

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.



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)

ANNOUNCEMENT

**POLL RESULTS OF THE EGM HELD ON 12 NOVEMBER 2024;
RESIGNATION OF EMPLOYEE REPRESENTATIVE SUPERVISOR
AND ELECTION OF EMPLOYEE REPRESENTATIVE
SUPERVISORS;
ELECTION OF CHAIRLADY OF THE BOARD AND CHAIRMAN
OF THE SUPERVISORY COMMITTEE;
ELECTION OF MEMBERS OF
SPECIAL COMMITTEES OF THE BOARD;
APPOINTMENT OF SENIOR MANAGEMENT MEMBERS; AND
APPOINTMENT OF THE REPRESENTATIVE OF
SECURITIES AFFAIRS**

The Board announces that:

- the EGM was held on 12 November 2024. All the resolutions proposed at the EGM were duly passed by the Shareholders attending the EGM;
- Ms. Zhang Li, the employee representative supervisor of the fifth session of the Supervisory Committee, resigned from the position of employee representative supervisor with effect from the date of the EGM due to other work commitments. Mr. Yao Rui and Mr. Luo Hongwei were elected as the employee representative Supervisors of the sixth session of the Supervisory Committee at the employee representative meeting of the Company in accordance with the letter issued by the labor union of the Company on 12 November 2024;

- Ms. Yang Hua was elected as the chairlady of the Board and Mr. Zhao Lefei was elected as the chairman of the Supervisory Committee;
- the resolutions in relation to the election of members of special committees of the Board were considered and approved by the Board;
- the resolutions in relation to the appointment of senior management members were considered and approved by the Board; and
- the resolution in relation to the appointment of the representative of securities affairs of the Company was considered and approved by the Board.

I. POLL RESULTS OF THE EGM

Reference is made to the notice of the extraordinary general meeting (the “**EGM**”) of IRICO Group New Energy Company Limited* (the “**Company**”) dated 23 October 2024 (the “**Notice of EGM**”). Capitalized terms used herein shall have the same meanings as those defined in the Notice of EGM unless the context requires otherwise.

The Board announces that the EGM was held at 9:00 a. m. on Tuesday, 12 November 2024 at the conference room on the 2nd Floor at C6, No. 3 Xinghuo Avenue, High-Tech Industrial Development Zone, Xianyang, Shaanxi Province, the PRC. The Notice of EGM was published on the websites of The Stock Exchange of Hong Kong Limited and the Company, and the resolutions contained therein were approved by the shareholders of the Company (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 favor of the resolutions as set out in Rule 13.40 of the Listing Rules. There were no Shareholders who had stated in the Notice of EGM their intention to vote against the relevant resolutions or to abstain from voting at the EGM.

The Shareholders or authorized proxy(ies) of the Shareholders attending the EGM held an aggregate of 124,517,700 shares.

The EGM was presided over and chaired by Ms. Yang Hua, the chairlady of the Board. The other directors of the Company, namely Mr. Ma Zhibin as an executive director, 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, attended the EGM in person.

WUYIGE Certified Public Accountants LLP (大信會計師事務所(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 Notice of EGM. The poll results in respect of the proposed resolutions at the EGM are set out as follows:

ORDINARY RESOLUTIONS <i>(Note 1)</i>		Number of votes (% in approximate) <i>(Note2)</i>		
		For	Against	Abstain
1.	To consider and approve, by way of separate ordinary resolutions, each of the following resolutions in relation to the election of the following persons as the directors (the “ Directors ”) of the sixth session of the board of Directors of the Company (the “ Board ”) for a term of three years commencing from the effective date of their appointments at the EGM; and to authorise the Board to determine and finalize their remunerations;	/		
1.1	Ms. Yang Hua	124,517,700 (100%)	0 (0%)	0
1.2	Mr. Ma Zhibin	124,517,700 (100%)	0 (0%)	0
1.3	Mr. Fang Zhongxi	124,517,700 (100%)	0 (0%)	0
1.4	Mr. Wang Dong	124,517,700 (100%)	0 (0%)	0
1.5	Mr. Su Kun	124,517,700 (100%)	0 (0%)	0
1.6	Mr. Li Yong	124,517,700 (100%)	0 (0%)	0
1.7	Ms. Hao Meiping	124,517,700 (100%)	0 (0%)	0

ORDINARY RESOLUTIONS <i>(Note 1)</i>		Number of votes (% in approximate) <i>(Note2)</i>		
		For	Against	Abstain
2.	To consider and approve, by way of separate ordinary resolutions, each of the following resolutions in relation to the election of the following persons as the supervisors (the “Supervisors”) (not as the employee representative Supervisors of the Company) of the sixth session of the supervisory committee of the Company (the “Supervisory Committee”) for a term of three years commencing from the effective date of their appointments at the EGM; and to authorise the Board to determine and finalize their remunerations;			
2.1	Mr. Zhao Lefei	124,517,700 (100%)	0 (0%)	0
2.2	Mr. Jiang A’he	124,517,700 (100%)	0 (0%)	0
2.3	Mr. Huang Zhen	124,517,700 (100%)	0 (0%)	0

Notes:

- (1) As more than 50% of the votes were cast in favor of each of resolutions No. 1 and No. 2 by the Shareholders attending the EGM, in person or by proxy, such resolutions were duly passed as ordinary resolutions.
- (2) 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 valid vote with voting rights for the purpose of calculating the result of that resolution.

As at the date of this announcement, the Board comprises seven Directors, namely Ms. Yang Hua, Mr. Ma Zhibin, Mr. Fang Zhongxi, Mr. Wang Dong, Mr. Su Kun, Mr. Li Yong and Ms. Hao Meiping.

II. RESIGNATION OF EMPLOYEE REPRESENTATIVE SUPERVISOR AND ELECTION OF EMPLOYEE REPRESENTATIVE SUPERVISORS

The Board also announces that Ms. Zhang Li, the employee representative supervisor of the fifth session of the Supervisory Committee, resigned from the position of employee representative supervisor with effect from the date of the EGM due to other work commitments. She has confirmed to the Company that she has no disagreement with the Board and the Supervisory Committee and she is not aware of any matter concerning her resignation from the position of employee representative supervisor that needs to be brought to the attention of the Shareholders.

The Board also announces that Mr. Yao Rui and Mr. Luo Hongwei were elected as the employee representative Supervisors of the sixth session of the Supervisory Committee at the employee representative meeting of the Company (the “**Employee Representative Supervisors**”) in accordance with the letter issued by the labor union of the Company on 12 November 2024 for a term of three years commencing from the date of the EGM, which is the same terms of office as the shareholder representative Supervisor and independent Supervisors.

As at the date of this announcement, the Supervisory Committee comprises five Supervisors, namely Mr. Zhao Lefei, Mr. Jiang A’he, Mr. Huang Zhen, Mr. Yao Rui and Mr. Luo Hongwei.

The biographical details of the Employee Representative Supervisors are as follows:

Mr. Yao Rui: aged 53, currently serves as the deputy secretary of the Communist Party Committee, the secretary of the discipline committee and the chairman of the labor union of the Company, and has started working since July 1993. He graduated from Shaanxi University of Science and Technology majoring in enterprise management, with a college degree, and is a member of Communist Party of China, a political engineer and an economist. He previously served as the cost accounting specialist of the production section of No.1 Color Picture Tube Factory of IRICO Color Picture Tube Plant (彩虹彩色顯像管總廠彩管一廠生產科), the office secretary of IRICO Group, the deputy director and director of the general office of No.1 and No. 2 Color Picture Tube Factories of IRICO Color Picture Tube Plant (彩虹彩色顯像管總廠彩管一廠、二廠), the deputy director and director of general office and the director of the human resources department of IRICO Display Devices Co., Ltd. (彩虹顯示器件股份有限公司), the deputy general manager of IRICO Group (Shaoyang) Special Glass Co., Ltd. (彩虹集團(邵陽)特種玻璃有限公司), the deputy head of the preparatory group of IRICO Group Intelligent Equipment Platform Company* (彩虹集團智能裝備平台公司), and a member of the disciplinary committee, the deputy director and director of the disciplinary inspection department, etc. of IRICO Group.

Mr. Luo Hongwei: aged 46, joined the Group in August 2001. He has a bachelor's degree, is a member of the Communist Party of China and a senior accountant. He is currently the director of the finance department of the Company. He previously served as an accountant of the finance department of IRICO Group, the financial manager of IRICO Electronic Accessories Co., Ltd.* (彩虹電子配件有限公司), the financial manager of IRICO Electron Gun Factory (彩虹電子槍廠), the financial manager of Hefei Photovoltaic, the director of the finance department of IRICO Photovoltaic Glass Factory (彩虹光伏玻璃廠), the chief financial officer of Shaanxi IRICO New Material Co., Ltd.* (陝西彩虹新材料有限公司), the director of the finance department of the Company and the chief financial officer of Yan'an New Energy and etc.

Saved as disclosed above, both Mr. Yao Rui and Mr. Luo Hongwei confirm that: (i) they have not held any directorships in any public companies, the securities of which are listed on any securities market in Hong Kong and/or overseas in the past three years, nor held any other major appointment and professional qualification; (ii) they do not hold any other position with the Company or its subsidiaries; (iii) they do not have any interests in the shares or securities of the Company within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong); and (iv) they do not have any relationship with other current Directors, senior management or substantial or controlling Shareholders of the Company.

The Employee Representative Supervisors currently do not receive any remuneration from the Company in respect of their services rendered as Supervisors. In the event that the Employee Representative Supervisors begin to receive remuneration in the future, their remuneration shall be determined with reference to the Company's remuneration policy and their respective qualifications and experience. The remuneration of the Employee Representative Supervisors for their other positions in the Company shall be determined with reference to the Company's remuneration policy.

Saved as disclosed in this announcement, there is no other information regarding Mr. Yao Rui and Mr. Luo Hongwei that needs to be disclosed pursuant to Rules 13.51(2) (h) to (v) of the Listing Rules, nor is there any matter that needs to be brought to the attention of the Shareholders.

III. ELECTION OF CHAIRLADY OF THE BOARD AND CHAIRMAN OF THE SUPERVISORY COMMITTEE

The Board further announces that Ms. Yang Hua was elected as the chairlady of the Board at the first meeting of the sixth session of the Board on 12 November 2024.

Mr. Zhao Lefei was elected as the chairman of the Supervisory Committee at the first meeting of the sixth session of the Supervisory Committee held on the same date.

IV. ELECTION OF MEMBERS OF SPECIAL COMMITTEES OF THE BOARD

Pursuant to the Listing Rules and relevant provisions of the articles of association of the Company, the following resolutions in relation to the election of members of the special committees of the Board were considered and approved at the first meeting of the sixth session of the Board on 12 November 2024:

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.

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.

Audit Committee:

As at the date of this announcement, Mr. Su Kun, Mr. Li Yong and Ms. Hao Meiping are members of the Audit Committee, with Mr. Su Kun, an independent non-executive Director, being the chairman of the Audit Committee.

Remuneration and Appraisal Committee:

As at the date of the announcement, Ms. Hao Meiping, Mr. Ma Zhibin and Mr. Li Yong are members of the Remuneration and Appraisal Committee, with Ms. Hao Meiping, an independent non-executive Director, being the chairlady of the Remuneration and Appraisal Committee.

V. APPOINTMENT OF SENIOR MANAGEMENT MEMBERS

The Board further announces that at the first meeting of the sixth session of the Board held on 12 November 2024, Mr. Ma Zhibin was appointed as the general manager of the Company; Mr. Wu Wenchao, Mr. Ni Huadong and Mr. Gao Feng'an were appointed as the deputy general managers of the Company; Mr. Huang Weihong was appointed as the chief financial officer of the Company; and Mr. Niu Xinchun was appointed as the secretary to the Board, all with the terms of office commencing from the date of approval at the first meeting of the sixth session of the Board to the date of expiry of the sixth session of the Board.

VI. APPOINTMENT OF THE REPRESENTATIVE OF SECURITIES AFFAIRS

As considered and approved at the first meeting of the sixth session of the Board, Ms. Nan Ying was appointed as the representative of securities affairs of the Company.

The Board would like to take this opportunity to express its sincere gratitude to all the directors of the fifth session of the Board, all the supervisors of the fifth session of the Supervisory Committee and the senior management members of the Company for their contributions to the Company during their terms of office, and to express its heartfelt welcome to all the Directors of the sixth session of the Board, all the Supervisors of the sixth session of the Supervisory Committee and the senior management members.

By order of the Board
IRICO Group New Energy Company Limited*
Yang Hua
Chairlady

Shaanxi Province, the PRC
12 November 2024

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*