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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 16 FEBRUARY 2016

References are made to the notice of the special general meeting (the “**SGM**”) of United Photovoltaics Group Limited (the “**Company**”) dated 25 January 2016 (the “**SGM Notice**”) and the circular of the Company dated 25 January 2016 (the “**Circular**”) in relation to Refreshment of General Mandate and re-election of Director. Unless the context otherwise requires, capitalised 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 all the ordinary resolutions (the “**Resolutions**”) set out in the SGM Notice were duly passed by way of poll by the Shareholders or the Independent Shareholders (as appropriate) at the SGM held on 16 February 2016. 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 refresh the general mandate and authorise the Directors to allot, issue and deal with new Shares not exceeding 20% of the issued share capital of the Company	1,039,507,946 (95.2861%)	51,425,613 (4.7139%)	1,090,933,559
2	To re-elect Mr. Tang Wenyong as a non-executive Director of the Company	1,249,951,760 (99.3015%)	8,792,813 (0.6985%)	1,258,744,573

Note: Please refer to the full text of the Resolutions as set out in the SGM Notice for details.

As more than 50% of the votes were cast in favour of each of the Resolutions, where Resolution No. 1 was duly passed by the Independent Shareholders and Resolution No. 2 was duly passed by the Shareholders, the Resolutions were duly passed as ordinary resolutions of the Company at the SGM by way of poll.

As at the date of the SGM, the total number of issued Shares was 4,751,266,325 Shares, which are the number of Shares entitling the holders thereof to attend and vote on Resolution No. 2 at the SGM. As set out in the Circular, the Directors (excluding independent non-executive Directors) and the chief executive of the Company and their respective associates are required to abstain from voting in favour of Resolution No. 1 at the SGM under Rule 13.36(4)(a) of the Listing Rules. As at the date of the SGM, Mr. Li, Alan, an executive Director and chief executive officer of the Company, together with his associates, held 165,407,314 Shares. Ms. Qiu Ping, Maggie, an executive Director and company secretary of the Company, held 2,401,200 Shares. Mr. Li Hong, an executive Director and chief financial officer of the Company, held 70,000 Shares. Mr. Li, Alan, Ms. Qiu Ping, Maggie, Mr. Li Hong and their respective associates (if any) had abstained from voting in favour of Resolution No. 1 at the SGM. Accordingly, the total number of Shares entitling the holders thereof to attend and vote for or against Resolution No. 1 at the SGM was 4,583,387,811.

Save as disclosed, 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, 16 February 2016

As at the date of this announcement, the executive directors of the Company are Mr. Li, Alan (Chairman and Chief Executive Officer), Mr. Lu Zhenwei, Mr. Li Hong and Ms. Qiu Ping, Maggie; the non-executive directors of the Company are Academician Yao Jiannian and Mr. Tang Wenyong; 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.