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**GREEN ENERGY GROUP LIMITED**

**綠色能源科技集團有限公司\***

*(incorporated in Bermuda with limited liability)*

(Stock Code: 979)

- (1) POLL RESULTS OF THE ANNUAL GENERAL MEETING HELD  
ON 21 JUNE 2018;**
- (2) RETIREMENT OF INDEPENDENT NON-EXECUTIVE  
DIRECTORS;**
- (3) APPOINTMENT OF AN INDEPENDENT NON-EXECUTIVE  
DIRECTOR;**
- AND**
- (4) CHANGE OF MEMBERS OF BOARD COMMITTEES**

**POLL RESULTS OF THE ANNUAL GENERAL MEETING**

The Board is pleased to announce that at the AGM, all the resolutions set out in the AGM Notice were approved by the Shareholders by way of poll.

**RETIREMENT OF INDEPENDENT NON-EXECUTIVE DIRECTORS**

The Board also announces that each of Mr. So Yin Wai and Ms. Li Kit Chi Fiona retired as an independent non-executive Director with effect from the conclusion of the AGM.

**APPOINTMENT OF AN INDEPENDENT NON-EXECUTIVE DIRECTOR**

After the AGM, the Board has resolved to appoint Mr. Wong Sai Hung as an independent non-executive Director with effect from 21 June 2018.

**CHANGE OF MEMBERS OF BOARD COMMITTEES**

Following the retirement of each of Mr. So Yin Wai and Ms. Li Kit Chi Fiona as an independent non-executive Director, with effect from the conclusion of the AGM, Mr. So also ceased to be a member and the chairman of the Audit Committee and a member of the Remuneration Committee, and Ms. Li also ceased to be a member and the chairman of the Nomination Committee and a member of each of the Audit Committee and the Remuneration Committee.

After the AGM, the Board has resolved to make the following appointments, with effect from 21 June 2018:

- (i) Mr. Wong Sai Hung as the chairman of the Nomination Committee and a member of each of the Audit Committee and the Remuneration Committee; and
- (ii) Mr. Tam Chun Wa, an existing independent non-executive Director, as the chairman of the Audit Committee.

References are made to the circular (“**Circular**”) of Green Energy Group Limited (“**Company**”) dated 30 April 2018, and the notice of annual general meeting of the Company dated 30 April 2018 (“**AGM Notice**”). Unless the context requires otherwise, terms used herein shall have the same meanings as those defined in the Circular.

The board of directors (“**Board**”) of the Company is pleased to announce that at the annual general meeting of the Company (“**AGM**”) held on 21 June 2018, all the resolutions set out in the AGM Notice were duly passed by the Shareholders by way of poll.

As at the date of the AGM, the number of issued Shares was 946,928,176 Shares, which was the total number of Shares entitling the holders to attend and vote for or against all resolutions set out in the AGM Notice at the AGM. To the best of the Directors’ knowledge, information and belief having made all reasonable enquiries, no Shareholder was required to abstain from voting on any of the resolutions proposed at the AGM in accordance with the Listing Rules. As such, there were a total of 946,928,176 Shares, representing 100% of the issued share capital of the Company as at the date of the AGM, entitling holders thereof to attend and vote on the resolutions at the AGM. None of the Shareholders was entitled to attend and abstain from voting in favour of any of the resolutions at the AGM according to Rule 13.40 of the Listing Rules. None of the Shareholders stated his/her/its intention in the Circular to vote against any of the resolutions or to abstain from voting on any of the resolutions at the AGM.

The Company’s branch share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited, was appointed as the scrutineer for the vote-taking at the AGM.

Full text of the resolutions is set out in the AGM Notice. The number of Shares represented by votes for and the number of Shares represented by votes against the respective resolutions set out in the AGM Notice at the AGM are as follows:

<b>Ordinary Resolutions</b>		<b>No. of Votes (%)</b>	
		<b>For</b>	<b>Against</b>
1.	To receive and adopt the audited financial statements and the reports of the Directors and auditors of the Company for the year ended 31 December 2017	372,884,466 (99.999997%)	10 (0.000003%)
2.(a)	To re-elect Mr. Yip Wai Leung, Jerry as an executive Director	372,894,466 (99.999997%)	10 (0.000003%)
2.(b)	To re-elect Mr. Tam Chun Wa as an independent non-executive Director	372,884,466 (99.997316%)	10,010 (0.002684%)
2.(c)	To re-elect Mr. Luo Xian Ping as an executive Director	372,894,466 (99.999997%)	10 (0.000003%)
2.(d)	To re-elect Mr. Ho Wai Hung as an executive Director	372,884,466 (99.997316%)	10,010 (0.002684%)
2.(e)	To re-elect Mr. Sze Cheung Pang as an independent non-executive Director	372,894,466 (99.999997%)	10 (0.000003%)
2.(f)	To authorise the Board to fix the remuneration of the Directors	372,884,466 (99.997316%)	10,010 (0.002684%)
3.	To re-appoint Cheng and Cheng Limited as the Company's auditors and to authorise the Board to fix their remuneration	372,894,466 (99.999997%)	10 (0.000003%)
4.	To grant a general and unconditional mandate to the Directors to allot, issue or otherwise deal with additional Shares	372,894,466 (99.999997%)	10 (0.000003%)
5.	To grant a general mandate to the Directors to repurchase the Shares	372,884,466 (99.999997%)	10 (0.000003%)
6.	To add the Shares repurchased by the Company to the total number of Shares which may be allotted and issued under the mandate granted to the Directors under resolution no. 4 set out in the AGM Notice	372,884,466 (99.999997%)	10 (0.000003%)
As more than 50% of the votes were cast in favour of the resolutions, the resolutions were duly passed by the Shareholders as ordinary resolutions of the Company.			

## **RETIREMENT OF INDEPENDENT NON-EXECUTIVE DIRECTORS**

The Board also announces that, due to other business commitments which require more of his/her dedications, each of Mr. So Yin Wai (“**Mr. So**”) and Ms. Li Kit Chi Fiona (“**Ms. Li**”) did not offer himself/herself for re-election at the AGM and retired as an independent non-executive Director with effect from the conclusion of the AGM.

Each of Mr. So and Ms. Li confirmed that he/she did not have disagreement with the Board and there were no matters relating to his/her retirement that need to be brought to the attention of the Shareholders.

## **APPOINTMENT OF AN INDEPENDENT NON-EXECUTIVE DIRECTOR**

After the AGM, the Board has resolved to appoint Mr. Wong Sai Hung (“**Mr. Wong**”) as an independent non-executive Director with effect from 21 June 2018. The biographical details of Mr. Wong are set out below:

Mr. Wong, aged 63, graduated from The Hong Kong Polytechnic University with a Higher Diploma in Business Studies in October 1977. He has been a director of One Asset Management Limited, a company incorporated in Thailand, since 1992. Mr. Wong has been an independent non-executive director of Ping An Insurance (Group) Company of China, Ltd., a company which is listed on the Main Board of the Stock Exchange (Stock Code: 2318), since June 2013. He has also been an independent non-executive director of JP Morgan Chinese Investment Trust plc, which is listed on the London Stock Exchange, with effect from August 2014. Mr. Wong has been a non-executive director of Ping An Securities Group (Holdings) Limited, a company which is listed on the Main Board of the Stock Exchange (Stock Code: 0231), since February 2018. Mr. Wong was an executive director of LW Asset Management Advisors Limited, which is an investment management company registered under the Securities and Futures Commission of Hong Kong, from April 2013 to April 2014. Mr. Wong was an independent non-executive director of Hong Kong Exchanges and Clearing Limited, a company which is listed on the Main Board of the Stock Exchange (Stock Code: 0388), from April 2003 until his retirement in April 2016. During the period from June 2008 to November 2017, he held various senior positions (including chairman, vice-chairman, executive director and non-executive director) with China Regenerative Medicine International Limited (“**China Regenerative Medicine**”) (formerly known as China Bio-Med Regeneration Technology Limited), a company which is listed on GEM of the Stock Exchange (Stock Code: 8158), and he was an executive director and the vice-chairman of China Regenerative Medicine before his resignation in November 2017. Mr. Wong was a non-executive director of Chong Sing Holdings FinTech Group Limited (formerly known as Credit China FinTech Holdings Limited), a company which is listed on GEM of the Stock Exchange (Stock Code: 8207), from March 2014 to February 2018.

Mr. Wong was a non-executive director of ARN Investment SICAV, a company which is listed on the Luxembourg Stock Exchange, from June 2010 to January 2014. He was the chief executive officer of ICBC (Asia) Investment Management Company Limited from 2008 to 2011. Mr. Wong was also the chief executive officer of BOCI-Prudential Asset Management Limited, a joint venture between Bank of China International and Prudential of the United Kingdom, during 2001 to 2005, and was the regional managing director of Prudential Portfolio Managers Asia during 1999 and 2000 when the aforesaid joint venture started. In addition, he held various senior positions at LGT Asset Management from 1977 to 1998.

Save as disclosed above, as at the date of this announcement, Mr. Wong does not (i) have any other major appointments and professional qualifications; (ii) hold any directorships in any other listed companies in the last three years; and (iii) hold any other positions with the Company or any other members of the Group. As at the date of this announcement, Mr. Wong does not have any relationship with any Directors, senior management, substantial shareholders (having the meaning ascribed to it in the Listing Rules) or controlling shareholders (having the meaning ascribed to it in the Listing Rules) of the Company, and is not interested in any Shares within the meaning of Part XV of the SFO.

Pursuant to the letter of appointment made between Mr. Wong and the Company, Mr. Wong has been appointed as an independent non-executive Director for a term of two years with effect from 21 June 2018 to 20 June 2020 and will be subject to retirement by rotation and re-election and other related provisions as stipulated in the Bye-laws and the Listing Rules. Pursuant to his letter of appointment, Mr. Wong will be entitled to a monthly emolument of HK\$20,000, which was determined with reference to his background, experience, qualifications, duties and responsibilities with the Group and the prevailing market conditions.

Save as disclosed above, there is no further information required to be disclosed pursuant to the requirements of Rules 13.51(2)(h) to 13.51(2)(v) of the Listing Rules and there are no other matters relating to the appointment of Mr. Wong that need to be brought to the attention of the Stock Exchange or the Shareholders.

## CHANGE OF MEMBERS OF BOARD COMMITTEES

Following the retirement of each of Mr. So and Ms. Li as an independent non-executive Director with effect from the conclusion of the AGM, Mr. So also ceased to be a member and the chairman of the audit committee (“**Audit Committee**”) of the Board and a member of the remuneration committee (“**Remuneration Committee**”) of the Board, and Ms. Li also ceased to be a member and the chairman of the nomination committee (“**Nomination Committee**”) of the Board and a member of each of the Audit Committee and the Remuneration Committee.

After the AGM, the Board has resolved to appoint (i) Mr. Wong as the chairman of the Nomination Committee and a member of each of the Audit Committee and the Remuneration Committee; and (ii) Mr. Tam Chun Wa (“**Mr. Tam**”), an existing independent non-executive Director, as the chairman of the Audit Committee, all with effect from 21 June 2018.

The Board would like to take this opportunity to thank Mr. So and Ms. Li for their invaluable contribution to the Company during their tenure of office, and express its warmest welcome to Mr. Wong for joining the Board and Mr. Tam on his new appointment.

On behalf of the Board  
**Green Energy Group Limited**  
**Yip Wai Leung Jerry**  
*Chairman*

Hong Kong, 21 June 2018

*As at the date of this announcement, the Company has three executive Directors, namely Mr. Yip Wai Leung Jerry, Mr. Ho Wai Hung and Mr. Luo Xian Ping, and three independent non-executive Directors, namely Mr. Wong Sai Hung, Mr. Tam Chun Wa and Mr. Sze Cheung Pang.*

\* *For identification purposes only*