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XINYI ENERGY HOLDINGS LIMITED

信義能源控股有限公司

(Incorporated in the British Virgin Islands with limited liability)

(Stock code: 03868)

POLL RESULTS OF THE EXTRAORDINARY GENERAL MEETING HELD ON 31 MAY 2024

This announcement is issued by the board (the “**Board**”) of directors (the “**Directors**”) of Xinyi Energy Holdings Limited (the “**Company**”). The Board refers to the circular (the “**Circular**”) of the Company dated 10 May 2024 and the resolution set forth in the notice (the “**Notice**”) of the Extraordinary General Meeting dated 10 May 2024. Unless the context requires otherwise, capitalised terms used herein shall have the same meanings as in the Circular and the Notice.

POLL RESULTS OF THE EGM

The EGM was duly convened and concluded on 31 May 2024. 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 EGM, poll voting for the ordinary resolution as set forth in the Notice was 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 RESOLUTION		Number of votes (%)	
		For	Against
1.	THAT (a) the exercise of the Call Option (Group 5) (as defined in the circular of the Company dated 10 May 2024 (the “ Circular ”)) for the acquisition of the Call Right Assets (Group 5) (as defined in the Circular) pursuant to the terms and conditions of the Solar Farm Agreement (as defined in the Circular), the Call Notice (Group 5) (as defined in the Circular), and the Solar Farm (Group 5) Agreements (as defined in the Circular) and the entering into of the Solar Farm (Group 5) Agreements be and are hereby approved, ratified and confirmed; and (b) authorisation be granted to any director of the Company to complete and do all such acts or things (including executing all such documents, instruments and agreements as may be required) as are in his or her opinion may consider necessary, appropriate, desirable or expedient or in the interest of the Company to implement and/or give effect to the exercise of the Call Option (Group 5) and/or the Solar Farm (Group 5) Agreements and all other matters incidental thereto or in connection therewith.	547,480,145 (86.453632%)	85,784,334 (13.546368%)

As more than 50% of the votes cast are in favour of the ordinary resolution set forth in the Notice, the ordinary resolution has been duly approved by the Independent Shareholders at the EGM.

As of the date of the EGM, the total number of issued Shares was 8,256,588,652 Shares. Pursuant to the Listing Rules and as stated in the Circular, the Controlling Shareholders and their respective associates, which in aggregate held 5,773,429,754 Shares, representing 69.93% of the issued share capital of the Company were required to, and did as they had indicated in the Circular, abstain from voting on the ordinary resolution at the EGM. Save as disclosed above, there were no other Shareholder required to abstain from voting on the resolution at the EGM.

As of the date of EGM, the total number of Shares entitling the Independent Shareholders to attend and vote at the EGM was 2,483,158,898 Shares, representing 30.07% of the issued share capital of the Company. Independent Shareholders holding in aggregate 633,264,479 Shares attended and voted on the ordinary resolution at the EGM in person or by proxy.

Save as disclosed above, there were no Shares entitling the other Shareholders to attend and abstain from voting in favour of the resolution at the EGM as set forth in Rule 13.40 of the Listing Rules, and none of the other Shareholders has indicated their intention in the Circular to vote against or to abstain from voting on any of the resolution at the EGM. All Directors attended the EGM in person or by electronic means.

By order of the Board
Xinyi Energy Holdings Limited
TUEN Ling
Company Secretary

Hong Kong, 31 May 2024

As of the date of this announcement, the Board comprises four executive Directors, namely Mr. LEE Shing Put, B.B.S. (Chairman of the Board), Tan Sri Datuk TUNG Ching Sai, P.S.M, D.M.S.M, J.P., Mr. TUNG Fong Ngai and Mr. LEE Yau Ching and three independent non-executive Directors, namely Mr. LEUNG Ting Yuk, The Hon. IP Kwok Him, G.B.M., G.B.S., J.P. and Ms. LYU Fang.

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