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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)

**(1) POLL RESULTS OF ANNUAL GENERAL MEETING;
(2) RETIREMENT OF EXECUTIVE DIRECTOR AND HONORARY
CHAIRMAN;
AND
(3) CHANGE OF CHAIRMAN OF THE STRATEGIC PLANNING
COMMITTEE**

(1) RESULTS OF THE AGM

The Board is pleased to announce that at the AGM, all the proposed resolutions were duly passed by the Shareholders by way of poll.

**(2) RETIREMENT OF EXECUTIVE DIRECTOR AND HONORARY
CHAIRMAN**

The Board announces that Mr. Zhu retired from office as an executive Director and the Honorary Chairman at the conclusion of the AGM held on 24 May 2016.

(3) CHANGE OF CHAIRMAN OF STRATEGIC PLANNING COMMITTEE

Mr. Zhu ceased to be the chairman of the Strategic Planning Committee with effect from 24 May 2016. Mr. Zhu Yufeng has been appointed as the chairman of the Strategic Planning Committee to fill the vacancy upon the Retirement with effect from 24 May 2016.

References are made to the circular (the “**AGM Circular**”) and the notice (the “**AGM Notice**”) of the AGM of GCL New Energy Holdings Limited (the “**Company**”), both dated 21 April 2016. Unless the context otherwise requires, capitalized terms used in this announcement shall have the same meanings as those defined in the AGM Circular.

(1) RESULTS OF THE AGM

The Board is pleased to announce that at the AGM held on 24 May 2016, all the ordinary resolutions (the “**Resolutions**”) as set out in the AGM Notice were proposed and duly passed by the Shareholders by way of poll with the results as follows:

ORDINARY RESOLUTIONS <i>Note</i>		NUMBER OF SHARES (%)	
		FOR	AGAINST
1.	To receive and consider the audited consolidated financial statements and the reports of the Directors and auditor of the Company for financial year ended 31 December 2015.	12,039,631,186 (99.99%)	1,490,000 (0.01%)
2.	(i) To re-elect Mr. Tong Wan Sze as a Director.	12,037,694,686 (99.97%)	3,426,500 (0.03%)
	(ii) To re-elect Mr. Yeung Man Chung, Charles as a Director.	12,037,616,686 (99.97%)	3,504,500 (0.03%)
	(iii) To re-elect Mr. Wang Bohua as a Director.	11,884,047,880 (98.70%)	157,073,306 (1.30%)
	(iv) To re-elect Mr. Xu Songda as a Director.	11,891,358,999 (98.76%)	149,762,187 (1.24%)
	(v) To re-elect Mr. Lee Conway Kong Wai as a Director.	11,889,356,999 (98.74%)	151,764,187 (1.26%)
	(vi) To authorise the Board to fix the remuneration of the Directors.	12,039,631,186 (99.99%)	1,490,000 (0.01%)
3.	To re-appoint Deloitte Touche Tohmatsu as auditor of the Company and to authorise the Board to fix its remuneration.	11,890,618,997 (98.75%)	150,502,189 (1.25%)
4.	(i) To grant a general mandate to the Directors to allot, issue and deal with additional Shares.	11,952,550,478 (99.26%)	88,570,708 (0.74%)
	(ii) To grant a general mandate to the Directors to repurchase Shares.	12,039,631,186 (99.99%)	1,490,000 (0.01%)
	(iii) To extend the general mandate to the Directors to allot, issue and deal with additional Shares by the addition of number of Shares repurchased.	11,953,004,978 (99.27%)	88,116,208 (0.73%)

Note: Please refer to the AGM Notice for full version of the Resolutions.

As more than 50% of the votes were cast in favour of each of the Resolutions, all of the Resolutions were duly passed by way of poll as ordinary resolutions of the Company.

As at the date of the AGM, the number of issued shares of the Company was 19,073,715,441 shares, which was the total number of shares entitling the holders to attend and vote for or against all the Resolutions proposed at the AGM. No Shareholder was required to abstain from voting on the Resolutions and there was no share entitling the holders to attend and abstain from voting in favour of the Resolutions at the AGM.

The Company's Hong Kong branch share registrar, Tricor Abacus Limited, acted as the scrutineer at the AGM for the purpose of vote-taking.

(2) RETIREMENT OF EXECUTIVE DIRECTOR AND HONORARY CHAIRMAN

The Board announces that Mr. Zhu retired from office (the "**Retirement**") as an executive Director and the honorary chairman (the "**Honorary Chairman**") of the Company at the conclusion of the AGM held on 24 May 2016. Mr. Zhu did not offer himself for re-election due to his desire to devote more efforts for his other business commitments.

Mr. Zhu confirmed that he has no claims whatsoever against the Company for fees, compensation for loss of office, remuneration, severance payments, pension, expenses or otherwise and there is no disagreement with the Board and there are no matters relating to the Retirement that need to be brought to the attention of the Shareholders or the Stock Exchange.

The Board would like to take this opportunity to express its gratitude to Mr. Zhu for his valuable contribution to the Company during his tenure of office.

(3) CHANGE OF CHAIRMAN OF THE STRATEGIC PLANNING COMMITTEE

Following the Retirement, Mr. Zhu ceased to be the chairman of the strategic planning committee of the Company (“**Strategic Planning Committee**”) with effect from 24 May 2016. Mr. Zhu Yufeng has been appointed as the chairman of the Strategic Planning Committee to fill the vacancy upon the Retirement with effect from 24 May 2016.

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

Hong Kong, 24 May 2016

As at the date of this announcement, the executive Directors are Mr. Zhu Yufeng, Mr. Sun Xingping, Ms. Hu Xiaoyan, Mr. Tong Wan Sze and Mr. Yip Sum Yin; the non-executive Directors are Ms. Sun Wei, Mr. Sha Hongqiu and Mr. Yeung Man Chung, Charles; and the independent non-executive Directors are Mr. Wang Bohua, Mr. Xu Songda, Mr. Lee Conway Kong Wai, Mr. Wang Yanguo and Dr. Chen Ying.