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CHINA RUIFENG RENEWABLE ENERGY HOLDINGS LIMITED

中國瑞風新能源控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 00527)

(1) POLL RESULTS OF THE ANNUAL GENERAL MEETING HELD ON 1 JUNE 2023; (2) RETIREMENT OF DIRECTORS; AND (3) ADOPTION OF THE SECOND AMENDED AND RESTATED MEMORANDUM AND ARTICLES

Reference is made to the notice of annual general meeting (the “**AGM**”) dated 9 May 2023 (the “**AGM Notice**”) of China Ruifeng Renewable Energy Holdings Limited (the “**Company**”, together with its subsidiaries, collectively known as the “**Group**”) and the circular of the Company dated 9 May 2023 (the “**Circular**”). Unless otherwise defined, capitalised terms used herein shall have the same meanings as defined on the Circular.

RESULTS OF AGM

The board (the “**Board**”) of directors (the “**Directors**”) of the Company announces that, at the AGM held at Room 1002, 10/F., Shui On Centre, 6–8 Harbour Road, Wanchai, Hong Kong on Thursday, 1 June 2023 at 11:00 a.m., the poll results in respect of the resolutions proposed at the AGM are as follows::

Ordinary Resolutions		Number of Votes (Approximate %)		Total Votes
		For	Against	
1.	To receive and consider the audited consolidated accounts and reports of the Directors and Auditors of the Company and its subsidiaries for the year ended 31 December 2022.	1,089,701,266 100%	— 0%	1,089,701,266

Ordinary Resolutions		Number of Votes (Approximate %)		Total Votes
		For	Against	
2.	(A) Mr. Li Tian Hai be re-elected as an executive Director.	2,971,600 0.39%	761,063,000 99.61%	764,034,600
	(B) Mr. Peng Ziwei be re-elected as an executive Director.	2,971,600 0.39%	761,063,000 99.61%	764,034,600
	(C) Mr. Qu Weidong be re-elected as an independent non-executive Director.	1,029,901,266 94.51%	59,800,000 5.49%	1,089,701,266
3.	To re-appoint Linksfield CPA Limited as the Auditors and to authorise the Board to fix their remuneration.	1,089,701,266 100%	— 0%	1,089,701,266
4.	To authorise the Board to fix the remuneration of the Directors.	1,029,901,266 94.51%	59,800,000 5.49%	1,089,701,266
5.	To grant a general mandate to the Directors to allot, issue and deal with additional Shares not exceeding 20% of the total number of issued Shares as at the date of passing this resolution.	1,028,965,266 94.43%	60,736,000 5.57%	1,089,701,266
6.	To grant a general mandate to the Directors to repurchase Shares not exceeding 10% of the total number of issued Shares as at the date of passing this resolution.	1,029,901,266 94.51%	59,800,000 5.49%	1,089,701,266
7.	To extend the general mandate granted to the Directors to allot, issue and deal with additional Shares in the issued share capital of the Company by an amount not exceeding the amount of the Shares repurchased by the Company.	1,028,965,266 94.43%	60,736,000 5.57%	1,089,701,266
Special Resolution		Number of Votes (Approximate %)		Total Votes
		For	Against	
8.	To amend the Current Memorandum and Articles and the substitution in their place by the Second Amended and Restated Memorandum and Articles with immediate effect after the close of the Meeting.	1,028,965,266 94.43%	60,736,000 5.57%	1,089,701,266

The description of the above resolutions is by way of summary only. The full text of the resolutions proposed are set out in the Circular and the AGM Notice.

As more than 50% of the votes were cast in favour of resolutions numbered 1, 2(C), 3 to 7, such resolutions were duly passed at the AGM as ordinary resolutions of the Company. Furthermore, as not less than 75% of the votes were cast in favour of the resolution numbered 8, such resolution was duly passed at the AGM as a special resolution of the Company.

As more than 50% of the votes were cast against resolutions numbered 2(A) and 2(B), such resolutions were not passed by the Shareholders at the AGM.

Apart from Mr. Peng Ziwei (“**Mr. Peng**”), an executive Director, who was unable to attend the AGM due to other business arrangement, all the remaining Directors attended the AGM either in person or by electronic means.

The Hong Kong branch share registrar of the Company, Tricor Investor Services Limited, was appointed and acted as the scrutineer for the poll voting at the AGM.

Notes:

- (a) The total number of Shares in issue as at the date of the AGM: 2,374,807,466 Shares of HK\$0.01 each. No Shareholder was required to abstain from voting on the resolutions at the AGM.
- (b) The total number of Shares entitling the holders to attend and vote only against the resolutions at the AGM: Nil.
- (c) The total number of Shares entitling the holders to attend and to vote for or against the resolutions at the AGM: 2,374,807,466 Shares.
- (d) None of the Shareholders has stated their intention in the Circular to vote against or to abstain from voting on any of the resolutions at the AGM.

RETIREMENT OF DIRECTORS

As the resolutions numbered 2(A) and 2(B) for the re-election of Mr. Li Tian Hai (“**Mr. Li**”) and Mr. Peng as executive Directors respectively, were not passed at the AGM, Mr. Li and Mr. Peng retired by rotation as executive Directors at the conclusion of the AGM. Each of Mr. Li and Mr. Peng has confirmed that he has no disagreement with the Board and there is no matter relating to his retirement that needs to be brought to the attention of the Shareholders and the Stock Exchange. The Board expresses its sincere gratitude to Mr. Li and Mr. Peng for their valuable contribution to the Company during their tenure of office.

ADOPTION OF THE SECOND AMENDED AND RESTATED MEMORANDUM AND ARTICLES

The Board hereby announces that the resolution on the Proposed Amendments to the Current Memorandum and Articles has been duly passed by way of a special resolution at the AGM. The Second Amended and Restated Memorandum and Articles will take effect from 1 June 2023. The full text of which is available on the website of the Stock Exchange and the Company.

By Order of the Board
China Ruifeng Renewable Energy Holdings Limited
Zhang Zhixiang
Executive Director and Chief Executive Officer

Hong Kong, 1 June 2023

As at the date of this announcement, the executive Directors are Mr. Zhang Zhixiang (Chief Executive Officer) and Mr. Ning Zhongzhi, and the independent non-executive Directors are Mr. Qu Weidong, Ms. Hu Xiaolin and Mr. Jiang Senlin.