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GCL New Energy Holdings Limited

協鑫新能源控股有限公司

(incorporated in Bermuda with limited liability)

(Stock Code: 451)

**POLL RESULTS OF SPECIAL GENERAL MEETING
HELD ON 27 JUNE 2014**

The Board is pleased to announce that all the proposed resolutions set out in the SGM Notice were duly passed by the Shareholders by way of poll at the SGM held on 27 June 2014.

Reference is made to the circular of the Company dated 6 June 2014 (the “**Circular**”) and the notice of SGM of the Company dated 6 June 2014 (the “**SGM Notice**”). Unless otherwise defined, capitalised terms used in this announcement 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 proposed resolutions set out in the SGM Notice were duly passed by the Shareholders by way of poll at the SGM held on 27 June 2014.

The poll results in respect of the resolutions proposed at the SGM were as follows:

RESOLUTIONS		NUMBER OF SHARES (%)	
ORDINARY RESOLUTIONS		FOR	AGAINST
1.	“ THAT conditional upon The Stock Exchange of Hong Kong Limited granting approval for the listing of, and permission to deal in, the Subdivided Shares (as defined below) in issue and to be issued, with effect from 9:00 a.m. on the next business day following the day on which this resolution is passed by the shareholders of the Company, every one (1) issued and unissued ordinary share of HK\$0.10 each in the share capital of the Company be subdivided into six (6) Subdivided Shares of HK\$0.01666 each (each a “ Subdivided Share ”), and such Subdivided Share(s) shall rank <i>pari passu</i> in all respects with each other and have the rights and privileges and be subject to the restrictions in respect of ordinary shares contained in the bye-laws of the Company, and any one of the directors of the Company be and is hereby authorized to do all such acts, deeds and things and to effect all necessary actions as he or she may consider necessary or desirable in order to effect, implement and complete any and all of the matters set out in this ordinary resolution no.1.”	459,977,085 (100.00%)	0 (0.00%)
2.	“ THAT the shareholders of the Company ratify and confirm all and any actions taken by the directors and officers of the Company relative to the business of the Company from 9 May 2014 up to the date of this special general meeting.”	459,941,085 (99.99%)	36,000 (0.01%)
SPECIAL RESOLUTION		FOR	AGAINST
3.	“ THAT the new bye-laws of the Company in the form of the document marked “ A ” and produced to this meeting and for the purpose of identification signed by the chairman of this meeting, a copy of which is set out in the appendix to the circular of the Company dated 6 June 2014 be and are hereby approved and adopted as the bye-laws of the Company in substitution for and to the exclusion of all the existing bye-laws of the Company with immediate effect.”	459,972,585 (100.00%)	0 (0.00%)

RESOLUTIONS		NUMBER OF SHARES (%)	
ORDINARY RESOLUTION		FOR	AGAINST
4.	“ THAT subject to and conditional on the passing of the above special resolution, any one of the directors of the Company be and is hereby authorized to sign, execute, deliver all such documents and take all such actions and steps and do such acts, matters and things as he or she considers necessary, appropriate, desirable or expedient to give full effect to the above special resolution, and for the purpose of or in connection with the adoption of the new bye-laws of the Company.”	459,972,585 (100.00%)	0 (0.00%)

As more than 50% of the votes were cast in favour of each of resolution nos. 1, 2 and 4, resolution nos. 1, 2 and 4 were duly passed as ordinary resolutions of the Company. As more than 75% of the votes were cast in favour of resolution no. 3, resolution no. 3 was duly passed as a special resolution of the Company.

As at the date of SGM, the number of issued Shares was 529,491,377, which represented the total number of Shares entitling the holders to attend and vote for or against the proposed resolutions at the SGM. No Shareholder was required under the Listing Rules to abstain from voting on the proposed resolutions at the SGM. There were no restrictions on any Shareholders to cast votes on any of the proposed resolutions at the SGM.

Tricor Abacus Limited, the Company’s branch share registrar in Hong Kong, was appointed as the scrutineer for the vote-taking at the SGM.

By order of the Board
GCL New Energy Holdings Limited
協鑫新能源控股有限公司
Tang Cheng
Chairman

Hong Kong, 27 June 2014

As at the date of this announcement, the executive Directors are Mr. Zhu Gongshan, Mr. Tang Cheng, Mr. Gu Xin, Ms. Hu Xiaoyan and Mr. Yip Sum Yin; the non-executive Directors are Ms. Sun Wei and Mr. Yu Baodong; and the independent non-executive Directors are Mr. Wang Bohua, Mr. Xu Songda, Mr. Han Qing-hua and Mr. Lee Conway Kong Wai.