

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 SUNTIEN GREEN ENERGY CORPORATION LIMITED*
新天綠色能源股份有限公司

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

(Stock Code: 00956)

**THE POLL RESULTS AT THE 2018 ANNUAL GENERAL MEETING
COMPOSITION OF THE BOARD COMMITTEES
AND
DISTRIBUTION OF FINAL DIVIDEND**

The Board hereby announces the poll results in respect of the resolutions proposed at the AGM held on Tuesday, 11 June 2019. All resolutions were duly passed.

The Board convened a meeting on the same day and considered and approved the respective composition of the audit committee, nomination committee, remuneration and appraisal committee and strategy and investment committee.

The final dividend of the Company for the year ended 31 December 2018 will be distributed on Thursday, 25 July 2019.

References are hereby made to the circular (the “**Circular**”) of China Suntien Green Energy Corporation Limited (the “**Company**”) and the notice of 2018 annual general meeting (the “**AGM**”) (the “**AGM Notice**”) dated 23 April 2019. Unless the context otherwise requires, the terms used in this announcement shall have the same meanings as those defined in the Circular and the AGM Notice.

I. VOTING RESULTS AT THE ANNUAL GENERAL MEETING HELD ON 11 JUNE 2019

The board of directors (the “**Board**”) of the Company hereby announces that the AGM was held on Tuesday, 11 June 2019 at 9:00 a.m. at the Conference Room, 5/F, Ambassador Hotel, Shijiazhuang City, Hebei Province, the People’s Republic of China (the “**PRC**”). All resolutions were duly passed.

As at the date of the AGM, the Company had an aggregate of 3,715,160,396 shares, comprising 1,876,156,000 domestic shares and 1,839,004,396 H shares, representing 100% of the total issued share capital of the Company, entitling their holders to attend the AGM and vote for or against any resolutions considered at the AGM. There were no restrictions on any shareholder casting votes on the proposed resolution at the AGM. No party has stated his/her/its intention to vote against the resolution proposed at the AGM or to abstain from voting.

The shareholders and authorised proxies holding an aggregate of 2,647,421,242 shares, representing 71.26% of the total voting shares of the Company, were present at the AGM. The meeting was convened in accordance with the requirements of the Company Law of the PRC and the Articles of Association of the Company. The AGM was chaired by Mr. Mei Chun Xiao, the executive Director of the Company.

The poll results in respect of the resolutions proposed at the AGM are as follows:

Resolutions		For		Against		Participating in voting
		No. of votes	Percentage (%) of total no. of votes cast	No. of votes	Percentage (%) of total no. of votes cast	No. of shares
1	To consider and approve the Report of the Board of Directors of the Company for 2018.	2,637,700,242	99.648433	9,306,000	0.351567	2,647,006,242
The resolution was duly passed as an ordinary resolution.						
2	To consider and approve the Report of the Supervisory Committee of the Company for 2018.	2,637,700,242	99.648433	9,306,000	0.351567	2,647,006,242
The resolution was duly passed as an ordinary resolution.						
3	To consider and approve the final accounts of the Company for the year ended 31 December 2018.	2,637,700,242	99.648433	9,306,000	0.351567	2,647,006,242
The resolution was duly passed as an ordinary resolution.						
4	To consider and approve the audited financial statements of the Company and the independent auditors' report for the year ended 31 December 2018.	2,637,700,242	99.648433	9,306,000	0.351567	2,647,006,242
The resolution was duly passed as an ordinary resolution.						
5	To consider and approve the profit distribution plan of the Company for 2018.	2,638,115,242	99.648488	9,306,000	0.351512	2,647,421,242
The resolution was duly passed as an ordinary resolution.						

Resolutions		For		Against		Participating in voting
		No. of votes	Percentage (%) of total no. of votes cast	No. of votes	Percentage (%) of total no. of votes cast	No. of shares
6	To consider and approve the budget report of the Company for the year ending 31 December 2019.	2,638,115,242	99.648488	9,306,000	0.351512	2,647,421,242
The resolution was duly passed as an ordinary resolution.						
7	To consider and approve the re-appointment of Reanda Certified Public Accountants (利安達會計師事務所) and Ernst & Young as the Company's PRC auditor and international auditor, respectively, for 2019 for a term until the conclusion of the next annual general meeting of the Company, and to authorise the Board of Directors to determine their respective remunerations.	2,584,930,782	97.639572	62,490,460	2.360428	2,647,421,242
The resolution was duly passed as an ordinary resolution.						
8	To consider and elect the Directors of the fourth session of the Board of Directors of the Company, including:					
(a)	Dr. Cao Xin as a non-executive Director of the fourth session of the Board of Directors of the Company;	2,390,904,787	90.310705	256,516,455	9.689295	2,647,421,242
The resolution was duly passed as an ordinary resolution.						
(b)	Dr. Li Lian Ping as a non-executive Director of the fourth session of the Board of Directors of the Company;	2,520,003,636	95.187105	127,417,606	4.812895	2,647,421,242
The resolution was duly passed as an ordinary resolution.						
(c)	Mr. Qin Gang as a non-executive Director of the fourth session of the Board of Directors of the Company;	2,175,260,511	82.165259	472,160,731	17.834741	2,647,421,242
The resolution was duly passed as an ordinary resolution.						
(d)	Mr. Wu Hui Jiang as a non-executive Director of the fourth session of the Board of Directors of the Company;	2,454,194,911	92.701338	193,226,331	7.298662	2,647,421,242
The resolution was duly passed as an ordinary resolution.						

Resolutions	For		Against		Participating in voting
	No. of votes	Percentage (%) of total no. of votes cast	No. of votes	Percentage (%) of total no. of votes cast	No. of shares
(e) Mr. Mei Chun Xiao as an executive Director of the fourth session of the Board of Directors of the Company;	2,618,089,242	98.892054	29,332,000	1.107946	2,647,421,242
The resolution was duly passed as an ordinary resolution.					
(f) Mr. Wang Hong Jun as an executive Director of the fourth session of the Board of Directors of the Company;	2,615,564,242	98.796678	31,857,000	1.203322	2,647,421,242
The resolution was duly passed as an ordinary resolution.					
(g) Mr. Xie Wei Xian as an independent non-executive Director of the fourth session of the Board of Directors of the Company;	2,636,219,242	99.576871	11,202,000	0.423129	2,647,421,242
The resolution was duly passed as an ordinary resolution.					
(h) Mr. Wan Yim Keung, Daniel as an independent non-executive Director of the fourth session of the Board of Directors of the Company; and	2,636,219,242	99.576871	11,202,000	0.423129	2,647,421,242
The resolution was duly passed as an ordinary resolution.					
(i) Dr. Lin Tao as an independent non-executive Director of the fourth session of the Board of Directors of the Company.	2,636,219,242	99.576871	11,202,000	0.423129	2,647,421,242
The resolution was duly passed as an ordinary resolution.					

Resolutions	For		Against		Participating in voting	
	No. of votes	Percentage (%) of total no. of votes cast	No. of votes	Percentage (%) of total no. of votes cast	No. of shares	
9	To consider and elect the non-employee representative Supervisors of the fourth session of the Supervisory Committee of the Company, including:					
(a)	Mr. Wang Chun Dong as the external Supervisor of the fourth session of the Supervisory Committee; and	2,624,372,242	99.129379	23,049,000	0.870621	2,647,421,242
The resolution was duly passed as an ordinary resolution.						
(b)	Dr. Shao Jing Chun as the independent Supervisor of the fourth session of the Supervisory Committee.	2,626,403,242	99.206095	21,018,000	0.793905	2,647,421,242
The resolution was duly passed as an ordinary resolution.						
10	To consider and approve the remuneration package of Directors of the fourth session of the Board and Supervisors of the fourth session of the Board of Supervisory Committee.	2,638,115,242	99.648488	9,306,000	0.351512	2,647,421,242
The resolution was duly passed as an ordinary resolution.						
11	To consider and approve the resolution regarding the Company's report on the use of proceeds from previous fund raising.	2,638,115,242	99.648488	9,306,000	0.351512	2,647,421,242
The resolution was duly passed as an ordinary resolution.						
12	To consider and approve the amendments to the Articles of Association.	2,638,115,242	99.648488	9,306,000	0.351512	2,647,421,242
The resolution was duly passed as a special resolution.						
13	To consider and approve the granting of a general mandate to the Board to allot, issue and deal with additional domestic shares and H shares not exceeding 20% of the total issued domestic shares and H shares of the Company, respectively, and to authorise the Board to make amendments to the articles of association as it thinks fit so as to reflect the new share capital structure upon the allotment or issue of additional shares pursuant to such mandate:	2,097,387,433	79.223790	550,033,809	20.776210	2,647,421,242

Resolutions		For		Against		Participating in voting
		No. of votes	Percentage (%) of total no. of votes cast	No. of votes	Percentage (%) of total no. of votes cast	No. of shares
	<p>THAT:</p> <p>(A) (a) subject to paragraph (c) and in accordance with the relevant requirements of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “Listing Rules”), the articles of association of the Company and the relevant laws and regulations of the People’s Republic of China (the “PRC”), the exercise by the Board during the Relevant Period (as hereinafter defined) of all the powers of the Company to allot, issue or deal with, either separately or concurrently, additional domestic shares and H shares of the Company and to make or grant offers, agreements, options and rights of exchange or conversion which might require the exercise of such powers be hereby generally and unconditionally approved;</p>					

Resolutions	For		Against		Participating in voting
	No. of votes	Percentage (%) of total no. of votes cast	No. of votes	Percentage (%) of total no. of votes cast	No. of shares
<p>(b) the approval in paragraph (a) shall authorise the Board during the Relevant Period (as hereinafter defined) to make or grant offers, agreements, options and rights of exchange or conversion which might require the exercise of such powers after the expiration of the Relevant Period;</p> <p>(c) each of the total number of domestic shares and H shares allotted, issued or dealt with or agreed conditionally or unconditionally to be allotted, issued or dealt with (whether pursuant to an option or otherwise) by the Board pursuant to the approval granted in paragraph (a) shall not exceed 20% of each of the total number of issued domestic shares and H shares of the Company as of the date when this resolution is adopted;</p>					

Resolutions	For		Against		Participating in voting
	No. of votes	Percentage (%) of total no. of votes cast	No. of votes	Percentage (%) of total no. of votes cast	No. of shares
<p>(d) the Board will only exercise the above powers in accordance with the Company Law of the PRC and the Listing Rules (as amended from time to time) and only if all necessary approvals from the China Securities Regulatory Commission and/or other relevant PRC government authorities are obtained; and</p> <p>(e) for the purpose of this resolution: “Relevant Period” means the period from the passing of this resolution until the earliest of:</p> <p>(i) the conclusion of the next annual general meeting of the Company; or</p> <p>(ii) the expiration of the period within which the next annual general meeting of the Company is required by the articles of association of the Company or other applicable laws to be held; or</p>					

Resolutions	For		Against		Participating in voting
	No. of votes	Percentage (%) of total no. of votes cast	No. of votes	Percentage (%) of total no. of votes cast	No. of shares
<p>(iii) the date of revocation or variation of the authority given under this resolution by a special resolution of the Company in a general meeting.</p> <p>(B) the Board be authorised to make amendments to the articles of association of the Company as necessary so as to reflect the new share capital structure of the Company upon the allotment or issue of shares pursuant to the sub-paragraph (A)(a) of this resolution.</p>					
The resolution was duly passed as a special resolution.					

The full text of all resolutions is set out in the AGM Notice.

Computershare Hong Kong Investor Services Limited, the Company's H share registrar in Hong Kong, in conjunction with Jia Yuan Law Offices, the Company's PRC legal adviser, acted as scrutineers for the vote-taking at the AGM.

II. COMPOSITION OF THE BOARD COMMITTEES

The Board convene a meeting on 11 June 2019 and after the consideration and approval of the Board, the respective composition of the audit committee, nomination committee, remuneration and appraisal committee and strategy and investment committee under the fourth session of the Board of the Company is as follows:

Audit Committee

Mr. Wan Yim Keung, Daniel (*Chairman*)
Mr. Qin Gang
Mr. Xie Wei Xian

Nomination Committee

Mr. Xie Wei Xian (*Chairman*)
Dr. Cao Xin
Dr. Li Lian Ping
Mr. Wan Yim Keung, Daniel
Dr. Lin Tao

Remuneration and Appraisal Committee

Dr. Lin Tao (*Chairman*)
Dr. Cao Xin
Mr. Mei Chun Xiao
Mr. Wan Yim Keung, Daniel
Mr. Xie Wei Xian

Strategy and Investment Committee

Dr. Cao Xin (*Chairman*)
Mr. Qin Gang
Mr. Wu Hui Jiang
Mr. Mei Chun Xiao
Mr. Wang Hong Jun

III. DISTRIBUTION OF FINAL DIVIDEND

Following the approval by the shareholders of the Company at the AGM, the Company will distribute a final cash dividend of RMB0.125 per share (tax inclusive) in an aggregate amount of approximately RMB464 million (tax inclusive) for the year ended 31 December 2018 to shareholders whose names appear on the register of members of the Company on Thursday, 20 June 2019. According to the Articles of Association of the Company, cash dividends will be denominated in Renminbi; in which cash dividend to shareholders of domestic shares will be paid in Renminbi while cash dividend to shareholders of H shares will be paid in Hong Kong dollars. The actual amount of H share dividends paid in Hong Kong dollars is calculated according to the average benchmark exchange rate of Renminbi against Hong Kong dollars as published by the People's Bank of China for the five business days preceding the date of the AGM (i.e. RMB0.878706 against HK\$1), being a final cash dividend of HK\$0.14225463 per H share (tax inclusive). The cash dividend is expected to be distributed on Thursday, 25 July 2019.

In order to determine the shareholders who are entitled to the receipt of the abovementioned final dividend, the register of members of H shares of the Company will be closed from Saturday, 15 June 2019 to Thursday, 20 June 2019 (both days inclusive). To be eligible to receive the final dividend for the year ended 31 December 2018, unregistered holders of H shares of the Company shall lodge relevant share transfer documents with the Company's H share registrar, Computershare Hong Kong Investor Services Limited at Shops 1712-1716, 17 Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong for registration not later than 4:30 p.m. on Friday, 14 June 2019.

IV. WITHHOLDING AND PAYMENT OF INCOME TAX

Withholding and Payment of Enterprise Income Tax for Non-resident Enterprise Shareholders

According to the Circular on Questions Concerning Withholding and Remitting Enterprise Income Tax for Dividends Payable to Overseas Non-Resident Enterprise H-share Holders by Chinese Resident Enterprises (Guoshuihan [2008] No. 897) (關於中國居民企業向境外H股非居民企業股東派發股息代扣代繳企業所得稅有關問題的通知) issued by the State Administration of Taxation, enterprise income tax at the rate of 10% shall be levied on dividends paid in or after 2008 by Chinese resident enterprises to overseas H shareholders that are non-resident enterprises. If any non-resident enterprise shareholders would like to apply for a refund of the additional amount of tax withheld and paid after receiving the dividend, the Company can assist the relevant shareholders to handle the application for the underlying preferential tax benefits pursuant to the tax treaties. Any shares registered in the name of the non-individual registered shareholders, including HKSCC Nominees Limited, other nominees, trustees or other groups and organizations will be treated as being held by non-resident enterprise shareholders and therefore will be subject to the withholding of the enterprise income tax. If H shareholders intend to change its shareholder status, please enquire about the relevant procedures with your agents or transferee agent. The Company will strictly comply with laws or the requirements of the relevant government authority and withhold and pay enterprise income tax on behalf of the relevant shareholders based on the register of members for H shares of the Company as at Thursday, 20 June 2019.

Withholding and Payment of Individual Income Tax for Individual Foreign Shareholders

According to the Circular on Questions Concerning Collection of Individual Income Tax after Revocation of Document Guoshuifa No. 045 [1993] by Chinese Resident Enterprises (Guoshuihan [2011] No. 348) (關於國稅發[1993]045號文件廢止後有關個人所得稅徵管問題的通知) issued by the State Administration of Taxation, if the individual holders of the H shares who are Hong Kong or Macau residents or residents of the countries which had an agreed tax rate of 10% for dividend with China under the relevant tax agreement, the Company should withhold and pay individual income tax on behalf of the relevant shareholders at a rate of 10%. Should the individual holders of the H shares are residents of the countries which had an agreed tax rate of less than 10% with China under the relevant tax agreement, the Company shall withhold and pay individual income tax on behalf of the relevant shareholders at a rate of 10%. In that case, if the relevant individual holders of the H shares wish to apply for a refund of the additional amount of tax withheld and paid, the Company can assist the relevant individual holders of the H shares to handle the application for the underlying preferential tax benefits pursuant to tax agreements. Should the individual holders of the H shares are residents of the countries which had an agreed tax rate of over 10% but less than 20% with China under the tax agreement, the Company shall withhold and pay the individual income tax at the agreed actual rate in accordance with the relevant tax agreement. In the case that the individual holders of the H shares are residents of the countries which had an agreed tax rate of 20% with China, or which has not entered into any tax agreement with China, or otherwise, the Company shall withhold and pay the individual income tax at a rate of 20%. The Company shall take the registered address (the “**registered address**”) as recorded in the register of members on Thursday, 20 June 2019 as the basis in determining the residence of the individual holders of the H shares.

The Company assumes no responsibility and will not entertain any claims arising from any delay in, or inaccurate determination of, the status of the shareholders or any dispute over the mechanism of withholding and payment of tax. Shareholders should consult their tax advisers regarding the PRC, Hong Kong and other tax implications of owning and disposing of the H shares of the Company.

By order of the Board of
China Suntien Green Energy Corporation Limited
Mei Chun Xiao
Executive Director/President

Shijiazhuang City, Hebei Province, the PRC, 11 June 2019

As at the date of this announcement, the non-executive Directors are Dr. Cao Xin, Dr. Li Lian Ping, Mr. Qin Gang and Mr. Wu Hui Jiang; the executive Directors are Mr. Mei Chun Xiao and Mr. Wang Hong Jun; and the independent non-executive Directors are Mr. Xie Wei Xian, Mr. Wan Yim Keung, Daniel and Dr. Lin Tao.

* *For identification purposes only*