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中國碳中和發展集團有限公司
China Carbon Neutral Development Group Limited
(Incorporated in the Cayman Islands with limited liability)
(Stock Code: 1372)

POLL RESULTS OF THE ANNUAL GENERAL MEETING

The board (the “**Board**”) of directors (the “**Directors**”) of China Carbon Neutral Development Group Limited (the “**Company**”) hereby announces that all resolutions, except resolution no. 3, as set out in the notice (the “**AGM Notice**”) of annual general meeting of the Company (the “**AGM**”) dated 27 April 2023 were duly passed by the shareholders of the Company (the “**Shareholders**”) by way of poll at the AGM held on 28 June 2023.

As at the date of the AGM, the total number of issued shares of the Company was 446,500,000 of HK\$0.01 each, which was the total number of shares entitling the holders to attend and vote for or against the resolutions at the AGM. There were no shares entitling the holders to attend and abstain from voting in favour of any of the resolutions at the AGM as set out in Rule 13.40 of the Rules Governing the Listing of Securities (the “**Listing Rules**”) on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”).

None of the Shareholders have stated their intention in the Company’s circular 27 April 2023 to vote against or abstain from voting on any of the resolutions at the AGM. No Shareholders were required under the Listing Rules to abstain from voting on any of the resolutions at the AGM.

The branch share registrar and transfer office of the Company in Hong Kong, Tricor Investor Services Limited, acted as the scrutineer for vote-taking at the AGM.

The full text of resolutions were set out in the AGM Notice of the AGM. The poll results of the resolutions are as follows:

Ordinary Resolutions		Number of Votes (%)	
		For	Against
1.	To receive and adopt the audited consolidated financial statements of the Company and the reports of the directors of the Company and the independent auditor of the Company (the “Auditor”) for the year ended 31 December 2022.	190,680,025 (100.00%)	0 (0.00%)
2.	To re-elect Mr. Chen Xinwei as an executive director of the Company.	190,680,025 (100.00%)	0 (0.00%)
3.	To re-elect Mr. Chen Lei as an executive director of the Company.	Not applicable (Note)	Not applicable (Note)
4.	To re-elect Mr. Lam Po Foon as a non-executive director of the Company.	190,680,025 (100.00%)	0 (0.00%)
5.	To re-elect Mr. Sha Tao as an executive director of the Company.	190,680,025 (100.00%)	0 (0.00%)
6.	To authorise the board of directors of the Company to fix the directors’ remuneration.	190,680,025 (100.00%)	0 (0.00%)
7.	To re-appoint Prism Hong Kong and Shanghai Limited as the Auditor and authorise the board of directors of the Company to fix their remuneration.	190,680,025 (100.00%)	0 (0.00%)
8.	To grant a general mandate to the directors of the Company to allot, issue and deal with additional shares of the Company not exceeding 20% of the aggregate nominal amount of the issued share capital of the Company as at the date of passing of this resolution.	190,680,025 (100.00%)	0 (0.00%)
9.	To grant a general mandate to the directors of the Company to repurchase the Company’s shares not exceeding 10% of the aggregate nominal amount of the issued share capital of the Company as at the date of passing of this resolution.	190,680,025 (100.00%)	0 (0.00%)
10.	To extend the general mandate granted to the directors of the Company to issue, allot and deal with additional shares in the capital of the Company by the aggregate nominal amount of shares repurchased by the Company.	190,680,025 (100.00%)	0 (0.00%)

Special Resolution		Number of Votes (%)	
		For	Against
11.	To approve and adopt the second amended and restated memorandum of association and the amended and restated articles of association of the Company in substitution for, and to the exclusion of, the existing memorandum of association and articles of association of the Company and that any director or company secretary of the Company be authorised to do all things necessary to implement the adoption of the new memorandum of association and articles of association of the Company.	190,680,025 (100.00%)	0 (0.00%)

Note: As set out in the announcement of the Company dated 2 June 2023, since Mr. Chen Lei has resigned as an executive Director with effect from 2 June 2023, the proposed resolution number 3 in respect of re-election of Mr. Chen Lei as an executive director of the Company has been withdrawn and not been put forward for consideration and approval by the Shareholders at the AGM.

As more than 50% of the votes were cast in favour of each of the resolutions no. 1 to no. 10 (except no. 3) proposed at the AGM, each of the resolutions numbered no. 1 to no. 10 (except no. 3) was duly passed by the Shareholders as an ordinary resolution of the Company.

As more than 75% of the votes were cast in favour of the resolution no. 11 proposed at the AGM, resolution no. 11 was duly passed by the Shareholders as a special resolution of the Company.

The executive Directors, Mr. Sha Tao, Mr. Chen Xinwei and Mr. Di Ling, and the independent non-executive Directors, Dr. Guo Yike and Dr. Li Qun attended the AGM either in person or by electronic means. The non-executive Director, Mr. Lam Po Foon and the independent non-executive Director, Mr. Wang Anyuan, were unable to attend the AGM due to their other business commitments.

By order of the Board
China Carbon Neutral Development Group Limited
Sha Tao
Chairman

Hong Kong, 28 June 2023

As at the date of this announcement, the executive Directors are Mr. Sha Tao, Mr. Chen Xinwei and Mr. Di Ling; the non-executive Director is Mr. Lam Po Foon; and the independent non-executive Directors are Dr. Guo Yike, Mr. Wang Anyuan and Dr. Li Qun.