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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 13 FEBRUARY 2017**

The Board is pleased to announce that the Resolution was duly passed by the Independent Shareholders by way of poll at the SGM held on 13 February 2017.

References are made to the circular (the “**SGM Circular**”) and the notice (the “**SGM Notice**”) of the special general meeting of GCL New Energy Holdings Limited (the “**Company**”), both dated 20 January 2017. Unless the context otherwise requires, capitalised terms used in this announcement shall have the same meanings as those defined in the SGM Circular.

RESULTS OF THE SGM

The Board is pleased to announce that at the SGM held on 13 February 2017, the ordinary resolution (the “**Resolution**”) as set out in the SGM Notice was proposed and duly passed by the Independent Shareholders by way of poll with the result as follows:

ORDINARY RESOLUTION	NUMBER OF SHARES (%)	
	FOR	AGAINST
<p>THAT</p> <p>(a) the Sale and Purchase Agreement entered into between the Company as seller and the Purchaser, who was a director of the Company in the past 12 months, pursuant to which the Company has conditionally agreed to sell, and the Purchaser has conditionally agreed to purchase, the entire equity interest in Same Time International (B.V.I.) Limited, pursuant to the terms and conditions set out in the Sale and Purchase Agreement, be and is hereby unconditionally approved, ratified and confirmed; and</p> <p>(b) any one or more of the directors of the Company be and are hereby authorised to act for and on behalf of the Company to do all such things and sign, seal, execute, perfect and deliver all such documents as he/she/they may in his/her/their discretion consider necessary, desirable or expedient, for the purposes of or in connection with the implementation and/or give effect to any matters relating to the Sale and Purchase Agreement and the transactions contemplated thereunder.</p>	<p>14,032,177,235 (99.99%)</p>	<p>56,000 (0.01%)</p>

As more than 50% of the votes were cast in favour of the Resolution, the Resolution was duly passed by way of poll as ordinary resolution of the Company.

As at the date of the SGM, the total number of Shares in issue was 19,073,715,441 Shares. As disclosed in the SGM Circular, the Purchaser and his associates were interested in and entitled to control over 708,963,376 Shares (representing approximately 3.72% of the total voting rights of the Shareholders). As the Purchaser and his associates have a material interest in the Sale and Purchase Agreement and the Disposal, they would, and did abstain from voting on the Resolution proposed at the SGM. As such, the total number of Shares entitling the Independent Shareholders to attend and vote for or against the Resolution proposed at the SGM was 18,364,752,065 Shares, representing approximately 96.28% of the total issued share capital of the Company as at the date of the SGM.

Save as disclosed above, no other Shareholder was required to abstain from voting on the Resolution and there was no Share entitling the Shareholders to attend and abstain from voting in favour of the Resolution at the SGM.

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

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, 13 February 2017

As at the date of this announcement, the executive Directors are Mr. Zhu Yufeng, Mr. Sun Xingping, Ms. Hu Xiaoyan and Mr. Tong Wan Sze; 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.