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## **HANERGY THIN FILM POWER GROUP LIMITED**

**漢能薄膜發電集團有限公司**

*(Incorporated in Bermuda with limited liability)*

**(Stock Code: 566)**

### **POLL RESULTS OF ANNUAL GENERAL MEETING HELD ON 20 MAY 2015**

The Board is pleased to announce that all the resolutions as set out in the Notice were duly passed as ordinary resolutions by the Shareholders by way of poll at the AGM.

Reference is made to the circular of Hanergy Thin Film Power Group Limited (the “**Company**”) dated 21 April 2015 (the “**Circular**”). Unless the context otherwise requires, capitalised terms used in this announcement shall have the same meanings as those defined in the Circular.

The Board is pleased to announce that all the resolutions as set out in the notice of the AGM (the “**Notice**”) were duly passed as ordinary resolutions by the Shareholders by way of poll at the AGM.

As at the date of the AGM, the total number of issued ordinary shares of the Company was 41,714,464,348 Shares, being the total number of shares entitling the holders to attend and vote on each resolution proposed at the AGM. There were no shares entitling the holders to attend and abstain from voting in favour of the resolutions proposed at the AGM pursuant to rule 13.40 of the Listing Rules and there were no shares requiring the holders to abstain from voting at the AGM under the Listing Rules. No parties have indicated in the Circular that they intend to vote against or to abstain from voting on any resolutions at the AGM.

Tricor Tengis Limited, the branch share registrar of the Company in Hong Kong, was appointed as the scrutineer at the AGM for the purpose of vote-taking. The poll results in respect of all the resolutions proposed at the AGM were as follows:

ORDINARY RESOLUTIONS		Number of votes cast (Percentage of total number of votes cast)	
		FOR	AGAINST
1	To receive and consider the audited consolidated financial statements and the reports of the directors and of the auditor of the Company for the year ended 31 December 2014	22,738,562,419 (100.00%)	0 (0.00%)
2	To re-elect Mr. Li Hejun as an Executive Director of the Company	22,137,841,600 (97.35%)	602,330,819 (2.65%)
3	To re-elect Dr. Feng Dianbo as an Executive Director of the Company	22,189,988,956 (97.58%)	550,183,463 (2.42%)
4	To re-elect Mr. Liu Min as an Executive Director of the Company	22,189,988,957 (97.58%)	550,183,463 (2.42%)
5	To re-elect Dr. Lam Yat Ming Eddie as an Executive Director of the Company	22,720,674,246 (99.91%)	19,498,174 (0.09%)
6	To re-elect Professor Xu Zheng as an Independent Non-Executive Director of the Company	22,736,560,420 (99.98%)	3,612,000 (0.02%)
7	To re-elect Dr. Wang Wenjing as an Independent Non-Executive Director of the Company	22,736,009,924 (99.98%)	4,162,496 (0.02%)
8	To authorise the board of directors of the Company to fix the remuneration of the directors of the Company	22,737,632,120 (99.99%)	2,217,300 (0.01%)
9	To consider the appointment of auditors and to authorise the board of directors of the Company to fix their remuneration	22,740,172,419 (100.00%)	0 (0.00%)
10	To grant a general mandate to the directors of the Company to repurchase shares of the Company	22,739,849,419 (99.99%)	6,000 (0.01%)
11	To grant a general mandate to the directors of the Company to issue shares of the Company	21,908,421,203 (96.35%)	829,147,217 (3.65%)
12	To extend the general mandate granted to the directors of the Company to issue shares by the nominal amount of shares repurchased	21,920,182,790 (96.40%)	819,672,630 (3.60%)

The full text of the above resolutions was set out in the Notice.

The number of votes and percentage of the voting as stated above are based on the total number of Shares held by the Shareholders who attended and voted at the AGM in person, by corporate representative or by proxy.

By order of the Board  
**Hanergy Thin Film Power Group Limited**  
**Li Hejun**  
*Chairman*

Hong Kong, 20 May 2015

*As at the date of this announcement, the executive Directors are Mr. Li, Hejun (Chairman), Mr. Dai, Frank Mingfang (Deputy Chairman and Chief Executive Officer), Dr. Feng, Dianbo (Deputy Chairman), Mr. Liu, Min (Deputy Chairman), Mr. Chen, Li (Executive Vice-President), Dr. Lam, Yat Ming Eddie (Finance Director and Senior Vice-President), and Mr. Li, Guangmin (Financial Controller); and the independent non-executive Directors of the Company are Ms. Zhao, Lan, Mr. Wang, Tongbo, Professor Xu, Zheng and Dr. Wang, Wenjing.*