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CHINA GAS HOLDINGS LIMITED

中國燃氣控股有限公司*

(Incorporated in Bermuda with limited liability)

(Stock Code: 384)

POLL RESULTS OF THE ANNUAL GENERAL MEETING HELD ON 23 AUGUST 2023

Reference is made to the notice of annual general meeting (the “AGM”) of China Gas Holdings Limited (the “Company”) dated 21 July 2023 (the “AGM Notice”) and the circular of the Company dated 21 July 2023 (the “AGM Circular”). Unless otherwise specified, terms in this announcement shall have the same meanings as those defined in the AGM Circular.

POLL RESULTS OF THE AGM

At the AGM of the Company held on 23 August 2023, all the proposed resolutions as set out in the AGM Notice were taken by way of poll. The poll results in respect of the resolutions are as follows:

Ordinary resolutions		Number of votes (Approximate percentage of total number of votes cast)		Total number of votes cast
		For	Against	
1.	To receive and approve the audited financial statements and the reports of the directors and of the auditors of the Company for the year ended 31 March 2023	4,017,878,400 (99.9390%)	2,451,885 (0.0610%)	4,020,330,285
2.	To declare a final dividend of HK40 cents per share for the year ended 31 March 2023	4,015,789,277 (100.0000%)	8 (0.0000%)	4,015,789,285

Ordinary resolutions		Number of votes (Approximate percentage of total number of votes cast)		Total number of votes cast
		For	Against	
3. (a)	i. To re-elect Mr. LIU Ming Hui as an executive Director of the Company	3,780,578,596 (94.1429%)	235,210,687 (5.8571%)	4,015,789,283
	ii. To re-elect Ms. LIU Chang as an executive Director of the Company	3,911,976,752 (97.4149%)	103,812,531 (2.5851%)	4,015,789,283
	iii. To re-elect Mr. Mahesh Vishwanathan IYER as a non-executive Director of the Company	3,012,351,187 (75.0127%)	1,003,438,098 (24.9873%)	4,015,789,285
	iv. To re-elect Mr. ZHAO Yuhua as an independent non-executive Director of the Company	3,701,912,883 (92.1839%)	313,876,402 (7.8161%)	4,015,789,285
	v. To re-elect Mr. ZHANG Ling as an independent non-executive Director of the Company	3,983,843,274 (99.2045%)	31,946,011 (0.7955%)	4,015,789,285
(b)	To authorise the Board to fix the directors' remuneration	3,960,149,171 (98.6145%)	55,640,114 (1.3855%)	4,015,789,285
4.	To re-appoint the auditors of the Company and to authorise the Board to fix the auditors' remuneration	4,000,200,155 (99.6118%)	15,589,130 (0.3882%)	4,015,789,285
5.	To grant a general mandate to the directors to repurchase the shares of the Company (Ordinary resolution numbered 5 of the AGM Notice)	3,924,300,614 (97.7218%)	91,488,671 (2.2782%)	4,015,789,285
6.	To grant a general mandate to the directors to issue and allot the shares of the Company (Ordinary resolution numbered 6 of the AGM Notice)	3,073,651,271 (76.5392%)	942,138,014 (23.4608%)	4,015,789,285
7.	To extend a general mandate to the directors to issue and allot the shares of the Company (Ordinary resolution numbered 7 of the AGM Notice)	3,069,772,325 (76.4426%)	946,016,960 (23.5574%)	4,015,789,285
8.	To approve the adoption of the New Share Option Scheme (as defined in the AGM Circular) and the termination of the 2013 Share Option Scheme (as defined in the AGM Circular)	3,300,729,495 (82.1938%)	715,059,790 (17.8062%)	4,015,789,285
9.	To approve the adoption of the Scheme Mandate Limit (as defined in the AGM Circular) under the New Share Option Scheme	3,300,729,495 (82.1938%)	715,059,790 (17.8062%)	4,015,789,285
10.	To approve the adoption of the Service Provider Sublimit (as defined in the AGM Circular) under the New Share Option Scheme	3,140,915,993 (78.2142%)	874,873,292 (21.7858%)	4,015,789,285

Notes:

- (1) As more than 50% of the votes were cast in favour of each of resolutions numbered 1 to 10, these resolutions were duly passed as ordinary resolutions of the Company at the AGM.
- (2) As at the date of the AGM, the total number of issued Shares was 5,440,335,772, which was the total number of Shares entitling the Shareholders to attend and vote on the resolutions. There were no Shares entitling the Shareholders to attend and abstain from voting in favour at the AGM pursuant to Rule 13.40 of the Listing Rules.
- (3) No Shareholders were required under the Listing Rules to abstain from voting at the AGM.
- (4) No Shareholders had stated their intention in the AGM Circular to vote against or abstain from voting on any of the resolutions at the AGM.
- (5) Computershare Hong Kong Investor Services Limited, the branch share registrar of the Company in Hong Kong, was appointed as the scrutineer for the poll at the AGM.

Except for Mr. Mahesh Vishwanathen IYER and Dr. MA Weihua who were unable to attend the AGM due to other business commitments, other Directors, namely Mr. LIU Ming Hui, Mr. HUANG Yong, Mr. ZHU Weiwei, Ms. LI Ching, Ms. LIU Chang, Mr. ZHAO Kun, Mr. XIONG Bin, Mr. LIU Mingxing, Mr. JIANG Xinhao, Mr. ZHAO Yuhua, Dr. MAO Erwan, Ms. CHEN Yanyan and Mr. ZHANG Ling, attended the AGM either in person or by means of electronic facilities.

By order of the Board of
China Gas Holdings Limited
LIU Ming Hui
Chairman and President

Hong Kong, 23 August 2023

As of the date of this announcement, Mr. LIU Ming Hui, Mr. HUANG Yong, Mr. ZHU Weiwei, Ms. LI Ching, Ms. LIU Chang and Mr. ZHAO Kun are the executive directors of the Company; Mr. XIONG Bin, Mr. LIU Mingxing, Mr. JIANG Xinhao and Mr. Mahesh Vishwanathan IYER are the non-executive directors of the Company; and Mr. ZHAO Yuhua, Dr. MAO Erwan, Ms. CHEN Yanyan, Mr. ZHANG Ling and Dr. MA Weihua are the independent non-executive directors of the Company.

* *For identification purpose*