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IRICO

彩虹集團新能源股份有限公司
IRICO GROUP NEW ENERGY COMPANY LIMITED*

(A joint stock company incorporated in the People's Republic of China with limited liability)

(Stock Code: 0438)

**POLL RESULTS OF THE EGM HELD ON
29 DECEMBER 2023; ELECTION OF
CHAIRMAN OF THE BOARD; AND
CHANGES IN MEMBERS OF THE NOMINATION COMMITTEE
AND THE STRATEGY COMMITTEE**

Reference is made to the notice of the extraordinary general meeting (“EGM”) dated 13 December 2023 (the “EGM Notice”) of IRICO Group New Energy Company Limited* (the “Company”). Capitalized terms used herein shall have the same meanings as those defined in the EGM Notice unless the context requires otherwise.

I. POLL RESULTS OF THE EGM

The Board announced that the EGM was held at the conference room at 1st Floor, Office Building, No. 1 Caihong Road, Xianyang, Shaanxi Province, the PRC at 9:00 a.m. on Friday, 29 December 2023. The resolutions set out in the EGM Notice which had been delivered to all shareholders of the Company (“Shareholders”) were approved by the Shareholders by way of poll.

As at the date of the EGM, the number of issued shares of the Company was 176,322,070 shares, comprising 80,073,400 domestic shares and 96,248,670 H shares. No Shareholder was required under the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “Listing Rules”) to abstain from voting on the resolutions proposed at the EGM. As such, the total number of shares entitling the Shareholders to attend and vote on the resolutions proposed at the EGM was 176,322,070 shares.

There was no share entitling the Shareholders to attend the EGM but abstain from voting in favour of the resolutions as set out in Rule 13.40 of the Listing Rules.

The Shareholders or authorized proxy(ies) of the Shareholders attending the EGM held an aggregate of 124,561,100 shares.

The EGM was presided over and chaired by Mr. Jiang Lei, the executive director of the Company. The other directors of the Company, namely Mr. Ma Zhibin, Mr. Ni Huadong, Mr. Huang Weihong, Mr. Su Kun, Mr. Li Yong and Ms. Hao Meiping, all attended the EGM in person.

BDO China Shu Lun Pan Certified Public Accountants LLP (立信會計師事務所 (特殊普通合夥)) was appointed as the scrutineer for the vote-taking at the EGM and performed calculations to obtain the following poll results based on the completed and signed poll voting forms collected by the Company.

The resolutions set out below correspond to those set out in the EGM Notice. The poll results in respect of the proposed resolutions at the EGM are set out as follows:

ORDINARY RESOLUTIONS ^(Note 1)		Number of votes (% in approximate) ^(Note 3)		
		For	Against	Abstain
1	To consider and approve the resolution in relation to the proposed appointment of Ms. Yang Hua as an executive director of the Company.	124,561,100 (100%)	0 (0%)	0
2	To consider and approve the resolution in relation to the proposed appointment of Mr. Fang Zhongxi as a non-executive director of the Company.	124,561,100 (100%)	0 (0%)	0
3	To consider and approve the resolution in relation to the proposed appointment of Mr. Wang Dong as a non-executive director of the Company.	124,561,100 (100%)	0 (0%)	0

SPECIAL RESOLUTION <i>(Note 2)</i>		Number of votes (% in approximate) ^(Note 3)		
		For	Against	Abstain
4	To consider and approve the resolution in relation to the proposed change of registered address and the proposed amendments to the Articles of Association.	124,561,100 (100%)	0 (0%)	0

Notes:

- (1) As more than 50% of the votes were cast in favour of each of resolutions No. 1 to No. 3 by the Shareholders attending the EGM, in person or by proxy, such resolutions were duly passed as ordinary resolutions.
- (2) As more than two thirds of the votes were cast in favour of the resolution No. 4 by the Shareholders attending the EGM, in person or by proxy, such resolution was duly passed as a special resolution.
- (3) The percentage of voting is based on the valid votes with voting rights cast by the Shareholders who attended and voted at the EGM in person or by proxy. Any abstained vote or waiver to vote shall not be counted as a valid vote with voting rights for the purpose of calculating the result of such resolution.

II. ELECTION OF CHAIRMAN OF THE BOARD

The Board further announced that Ms. Yang Hua was elected as the chairman of the Board of the Company at the fourteenth extraordinary meeting of the fifth session of the Board of the Company held on 29 December 2023 for a term commencing from the date of the fourteenth extraordinary meeting of the fifth session of the Board until the date of expiry of the term of office of the fifth session of the Board.

III. CHANGES IN MEMBERS OF THE NOMINATION COMMITTEE AND THE STRATEGY COMMITTEE

Pursuant to the Listing Rules and relevant provisions of the Articles of Association, on 29 December 2023, the following resolutions in relation to the changes in members of the nomination committee of the Board (the “**Nomination Committee**”) and the strategy committee of the Board (the “**Strategy Committee**”) were considered and approved at the fourteenth extraordinary meeting of the fifth session of the Board of the Company:

NOMINATION COMMITTEE

As at the date of this announcement, Mr. Li Yong, Mr. Ma Zhibin, Mr. Wang Dong, Mr. Su Kun and Ms. Hao Meiping are members of the Nomination Committee, with Mr. Li Yong, an independent non-executive director, being the chairman of the Nomination Committee.

STRATEGY COMMITTEE

As at the date of this announcement, Mr. Ma Zhibin, Ms. Yang Hua, Mr. Fang Zhongxi, Mr. Li Yong and Ms. Hao Meiping are members of the Strategy Committee, with Mr. Ma Zhibin, an executive director, being the chairman of the Strategy Committee.

By order of the Board
IRICO Group New Energy Company Limited*
Huang Weihong
Secretary to the Board

Shaanxi Province, the PRC
29 December 2023

As at the date of this announcement, the Board consists of Ms. Yang Hua and Mr. Ma Zhibin as executive directors, Mr. Fang Zhongxi and Mr. Wang Dong as non-executive directors, and Mr. Su Kun, Mr. Li Yong and Ms. Hao Meiping as independent non-executive directors.

* *For identification purpose only*