UNITED PHOTOVOLTAICS GROUP LIMITED
聯 合 光 伏 集 團 有 限 公 司

(Incorporated in Bermuda with limited liability)

(Stock code: 686)

POLL RESULTS OF THE SPECIAL GENERAL MEETING HELD ON 17 MARCH 2015

References are made to the notice of the special general meeting (the "**SGM**") of United Photovoltaics Group Limited (the "**Company**") dated 27 February 2015 (the "**SGM Notice**") and the circular of the Company dated 27 February 2015 (the "**Circular**") with respect to the (i) discloseable and connected transactions in relation to the acquisition of 51% of the equity interest of Changzhou Guangyu New Energy Company Limited and grant of options over 49% of the equity interest of such company under specific mandate; (ii) formation of joint venture; and (iii) connected transaction in relation to the issue of up to HK$529,000,000 7.5% secured convertible bonds under specific mandate. Unless the context otherwise requires, capitalized terms used herein shall have the same meanings as those defined in the Circular.

POLL RESULTS OF THE SGM

The Board is pleased to announce that the resolutions (the "**Resolutions**") set out in the SGM Notice were duly passed by way of poll by the Shareholders at the SGM held on 17 March 2015. The Company's branch share registrar and transfer office in Hong Kong, Union Registrars Limited, was appointed and acted as the scrutineer for the poll voting at the SGM.

The poll results in respect of the Resolutions are as follows:

ORDINARY RESOLUTIONS		Number of Shares voted (approximate percentage of total number of Shares voted)		Total number of votes cast
		For	Against	
1.	To approve, confirm and ratify the Equity Transfer Agreement and all the transactions contemplated thereunder, and to authorize the Directors to do all things necessary for implementation thereof (as more particularly described in the resolution of the SGM Notice).	628,612,560 (100%)	0 (0%)	628,612,560
2.	To approve, confirm and ratify the Options Agreement and all the transactions contemplated thereunder, to grant a specific mandate to the Directors to allot and issue the Consideration Shares, and to authorize the Directors to do all things necessary for implementation thereof (as more particularly described in the resolution of the SGM Notice).	628,612,560 (100%)	0 (0%)	628,612,560
3.	To approve, confirm and ratify the JV Formation Agreement and all the transactions contemplated thereunder, and to authorize the Directors to do all things necessary for implementation thereof (as more particularly described in the resolution of the SGM Notice).	628,612,560 (100%)	0 (0%)	628,612,560
4.	To approve, confirm and ratify the Subscription Agreement and all the transactions contemplated thereunder, to grant a specific mandate to the Directors to allot and issue the Conversion Shares, and to authorize the Directors to do all things necessary for implementation thereof (as more particularly described in the resolution of the SGM Notice).	628,559,554 (99.9916%)	53,006 (0.0084%)	628,612,560

As more than 50% of the votes were cast in favour of each of the above Resolutions, all the Resolutions were duly passed as ordinary resolutions of the Company at the SGM.

As at the date of the SGM, the Company had a total number of 4,741,266,325 Shares in issue. As disclosed in the Circular, CMNEG and its associates (which held in aggregate 670,649,686 Shares as at the date of the SGM) were required under the Listing Rules to abstain from voting on each of the Resolutions at the SGM. CMNEG and its associates abstained from voting on the Resolutions at the SGM. Accordingly, there were a total of 4,070,616,639 Shares entitling the Shareholders to attend and vote for or against the Resolutions at the SGM.

Save as disclosed above, no other Shareholder was required to abstain from voting on the Resolutions at the SGM.

No Shareholder was entitled to attend the SGM and vote only against the Resolutions, and no Shareholder had stated his intention in the Circular to vote against the Resolutions or to abstain.

For and on behalf of
United Photovoltaics Group Limited
Li, Alan
Chairman of the Board

Hong Kong, 17 March 2015

As at the date of this announcement, the executive directors of the Company are Mr. Li, Alan (Chairman and Chief Executive Officer) and Mr. Lu Zhenwei; the non-executive directors of the Company are Academician Yao Jiannian, Mr. Yang Baiqian and Ms. Qiu Ping, Maggie; and the independent non-executive directors of the Company are Mr. Kwan Kai Cheong, Mr. Yen Yuen Ho, Tony, Mr. Shi Dinghuan and Mr. Ma Kwong Wing.