

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.



## CHINA GRAPHENE GROUP LIMITED

中國烯谷集團有限公司

(Incorporated in Bermuda with limited liability)

(Stock Code: 63)

### POLL RESULTS OF SPECIAL GENERAL MEETING HELD ON 30 SEPTEMBER 2019

Reference are made to (i) the announcement of China Graphene Group Limited (the “**Company**”) dated 28 August 2019, (ii) the circular (the “**Circular**”) of the Company dated 30 August 2019; and (iii) the notice (the “**Notice**”) of the special general meeting (the “**SGM**”) dated 30 August 2019. Unless otherwise defined, capitalized terms used in this announcement have the same meanings as defined in the Circular.

#### POLL RESULT OF THE SGM

The Board is pleased to announce that all ordinary resolutions (the “**Resolutions**”) as set out in the Notice were all duly passed by the Shareholders by way of poll at the SGM held on 30 September 2019. The poll results are as follows:

ORDINARY RESOLUTIONS <sup>(Note 1)</sup>		NO. OF VOTES (%)	
		FOR	AGAINST
1.	N/A (Note 2)	2,112,633,803 (100%)	0 (0%)
2.	To appoint Mr. Huang Binghuang (黃炳煌) as a director of the Company with immediate effect.	2,112,633,803 (100%)	0 (0%)
3.	To appoint Ms. Xia Ping (夏萍) as a director of the Company with immediate effect.	2,112,633,803 (100%)	0 (0%)
4.	To appoint Ms. Wang Lijiao (王麗姣) as a director of the Company with immediate effect.	2,112,633,803 (100%)	0 (0%)
5.	To appoint Mr. Lum Pak Sum (林柏森) as an independent non-executive director of the Company with immediate effect.	2,112,633,803 (100%)	0 (0%)

ORDINARY RESOLUTIONS <sup>(Note 1)</sup>		NO. OF VOTES (%)	
		FOR	AGAINST
6.	To grant a general mandate to the directors of the Company to allot, issue and deal with additional shares in the capital of the Company not exceeding 20% of the aggregate number of issued Shares of the Company as at the date of this resolution.	2,112,398,804 (99.99%)	234,999 (0.01%)
7.	To grant a general mandate to the directors of the Company to repurchase its own shares not exceeding 10% of the aggregate number of issued Shares of the Company in issue as at the date of this resolution.	2,112,633,803 (100%)	0 (0%)
8.	To extend the general mandate granted to the directors of the Company to allot additional shares in the capital of the Company by the aggregate number of shares of the Company repurchased by the Company.	2,112,398,804 (99.99%)	234,999 (0.01%)
As more than 50% of the votes were cast in favour of the above Resolutions, the above Resolutions were duly passed as ordinary resolutions.			

*Note:*

1. The full text of the Resolutions were set out in the SGM Notice.
2. Resolution 1 reads “*THAT any director appointed to the Board during the period from 6 August 2019 to the date of the SGM be and is hereby removed as a director of the Company with immediate effect upon passing of this resolution*”. Since no director was appointed during such period, this resolution is not applicable.

As at the date of the SGM, there were 2,819,102,084 shares of the Company in issue, which was the total number of shares entitling the Shareholders to attend and vote for or against the Resolutions proposed at the SGM. There were no Shares entitling the Shareholders to attend and abstain from voting in favour of the Resolutions at the SGM as set out in Rule 13.40 of the Listing Rules. No Shareholders were required under the Listing Rules to abstain from voting at the SGM. No parties had stated their intention in the Circular to vote against or to abstain from voting on the Resolutions at the SGM.

Computershare Hong Kong Investor Services Limited, the Company’s branch registrar, acted as the scrutineer for the purpose of vote-taking at the SGM.

By Order of the Board  
**China Graphene Group Limited**  
**Huang Binghuang**  
*Chairman*

Hong Kong, 30 September 2019

*As at the date of this announcement, the Board consists of Mr. Huang Binghuang, Mr. Zhou Chen and Ms. Xia Ping as executive Directors; Ms. Wang Lijiao as non-executive Director; and Mr. Lum Pak Sum, Mr. Chow Chi Ping and Mr. Gao Han as independent non-executive Directors.*