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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 31 MAY 2024

This announcement is issued by the board (the “**Board**”) of directors (the “**Directors**”) of Xinyi Solar Holdings Limited (the “**Company**”). The Board refers to the circular (the “**Circular**”) of the Company dated 30 April 2024 and the resolutions set forth in the notice (the “**Notice**”) of the Annual General Meeting dated 30 April 2024. 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

The Annual General Meeting 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 show of hands. Accordingly, at the Annual General Meeting, poll voting for all the ordinary resolutions as set forth 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 auditors (the “ Auditors ”) of the Company for the financial year ended 31 December 2023.	6,795,067,635 (99.960925%)	2,656,185 (0.039075%)
2	To declare a final dividend of 15.0 HK cents per Share for the year ended 31 December 2023.	6,808,305,635 (99.999968%)	2,185 (0.000032%)
3(A)	(i) To re-elect Mr. LEE Shing Put, B.B.S. as an executive Director.	6,588,144,362 (96.916917%)	209,579,458 (3.083083%)
	(ii) To re-elect Mr. LEE Man Yin as an executive Director.	6,494,817,392 (95.544002%)	302,906,428 (4.455998%)
	(iii) To re-elect Dr. LEE Yin Yee, S.B.S. as a non-executive Director.	5,844,104,309 (85.971488%)	953,619,511 (14.028512%)
	(iv) To re-elect Mr. LO Wan Sing, Vincent as an independent non-executive Director.	6,178,049,282 (90.884088%)	619,674,538 (9.115912%)
	(v) To re-elect Mr. KAN E-ting, Martin as an independent non-executive Director.	6,178,049,282 (90.884088%)	619,674,538 (9.115912%)
3(B)	To authorise the board of Directors (the “ Board ”) to determine the remuneration of the Directors.	6,760,588,871 (99.453715%)	37,134,949 (0.546285%)
4	To re-appoint the Auditors and to authorise the Board to fix their remuneration.	6,628,180,259 (97.994300%)	135,662,361 (2.005700%)
5	To grant an unconditional general mandate to the Directors to repurchase Shares. <i>(Note)</i>	6,776,693,821 (99.690632%)	21,029,999 (0.309368%)
6	To grant an unconditional general mandate to the Directors to allot and issue Shares. <i>(Note)</i>	4,518,477,012 (66.470441%)	2,279,246,808 (33.529559%)
7	To extend the general mandate granted to the Directors to issue Shares by the Shares repurchased. <i>(Note)</i>	4,613,926,474 (67.874580%)	2,183,797,346 (32.125420%)

ORDINARY RESOLUTIONS		Number of votes (%)	
		For	Against
8	Subject to and conditional upon the Listing Committee of the Stock Exchange granting approval of the listing of, and permission to deal in, ordinary shares in the share capital of the Company which may fall to be allotted and issued pursuant to the exercise of any share options granted under the 2024 Share Option Scheme, to approve the adoption of the 2024 Share Option Scheme, the Scheme Mandate Limit and the Service Provider Sublimit, and to authorise the Directors to do all such acts and to enter into all such transactions, arrangements and agreements as may be necessary or expedient in order to give full effect to the 2024 Share Option Scheme. <i>(Note)</i>	5,008,542,889 (73.680156%)	1,789,139,342 (26.319844%)

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

As more than 50% of the votes cast are in favour of each of the ordinary resolutions set forth in the Notice, all such ordinary resolutions have been duly approved 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 8,909,891,838 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 resolutions at the Annual General Meeting as set forth in Rule 13.40 of the Listing Rules. There were also no Shareholder required to abstain from voting on the resolutions at the Annual General Meeting.

In addition, none of the Shareholders has indicated 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.

2024 Share Option Scheme

As of the date of the Annual General Meeting, the total number of Shares in issue was 8,909,891,838 Shares, with reference to which each of the Scheme Mandate Limit under resolution no. 8(b) in the Notice and the Service Provider Sublimit under resolution no. 8(c) in the Notice will be determined. Accordingly, the Scheme Mandate Limit under resolution no. 8(b) in the Notice shall be 890,989,183 Shares, representing 10% of the total number of Shares in issue, and the Service Provider Sublimit under resolution no. 8(c) in the Notice shall be 44,549,459 Shares, representing 0.5% of the total number of Shares in issue.

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

Hong Kong, 31 May 2024

As of the date of this announcement, the four executive directors are Mr. LEE Shing Put, B.B.S. (Vice Chairman and Chief Executive Officer), Mr. LEE Yau Ching, Mr. LI Man Yin and Mr. CHU Charn Fai, two non-executive directors are Dr. LEE Yin Yee, S.B.S. (Chairman) and Tan Sri Datuk TUNG Ching Sai P.S.M, D.M.S.M, J.P. (Vice Chairman) 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.