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熊猫绿能
Panda Green

PANDA GREEN ENERGY GROUP LIMITED

熊猫绿色能源集团有限公司

(Incorporated in Bermuda with limited liability)

(Stock code: 686)

**POLL RESULTS OF THE ANNUAL GENERAL MEETING
HELD ON 3 JUNE 2019**

References are made to the circular (the “**AGM Circular**”) and the notice (the “**AGM Notice**”) of the AGM of the Company both dated 30 April 2019. Unless the context otherwise requires, capitalised terms used herein shall have the same meanings as those defined in the AGM Circular.

POLL RESULTS OF THE AGM

The Board is pleased to announce that all the resolutions as set out in the AGM Notice were duly passed by way of poll at the AGM held on 3 June 2019. The Company’s branch share registrar and transfer office in Hong Kong, Union Registrars Limited, was appointed and acted as the scrutineer for the purpose of vote-taking at the AGM.

The poll results 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 receive and consider the audited consolidated financial statements of the Group and the reports of the Directors and the auditors for the year ended 31 December 2018. | 8,848,968,520 (100.0000%) | 0 (0.0000%) | 8,848,968,520 |
| 2. | (i) To re-elect Mr. Li, Alan as an executive director of the Company; | 8,467,005,149 (99.9999%) | 10,343 (0.0001%) | 8,467,015,492 |
| | (ii) To re-elect Mr. Li Hao as a non-executive director of the Company; | 8,848,965,257 (99.9999%) | 10,343 (0.0001%) | 8,848,975,600 |
| | (iii) To re-elect Ms. Xie Yi as a non-executive director of the Company; | 8,848,965,257 (99.9999%) | 10,343 (0.0001%) | 8,848,975,600 |
| | (iv) To re-elect Mr. Yen Yuen Ho, Tony as an independent non-executive director of the Company; and | 8,847,671,398 (99.9853%) | 1,304,202 (0.0147%) | 8,848,975,600 |
| | (v) To re-elect Mr. Shi Dinghuan as an independent non-executive director of the Company. | 8,665,560,289 (97.9273%) | 183,415,311 (2.0727%) | 8,848,975,600 |
| 3. | To authorise the Board to fix the Directors' remuneration. | 8,848,975,600 (99.9955%) | 400,000 (0.0045%) | 8,849,375,600 |
| 4. | To re-appoint PricewaterhouseCoopers as auditors of the Company and to authorise the Board to fix their remuneration. | 8,848,978,100 (99.9955%) | 400,000 (0.0045%) | 8,849,378,100 |
| 5. | (A) To grant a general mandate to the Directors to repurchase the issued shares in the share capital of the Company; | 8,539,824,767 (100.0000%) | 0 (0.0000%) | 8,539,824,767 |
| | (B) To grant a general mandate to the Directors to allot, issue and otherwise deal with additional shares in the share capital of the Company; and | 8,433,937,238 (98.7647%) | 105,485,029 (1.2353%) | 8,539,422,267 |
| | (C) Conditional upon the passing of resolutions 5(A) and 5(B), to authorise the Directors to allot, issue and deal with any Shares repurchased pursuant to the general mandate granted by resolution 5(A) and to make or grant offers, agreements and option which might require the exercise of such authority. | 8,433,937,238 (98.7647%) | 105,485,029 (1.2353%) | 8,539,422,267 |

Note: Please refer to the full text of the ordinary resolutions as set out in the AGM Notice for details.

As more than 50% of the votes were cast in favor of the above resolutions, all such resolutions were duly passed as ordinary resolutions of the Company at the AGM.

As at the date of the AGM, the total number of issued Shares was 15,251,004,934 Shares, which was the total number of Shares entitling the holders to attend and vote for or against any of the resolutions proposed at the AGM. No Shareholder who was entitled to attend the AGM had to vote only against any of the resolutions at the AGM. There were no Shares entitling the Shareholders to attend the AGM and abstain from voting in favor of any of the resolutions as set out in Rule 13.40 of the Listing Rules, and no Shareholder has stated his intention in the AGM Circular to vote against or to abstain from voting on any of the resolutions at the AGM. No Shareholder was required to abstain from voting at the AGM under the Listing Rules.

For and on behalf of
Panda Green Energy Group Limited
Li, Alan and Lu Zhenwei
Chairmen of the Board

Hong Kong, 3 June 2019

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 (Co-Chairman), Mr. Yu Qiuming, Mr. Li Hong and Mr. Li Guangqiang; the non-executive directors of the Company are Mr. Tang Wenyong, Mr. Li Hao and Ms. Xie Yi; and the independent non-executive directors of the Company are Mr. Kwan Kai Cheong, Mr. Yen Yuen Ho, Tony, Mr. Shi Dinghuan and Mr. Chen Hongsheng.