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AAG Energy Holdings Limited

亞美能源控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 2686)

POLL RESULTS OF THE ANNUAL GENERAL MEETING HELD ON MAY 10, 2019

Reference is made to the circular (the “**Circular**”) of AAG Energy Holdings Limited (the “**Company**”) incorporating, amongst others, the notice (the “**Notice**”) of annual general meeting of the Company (the “**AGM**”) dated April 4, 2019. Unless the context otherwise requires, capitalised terms used herein shall have the same meanings as those defined in the Circular.

POLL RESULTS OF THE AGM

At the AGM held on May 10, 2019, all the proposed resolutions as set out in the Notice were taken by poll. The poll results in respect of the respective resolutions proposed at the AGM were as follows:

ORDINARY RESOLUTIONS		Number of Votes (%)	
		For	Against
1.	To consider and adopt the audited consolidated financial statements of the Company and its subsidiaries for the year ended December 31, 2018 and the reports of the directors of the Company (the “ Directors ”) and the independent auditor of the Company (the “ Auditor ”).	2,285,778,470 100.000000%	0 0.000000%
2.	To declare a final dividend for the year ended December 31, 2018.	2,285,778,470 100.000000%	0 0.000000%
3(a).	To re-elect Mr. Ming Zaiyuan as an executive Director.	2,285,755,292 99.998986%	23,178 0.001014%
3(b).	To re-elect Mr. Yan Danhua as an executive Director.	2,285,778,470 100.000000%	0 0.000000%

ORDINARY RESOLUTIONS		Number of Votes (%)	
		For	Against
3(c).	To re-elect Mr. Zhang Jianbing as an executive Director.	2,285,755,292 99.998986%	23,178 0.001014%
3(d).	To re-elect Dr. Cui Guiyong as a non-executive Director.	2,285,778,470 100.000000%	0 0.000000%
3(e).	To re-elect Ms. Gu Ren as a non-executive Director.	2,285,755,292 99.998986%	23,178 0.001014%
3(f).	To re-elect Mr. Tai Kwok Leung Alexander as an independent non-executive Director.	2,285,755,292 99.998986%	23,178 0.001014%
3(g).	To re-elect Dr. Liu Xiaofeng as an independent non-executive Director.	2,285,778,470 100.000000%	0 0.000000%
3(h).	To re-elect Dr. Yang Ruizhao as an independent non-executive Director.	2,285,778,470 100.000000%	0 0.000000%
3(i).	To authorize the board of Directors (the “ Board ”) to fix the remuneration of the Directors.	2,285,778,470 100.000000%	0 0.000000%
4.	To re-appoint PricewaterhouseCoopers as the Auditor and authorize the Board to fix its remuneration.	2,285,778,470 100.000000%	0 0.000000%
5.	To give a general mandate to the Directors to repurchase shares of the Company not exceeding 10% of the total number of issued shares of the Company as at the date of passing of this resolution.	2,285,778,470 100.000000%	0 0.000000%
6.	To give a general mandate to the Directors to issue, allot and deal with additional shares of the Company not exceeding 20% of the total number of issued shares of the Company as at the date of passing of this resolution.	2,285,562,685 99.990560%	215,785 0.009440%
7.	To extend the general mandate to issue, allot and deal with additional shares in the capital of the Company by the number of the share repurchased by the Company.	2,285,562,685 99.990560%	215,785 0.009440%
8.	To give a specific mandate to the Directors to issue shares of the Company under the post-IPO restricted share unit scheme of the Company.	2,285,562,685 99.990560%	215,785 0.009440%

As more than 50% of votes were cast in favour of each of the above ordinary resolutions, such resolutions were duly passed as ordinary resolutions at the AGM.

DISTRIBUTION OF FINAL DIVIDEND

Following the approval by the Shareholders at the AGM, the Board is pleased to announce that the Company will distribute a final dividend of RMB0.0737 per share (equivalent to HKD0.0857 per share) for the year ended December 31, 2018 payable on or about June 12, 2019 to the Shareholders whose names appear on the register of members of the Company

on May 22, 2019. The final dividend will be distributed in HK Dollar at the exchange rate of HK\$1 to RMB0.8603, an average exchange rate of the central parity of RMB against HK\$ as announced by the People's Bank of China for the five business days prior to the dividend declaration date.

In order to determine the Shareholders' right to receive the final dividend, the register of members of the Company will be closed from May 20, 2019 to May 22, 2019, both days inclusive, during which period the registration of transfer of shares will be suspended. All properly completed transfer forms accompanied by the relevant share certificates, must be lodged for registration with the Company's branch share registrar and transfer office in Hong Kong, Computershare Hong Kong Investor Services Limited, at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong for registration no later than 4:30 p.m. on May 17, 2019.

By order of the Board
AAG Energy Holdings Limited
Ming Zaiyuan
Chairman and Executive Director

Hong Kong, May 10, 2019

Notes:

1. As at the date of the AGM, the total number of issued shares of the Company was 3,391,523,374 Shares, being the total number of Shares entitling the holders to attend and vote for or against the resolutions proposed at the AGM.
2. Save as disclosed above, no party has stated its intention in the Circular to vote against the resolutions proposed at the AGM or to abstain from voting.
3. No Shareholders were required under the Listing Rules to abstain from voting on any of the resolutions proposed at the AGM. There were no Shares entitling the Shareholders to attend and abstain from voting in favour as set out in Rule 13.40 of the Listing Rules.
4. Shareholders and authorized proxies holding an aggregate of 2,285,778,470 Shares, representing 67.40% of the total issued shares of the Company, were present at the AGM. The holding of the AGM was in compliance with the requirements of the Listing Rules and the Articles of Association. The AGM was chaired by Mr. Ming Zaiyuan, the Chairman and executive Director.
5. Computershare Hong Kong Investor Services Limited, the Company's Hong Kong branch share registrar, acted as the scrutineer for the vote-taking at the AGM.

As at the date of this announcement, the executive Directors are Mr. Ming Zaiyuan, Mr. Yan Danhua and Mr. Zhang Jianbing; the non-executive Directors are Dr. Cui Guiyong and Ms. Gu Ren; and the independent non-executive Directors are Mr. Tai Kwok Leung Alexander, Dr. Liu Xiaofeng and Dr. Yang Ruizhao.