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GOLDPOLY NEW ENERGY HOLDINGS LIMITED

金 保 利 新 能 源 有 限 公 司 *

(Incorporated in Bermuda with limited liability)

(Stock code: 686)

POLL RESULTS OF THE SPECIAL GENERAL MEETING HELD ON 9 DECEMBER 2013 AND INCREASE IN SHAREHOLDING OF SUBSTANTIAL SHAREHOLDER

POLL RESULTS OF THE SGM

The Board is pleased to announce that all the resolutions set out in the SGM Notice were duly passed by way of poll by the Shareholders at the SGM held on 9 December 2013.

INCREASE IN SHAREHOLDING OF SUBSTANTIAL SHAREHOLDER

The Company also announces that on 9 December 2013, the Company received a notice from CMNEG, a substantial Shareholder, that it has, through a subsidiary of Renewable Energy Trade Board Corporation, a company indirectly owned as to 18.37% by CMNEG, acquired 1,000,000 Shares through over-the-counter transaction. CMNEG intends to further increase its shareholding in the Company when opportunity arises.

References are made to the notice of the special general meeting (the “**SGM**”) of Goldpoly New Energy Holdings Limited (the “**Company**”) dated 22 November 2013 (the “**SGM Notice**”) and the circular of the Company dated 22 November 2013 (the “**Circular**”). 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 of Directors (the “**Board**”) is pleased to announce that all the resolutions set out in the SGM Notice were duly passed by way of poll by the Shareholders at the SGM held on 9 December 2013. 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.

* For identification purpose only

The poll results in respect of the resolutions proposed at the SGM 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 Sale and Purchase Agreement and the Proposed Acquisition Agreement and the transactions contemplated thereunder and to authorise the Directors to do all things necessary for implementation thereof (as more particularly described in resolution no. (1) in the SGM Notice).	385,715,297 (79.7611%)	97,873,000 (20.2389%)	483,588,297
2. To approve, confirm and ratify the Subscription Agreement and the transactions contemplated thereunder, including the issue of the Convertible Bonds and the grant of the Specific Mandate and to authorise the Directors to do all things necessary for implementation thereof (as more particularly described in resolution no. (2) in the SGM Notice).	916,615,168 (90.457%)	96,701,000 (9.543%)	1,013,316,168

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 total number of issued Shares was 3,467,782,575 Shares. As stated in the Circular, according to the Listing Rules, any Shareholder and his/her/its associate(s) with a material interest in the CSPG Group Acquisition and the Proposed Acquisition are required to abstain from voting on the resolution in respect of the CSPG Group Acquisition and the Proposed Acquisition at the SGM. As Huabei Expressway, a party to each of the Sale and Purchase Agreement and Proposed Acquisition Agreement, is indirectly owned as to 26.82% by China Merchants Group Limited, the holding company of CMNEG, a substantial Shareholder. As such, CMNEG and its associates are required to abstain from voting on the resolutions to be proposed at the SGM to approve the Sale and Purchase Agreement and the Proposed Acquisition Agreement.

The Projects were developed and previously owned by Zhongli Talesun, who is interested in the Company as to 3.46% through its wholly-owned subsidiary Zhongli New Energy (Hong Kong) Investment Limited (“**Zhongli New Energy**”). Zhongli Talesun had since transferred its entire interest in the Target Group to independent third parties and which was subsequently transferred to the Vendor. In view of Zhongli Talesun’s past interest in the Projects, Zhongli New Energy and its associates have abstained from voting on the resolutions proposed at the SGM to approve the Sale and Purchase Agreement and the Proposed Acquisition Agreement.

As at the date of the SGM, CMNEG and parties acting in concert with it were interested in an aggregate of 529,727,871 Shares, representing approximately 15.28% of the issued share capital of the Company. Zhongli New Energy was interested in an aggregate of 119,922,000 Shares, representing approximately 3.46% of the issued share capital of the Company. Accordingly, Shareholders holding a total of 2,818,132,704 Shares were entitled to attend and vote for or against resolution no. (1) above 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 and vote only against any of the resolutions set out in the SGM Notice at the SGM, and no Shareholder had stated his intention in the Circular to vote against any of the said resolutions.

The Board also announces that all other previously announced acquisitions of solar power plants are under further negotiation and the Board anticipates that all the transactions will proceed as scheduled. The Company will continue to strive to materialize each of the transactions and will make further announcements to the Shareholders regarding the progress of the relevant transactions as and when appropriate in compliance with the Listing Rules.

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For and on behalf of
Goldpoly New Energy Holdings Limited
Lam Ho Fai
Executive Director

Hong Kong, 9 December 2013

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