December 2021.	6,956,877,147 (99.758678%)	16,829,103 (0.241322%)
2.	To declare a final dividend of 10.0 HK cents per Share for the year ended 31 December 2021.	6,992,905,414 (99.999999%)	36 (0.000001%)
3.(A)	(i) To re-elect Mr. LI Man Yin as an executive Director.	6,678,356,689 (95.502598%)	314,496,761 (4.497402%)
	(ii) To re-elect Mr. LO Wan Sing, Vincent as an independent non-executive Director.	6,710,640,113 (95.964261%)	282,213,337 (4.035739%)
	(iii) To re-elect Mr. KAN E-ting, Martin as an independent non-executive Director.	6,710,640,113 (95.964261%)	282,213,337 (4.035739%)
3.(B)	To authorise the board of Directors (the “ Board ”) to determine the remuneration of the Directors.	6,972,127,311 (99.702868%)	20,778,139 (0.297132%)
4.	To re-appoint the Auditor and to authorise the Board to fix its remuneration.	6,925,560,367 (99.309608%)	48,145,883 (0.690392%)
5.(A)	To grant an unconditional general mandate to the Directors to repurchase Shares. <i>(Note)</i>	6,978,094,410 (99.788199%)	14,811,040 (0.211801%)
5.(B)	To grant an unconditional general mandate to the Directors to allot and issue Shares. <i>(Note)</i>	4,379,662,439 (62.630548%)	2,613,191,011 (37.369452%)
5.(C)	To extend the general mandate granted to the Directors to issue Shares by the Shares repurchased. <i>(Note)</i>	4,458,926,733 (63.764052%)	2,533,926,717 (36.235948%)
6.	To consider and approve the appointment of Ms. LEONG Chong Peng as an independent non-executive Director with effect from the conclusion of the Annual General Meeting.	6,939,476,514 (99.235955%)	53,428,936 (0.764045%)

Note: The full text of these resolutions appear in the Notice.

As more than 50% of the votes cast are in favour of each of the ordinary resolutions nos. 1 to 6 in the Notice, all the ordinary resolutions were duly passed by the Shareholders at the Annual General Meeting.

As of the date of the Annual General Meeting, the total number of Shares in issue was 8,894,412,338 Shares, which was the total number of Shares entitling the Shareholders to attend and vote on the ordinary resolutions at the Annual General Meeting. There were no Shares entitling the Shareholders to attend and abstain from voting in favour of the ordinary resolutions at the Annual General Meeting as set out in Rule 13.40 of the Listing Rules. No Shareholder was required under the Listing Rules to abstain from voting on the ordinary resolutions at the Annual General Meeting.

In addition, none of the Shareholders have stated their intention in the Circular to vote against or to abstain from voting on any of the ordinary resolutions at the Annual General Meeting. All Directors attended the Annual General Meeting in person or by electronic means.

CHANGES OF INDEPENDENT NON-EXECUTIVE DIRECTORS AND CHANGES OF BOARD COMMITTEES COMPOSITION BECOMING EFFECTIVE

Reference is made to the announcement of the Company dated 29 April 2022 (the “**Announcement**”) and the Circular.

Changes of Independent Non-executive Directors

As disclosed in the Announcement and the Circular, upon the conclusion of the Annual General Meeting, Mr. CHENG Kwok Kin, Paul (“**Mr. CHENG**”) had retired as the independent non-executive Directors of the Company.

The Board announces that Ms. LEONG Chong Peng (“**Ms. LEONG**”) has been appointed as an independent non-executive Director with effect from the conclusion of the Annual General Meeting as approved by the ordinary resolution no. 6 at the Annual General Meeting. For the biographical information of Ms. LEONG, please refer to the Announcement and the Circular. As of the date of this announcement, there has been no change to such information.

Changes of Board Committees Composition

As disclosed in the Announcement, with effect immediately after the Annual General Meeting:

- (1) Mr. CHENG ceased to be the chairman of the audit committee of the Board and a member of each of the remuneration committee and nomination committee of the Board; and
- (2) Ms. LEONG was appointed as the chairperson of the audit committee of the Board and a member of each of the remuneration committee and nomination committee of the Board.

On behalf of the Board
Xinyi Solar Holdings Limited
CHU Charn Fai
Company Secretary

Hong Kong, 2 June 2022

As of the date of this announcement, the four executive directors are Dr. LEE Yin Yee, B.B.S. (Chairman), Mr. LEE Yau Ching, Mr. LI Man Yin and Mr. CHEN Xi, two non-executive directors are Tan Sri Datuk TUNG Ching Sai P.S.M, D.M.S.M, J.P. and Mr. LEE Shing Put, B.B.S., and three independent non-executive directors are Mr. LO Wan Sing, Vincent, Mr. KAN E-ting, Martin and Ms. LEONG Chong Peng.

This announcement will be published on the websites of the Stock Exchange at www.hkexnews.hk and the Company at www.xinyisolar.com.