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**Power Assets Holdings Ltd.**  
**電能實業有限公司**

於香港註冊成立的有限公司  
Incorporated in Hong Kong with limited liability  
股份代號 Stock Code: 6

## **POLL RESULTS OF THE ANNUAL GENERAL MEETING HELD ON 14 MAY 2015**

The Company is pleased to announce the results of the poll conducted in respect of the resolutions proposed at the Annual General Meeting of the Company held on 14 May 2015 (the “AGM”) as follows:

	<b>RESOLUTIONS</b>	<b>NO. OF VOTES (%)</b>	
		<b>FOR</b>	<b>AGAINST</b>
1.	To receive the audited Financial Statements, the Report of the Directors and the Independent Auditor’s Report for the year ended 31 December 2014.	1,452,898,124 (99.9875)	181,125 (0.0125)
	As more than 50% of the votes were cast in favour of the resolution, the resolution was duly passed as an ordinary resolution.		
2.	To declare a final dividend of HK\$2.01 per share.	1,453,069,837 (99.9810)	276,323 (0.0190)
	As more than 50% of the votes were cast in favour of the resolution, the resolution was duly passed as an ordinary resolution.		
3.	(a) To elect Mr. Neil Douglas McGee as a Director.	1,113,824,371 (76.8059)	336,356,209 (23.1941)
	As more than 50% of the votes were cast in favour of the resolution, the resolution was duly passed as an ordinary resolution.		
	(b) To elect Mr. Ralph Raymond Shea as a Director.	1,422,942,000 (97.9157)	30,290,387 (2.0843)
	As more than 50% of the votes were cast in favour of the resolution, the resolution was duly passed as an ordinary resolution.		

RESOLUTIONS		NO. OF VOTES (%)	
		FOR	AGAINST
	(c) To elect Mr. Wan Chi Tin as a Director.	1,113,833,003 (76.8059)	336,358,928 (23.1941)
	As more than 50% of the votes were cast in favour of the resolution, the resolution was duly passed as an ordinary resolution.		
	(d) To elect Mr. Wong Chung Hin as a Director.	1,407,765,076 (96.8801)	45,335,856 (3.1199)
	As more than 50% of the votes were cast in favour of the resolution, the resolution was duly passed as an ordinary resolution.		
	(e) To elect Mr. Wu Ting Yuk, Anthony as a Director.	1,450,093,201 (99.7927)	3,012,091 (0.2073)
	As more than 50% of the votes were cast in favour of the resolution, the resolution was duly passed as an ordinary resolution.		
4.	To appoint KPMG as Auditor of the Company and to authorise the Directors to fix the Auditor's remuneration.	1,451,222,020 (99.8549)	2,108,264 (0.1451)
	As more than 50% of the votes were cast in favour of the resolution, the resolution was duly passed as an ordinary resolution.		
5.	To give a general mandate to the Directors to issue and dispose of additional shares not exceeding 20% of the total number of shares of the Company in issue.	922,650,356 (63.4804)	530,791,032 (36.5196)
	As more than 50% of the votes were cast in favour of the resolution, the resolution was duly passed as an ordinary resolution.		
6.	To give a general mandate to the Directors to repurchase shares not exceeding 10% of the total number of shares of the Company in issue.	1,453,107,391 (99.9797)	295,049 (0.0203)
	As more than 50% of the votes were cast in favour of the resolution, the resolution was duly passed as an ordinary resolution.		
7.	To add the number of shares repurchased to the general mandate given to the Directors to issue additional shares.	941,796,773 (64.8043)	511,497,175 (35.1957)
	As more than 50% of the votes were cast in favour of the resolution, the resolution was duly passed as an ordinary resolution.		
8.	To approve the adoption of the new Articles of Association of the Company.	1,381,272,633 (95.0381)	72,116,296 (4.9619)
	As more than 75% of the votes were cast in favour of the resolution, the resolution was duly passed as a special resolution.		

	RESOLUTIONS	NO. OF VOTES (%)	
		FOR	AGAINST
9.	To authorise the Directors to approve the acquisition of the connected debt securities subject to and in accordance with the Master Agreement and the prescribed terms and conditions.	309,437,324 (49.7601)	312,421,076 (50.2399)
	As less than 50% of the votes were cast in favour of the resolution, the resolution was not passed as an ordinary resolution.		

*\* The above percentages are rounded to the nearest four decimal places.*

The total number of shares entitling the holders to attend and vote for or against the Resolutions 1 to 8 at the AGM is 2,134,261,654 shares. There were no restrictions on any shareholders to cast votes on the proposed Resolutions 1 to 8 at the AGM.

As for Resolution 9, Cheung Kong Infrastructure Holdings Limited and its associates which together are interested in 829,599,612 shares representing approximately 38.87% of the total number of shares of the Company in issue were required to abstain, and had so abstained, from voting on such resolution at the AGM. The total number of shares entitling the holders to attend and vote for or against the Resolution 9 at the AGM is 1,304,662,042 shares. Save as the aforesaid, there were no restrictions on any other shareholders to cast votes on the proposed Resolution 9 at the AGM.

Computershare Hong Kong Investor Services Limited, the share registrar of the Company, acted as scrutineer for the poll at the AGM.

By Order of the Board  
**Alex Ng**  
*Company Secretary*

Hong Kong, 14 May 2015

*As at the date of this announcement, the directors of the Company are:*

*Executive directors : Mr. FOK Kin Ning, Canning (Chairman), Mr. TSAI Chao Chung, Charles (Chief Executive Officer), Mr. CHAN Loi Shun, Mr. Andrew John HUNTER, Mr. Neil Douglas MCGEE and Mr. WAN Chi Tin*

*Non-executive directors : Mr. LI Tzar Kuoi, Victor and Mr. Frank John SIXT*

*Independent non-executive directors : Mr. IP Yuk-keung, Albert, Mr. Ralph Raymond SHEA, Mr. WONG Chung Hin and Mr. WU Ting Yuk, Anthony*