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.



## EcoGreen International Group Limited 中怡國際集團有限公司

(Incorporated in the Cayman Islands with limited liability) (Stock code: 2341; Website: www.ecogreen.com)

## POLL RESULTS OF 2015 ANNUAL GENERAL MEETING

Ordinary Resolutions numbered 1 to 8 and Special Resolution numbered 9 proposed at the AGM were approved by the shareholders of the Company by way of poll voting. The poll results are set out in detail in this announcement.

The directors (the "**Directors**" or the "**Board**") of EcoGreen International Group Limited (the "**Company**") are pleased to announce that Ordinary Resolutions numbered 1 to 8 and Special Resolution numbered 9 proposed at the Company's annual general meeting held on Thursday, 25 June 2015 at 3:00 p.m. (the "**AGM**" or the "**Meeting**"), as set out in the notice of the Meeting dated 27 May 2015, were duly passed by the Shareholders.

Pursuant to Rule 13.39(4) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "Listing Rules"), the chairman of the Meeting demanded a poll on Ordinary Resolutions numbered 1 to 8 and Special Resolution numbered 9 proposed at the AGM, which were duly passed by the following votes:

| Ordinary Resolutions |  | No. of votes (approximately % of total votes cast at the Meeting) |                        |
|----------------------|--|---|------------------------|
|                      |  | For   | Against                |
| 1.                   | To receive, consider and adopt the audited financial statements and the reports of the directors and auditors for the year ended 31 December 2014. | 265,163,879<br>(100%)   | Nil<br>(0%)            |
| 2.                   | To declare a final dividend of HK\$0.051 per share for the year ended 31 December 2014.  | 265,163,879<br>(100%)   | Nil<br>(0%)            |
| 3.                   | (a) To re-elect Mr.Feng Tao as Non-executive Director;   | 210,737,879<br>(79.48%)   | 54,426,000<br>(20.52%) |

| (b) To re-elect and continuously appoint the retiring director, namely Mr. Yau Fook Chuen, as an Independent Non-executive Director who has served the Company for more than nine years as an Independent Non-executive Director; | 264,393,879<br>(99.71%) | 770,000<br>(0.29%) |
|---|-------------------------|--------------------|
| (c) To re-elect Mr. Lau Wang Yip Derrick, as Independent  | 264,915,879             | 248,000            |
| Non-executive Director;   | (99.91%)                | (0.09%)            |
| (d) To authorise the Board to fix the directors'  | 216,023,879             | Nil                |
| remunerations.  | (100%)                  | (0%)               |
| 4. To re-appoint PricewaterhouseCoopers as auditors and to  | 265,153,879             | 10,000             |
| authorise the Board to fix their remuneration.  | (99.99%)                | (0.01%)            |
| 5. To grant a general mandate to the directors to allot, issue  |                         |                    |
| and otherwise deal with additional shares of the Company  | 259,914,879             | 5,249,000          |
| not exceeding 20 per cent. of the aggregate nominal amount  | (98.02%)                | (1.98%)            |
| of the issued share capital of the Company.   |                         |                    |
| 6. To grant a general mandate to the directors to repurchase  |                         |                    |
| shares of the Company not exceeding 10 per cent. of the   | 265,163,879             | Nil                |
| aggregate nominal amount of the issued share capital of the   | (100%)                  | (0%)               |
| Company.  |                         |                    |
| 7. To add the aggregate of the nominal amount of the shares   | 259,917,879<br>(98.02%) | 5,246,000          |
| repurchased by the Company pursuant to resolution no. 6 to  |                         | (1.98%)            |
| the mandate granted to the directors under resolution no. 5.  |                         | (1.90%)            |
| 8. To approve the bonus issue of shares of the Company on   |                         |                    |
| the basis of one (1) bonus share for every ten (10) existing  | 265,153,879             |                    |
| shares of the Company and authorise the directors to do all   |                         | 10,000             |
| acts and things at their discretion as may be necessary and   | (99.99%)                | (0.01%)            |
| expedient in connection with the allotment and issue of the   |                         |                    |
| bonus shares.   |                         |                    |
| Special Resolution  |                         |                    |
| 9. To adopt the new set of amended and restated   |                         |                    |
| memorandum and articles of association of the Company in  | 265,153,879             | 10,000             |
| substation for the existing memorandum and articles of  | (99.99%)                | (0.01%)            |
| association of the Company.   |                         |                    |

As at the date of the Meeting, the Company's total issued voting share capital consists of 491,408,000 ordinary shares. Shareholders please note that:

- 1. All issued shares entitled their holders to attend and vote at the Meeting;
- 2. No shareholders should be required under Rule 13.40 of the HK Listing Rules to abstain from voting in favour of any of the proposed resolutions at the Meeting;
- 3. No shareholders should be required under other provisions of the HK Listing Rules to abstain from voting in respect of any of the proposed resolutions at the Meeting;

4. There were no restrictions on any shareholders to cast their votes either only in favour of or only

against any of the proposed resolutions at the Meeting; and

The Company did not receive any intention from shareholders, which would otherwise have been

stated in the circular issued by the Company on 21 April 2015, to vote against any of the proposed

resolutions or to abstain from voting in respect of any of the proposed resolutions at the Meeting.

Tricor Tengis Limited, the Company's branch share registrar and transfer office in Hong Kong, was

appointed as the scrutineers for the vote-taking in respect of the poll at the Meeting.

The Chairman of the Company's Remuneration Committee, namely Wong Yik Chung, John was not

available to attend the Meeting due to other business commitments. He has sent his apologies and has,

in accordance with Code Provision E.1.2 of The Corporate Governance Code, appointed Han Huan

Guang to answer any questions shareholders may raise at the Meeting.

In accordance with Code Provision E.1.2 of The Corporate Governance Code, the Company has invited

representatives of its external Auditor, PricewaterhouseCoopers, to attend the AGM to answer questions

about the audit of the Company's financial statements, including the conduct of the audit, the preparation

and content of the auditor's report, the accounting policies and auditor's independence.

As noted, in accordance with Code Provision E.1.1 and A.4.3 of the Corporate Governance Code, a

separate resolution has been proposed at the Meeting in respect of the re-election of each of the retiring

Directors and the re-appointment of an Independent Non-executive Director serving more than 9 years.

By order of the Board

**EcoGreen International Group Limited Yang Yirong** 

Chairman & President

Hong Kong, 25 June 2015

As at the date of this announcement, the Board of Directors of the Company comprises of five executive Directors, namely

Mr. Yang Yirong (Chairman), Mr. Gong Xionghui, Ms. Lu Jiahua, Mr. Han Huan Guang and Mr. Lin Zhigang, one

non-executive Directors, namely Mr. Feng Tao and three independent non-executive Directors, namely Mr. Yau Fook

Chuen, Mr. Wong Yik Chung, John and Mr. Lau Wang Yip, Derrick.