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NEW ENVIRONMENTAL ENERGY HOLDINGS LIMITED **新環保能源控股有限公司**

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 3989)

POLL RESULTS OF THE EXTRAORDINARY GENERAL MEETING HELD ON 31 MAY 2013

POLL RESULTS OF THE NEW EGM

The Board is pleased to announce that all the resolutions as set out in the Notice were duly passed by the Independent Shareholders by way of poll at the New EGM held on 31 May 2013.

The last day of dealings in Shares on a cum-rights basis will be 3 June 2013. Shares will be dealt in on an ex-rights basis from 4 June 2013. To qualify for the Rights Issue, all transfers of Shares must be lodged with the Company's branch share registrar, Tricor Investor Services Limited, for registration by 4:00 p.m. on 5 June 2013. Subject to the registration of the Rights Issue Documents with the Registrars of Companies in Hong Kong, (i) the Rights Issue Documents are expected to be despatched to the Qualifying Shareholders on 14 June 2013, and (ii) the Prospectus is also expected to be despatched to the Excluded Shareholders, for their information only, on the same day.

Reference is made to the circular (the "**Circular**") of New Environmental Energy Holdings Limited (the "**Company**") dated 19 April 2013, the announcement of the Company dated 13 May 2013 and the notice (the "**Notice**") of the extraordinary general meeting (the "**New EGM**") of the Company dated 13 May 2013 in relation to, among others, the Rights Issue, the Whitewash Waiver, the Special Deals and the transactions contemplated thereunder. Unless otherwise stated, capitalised terms used herein shall have the same meanings as those defined in the Circular.

POLL RESULTS OF THE NEW EGM

At the New EGM held on 31 May 2013, all proposed resolutions as set out in the Notice were taken by poll. The Company's branch share registrar, Tricor Investor Services Limited, was appointed as the scrutineer at the New EGM for the purpose of vote-taking. As at the date of the New EGM, the total number of issued Shares was 1,862,257,039 Shares.

As disclosed in the Circular, Shareholders who are involved in, or interested in, the Rights Issue, the Whitewash Waiver, the Special Deals and the transactions contemplated thereunder (including the Underwriter, Waste Resources G.P. Limited, any of their associates and parties acting in concert with any of them) were required to abstain from voting in respect of the resolutions proposed at the New EGM. As at the date of the New EGM, the Underwriter, Waste Resources G.P. Limited, any of their associates and parties acting in concert with any of them were interested in a total of 317,647,000 Shares. Accordingly, a total of 1,544,610,039 Shares held by the Independent Shareholders were entitled to attend and vote for or against the proposed resolutions at the New EGM. There was no Share entitling the holder to attend and vote only against any resolution at the New EGM.

The Board is pleased to announce that all the proposed resolutions were duly passed by the Independent Shareholders by way of poll at the New EGM. The poll results in respect of each of the resolutions proposed at the New EGM were as follows:

Ordinary Resolutions	Number of Shares voted (%)	
	For	Against
1. To approve the Underwriting Agreement, the Rights Issue and the transactions contemplated thereunder and any director(s) of the Company be and is authorised to do all things to give effect to the same.	573,030,030 (99.81)	1,088,000 (0.19)
2. To approve the Whitewash Waiver and any director(s) of the Company be and is authorised to do all things to give effect to the same.	573,030,030 (99.81)	1,088,000 (0.19)
3. To approve the proposed Set-off Arrangement and the transactions contemplated thereunder, including but not limited to the necessary variation and alteration of the terms and conditions of the Convertible Note I, and any director(s) of the Company be and is authorised to do all such things to give effect to the same.	573,030,030 (99.81)	1,088,000 (0.19)
4. To approve the Redemption and the transactions in connection with, incidental to and/or contemplated thereunder and any director(s) of the Company be and is authorised to do all such things to give effect to the same.	573,030,030 (99.81)	1,088,000 (0.19)

Note: Please refer to the Notice for the full text of the resolutions.

Shareholders and potential investors of the Company should note that the Rights Issue is still subject to the fulfillment (or waiver, as the case may be) of other conditions precedent set out under the section headed “Conditions of Rights Issue” in the Circular.

The last day of dealings in Shares on a cum-rights basis will be 3 June 2013. Shares will be dealt in on an ex-rights basis from 4 June 2013. To qualify for the Rights Issue, all transfers of Shares must be lodged with the Company’s branch share registrar, Tricor Investor Services Limited, for registration by 4:00 p.m. on 5 June 2013. Subject to the registration of the Rights Issue Documents with the Registrars of Companies in Hong Kong, (i) the Rights Issue

Documents are expected to be despatched to the Qualifying Shareholders on 14 June 2013, and (ii) the Prospectus is also expected to be despatched to the Excluded Shareholders, for their information only, on the same day.

SHAREHOLDING IN THE COMPANY

The table below shows the changes in shareholding structure of the Company arising from the Rights Issue:

Assuming no exercise of Share Options and Convertible Note II on or before the Record Date

Shareholder	As at the date of the this announcement		Immediately after completion of the Rights Issue assuming full acceptance by the Qualifying Shareholders		Immediately after completion of the Rights Issue assuming no acceptance by the Qualifying Shareholders (other than the Underwriter)	
	No. of Shares	%	No. of Shares	%	No. of Shares	%
Underwriter (<i>Note 1</i>)	299,022,000	16.06	747,555,000	16.06	3,092,407,557	66.42
BC Water Investments Co., Ltd (<i>Note 1</i>)	<u>9,284,000</u>	<u>0.50</u>	<u>23,210,000</u>	<u>0.50</u>	<u>9,284,000</u>	<u>0.20</u>
Sub-total of the Underwriter and parties acting in concert with it	308,306,000	16.56	770,765,000	16.56	3,101,691,557	66.62
Sycomore Limited, Marcello Appella and his associates (<i>Note 2</i>)	3,588,030	0.19	8,970,075	0.19	3,588,030	0.08
Simple Success Investments Limited (<i>Note 3</i>)	270,760,000	14.54	676,900,000	14.54	270,760,000	5.82
Best View Enterprises Limited (<i>Note 4</i>)	221,308,205	11.88	553,270,511	11.88	221,308,205	4.75
						(<i>Note 7</i>)
<i>Public Shareholders:</i>						
Other public Shareholders	<u>1,058,294,804</u>	<u>56.83</u>	<u>2,645,737,010</u>	<u>56.83</u>	<u>1,058,294,804</u>	<u>22.73</u>
Sub-total of public Shareholders	<u>1,058,294,804</u>	<u>56.83</u>	<u>2,645,737,010</u>	<u>56.83</u>	<u>1,550,363,009</u>	<u>33.30</u>
Total	<u><u>1,862,257,039</u></u>	<u><u>100.00</u></u>	<u><u>4,655,642,596</u></u>	<u><u>100.00</u></u>	<u><u>4,655,642,596</u></u>	<u><u>100.00</u></u>

Assuming full exercise of Share Options and Convertible Note II on or before the Record Date

Shareholder	As at the date of the this announcement		Immediately after full exercise of the Share Options and Convertible Note II		Immediately after completion of the Rights Issue assuming full acceptance by the Qualifying Shareholders		Immediately after completion of the Rights Issue assuming no acceptance by the Qualifying Shareholders (other than the Underwriter)	
	No. of Shares	%	No. of Shares	%	No. of Shares	%	No. of Shares	%
Underwriter (<i>Note 1</i>)	299,022,000	16.06	299,022,000	15.90	747,555,000	15.90	3,119,798,793	66.36
BC Water Investments Co., Ltd (<i>Note 1</i>)	9,284,000	0.50	9,284,000	0.49	23,210,000	0.49	9,284,000	0.20
Sub-total of the Underwriter and parties acting in concert with it	308,306,000	16.56	308,306,000	16.39	770,765,000	16.39	3,129,082,793	66.56
Sycomore Limited, Marcello Appella and his associates (<i>Note 2</i>)	3,588,030	0.19	3,789,562	0.20	9,473,905	0.20	3,789,562	0.08
Simple Success Investments Limited (<i>Note 3</i>)	270,760,000	14.54	270,760,000	14.40	676,900,000	14.40	270,760,000	5.76
Best View Enterprises Limited (<i>Note 4</i>)	221,308,205	11.88	221,308,205	11.77	553,270,511	11.77	221,308,205	4.71
<i>Public Shareholders:</i>								
Waste Resources G.P. Limited (<i>Note 5</i>)	9,341,000	0.50	9,341,000	0.50	23,352,500	0.50	9,341,000	0.20
Winner Performance Limited (<i>Note 6</i>)	19,000,000	1.02	33,159,292	1.76	82,898,230	1.76	33,159,292	0.71
Other public Shareholders	1,029,953,804	55.31	1,033,853,804	54.98	2,584,634,510	54.98	1,033,853,804	21.98
Sub-total of public Shareholders	1,058,294,804	56.83	1,076,354,096	57.24	2,690,885,240	57.24	1,568,422,301	33.36
Total	1,862,257,039	100.00	1,880,517,863	100.00	4,701,294,656	100.00	4,701,294,656	100.00

Notes:

- These Shares are held by the Underwriter and BC Water Investments Co., Ltd. respectively, which are wholly-owned subsidiaries of Beijing Capital.
- Sycomore Limited is owned as to 50% by Mr. Marcello Appella, an executive Director, and 50% by Mrs. Maguy, Alice, Juliette, Marie Pujol ep. Appella, the spouse of Mr. Marcello Appella.
- These Shares are held by Simple Success Investments Limited, which is a wholly-owned subsidiary of New World Strategic Investment Limited, which is in turn wholly-owned by New World Development Company Limited. Cheng Yu Tung Family (Holdings) Limited and Cheng Yu Tung Family (Holdings II) Limited hold 49% and 40.2% interests in Chow Tai Fook Capital Limited, respectively. Chow Tai Fook Capital Limited in turn owns 74.1% interest in Chow Tai Fook (Holding) Limited which holds the entire interest in Chow Tai Fook Enterprises Limited, which in turn has more than one-third of the issued shares of New World Development Company Limited. Simple Success Investments Limited is not an associate of Mr. Cheng Yu Tung.
- These Shares are held by Best View Enterprises Limited, which is wholly-owned by Chow Tai Fook Nominee Limited, which is in turn controlled by Mr. Cheng Yu Tung.
- Waste Resources G.P. Limited is the holder of the Convertible Bond I. On 15 April 2013, the Company received an irrevocable put option exercise notice from Waste Resources G.P. Limited requesting the redemption of Convertible Bond I, therefore Convertible Bond I will not be converted into Shares.
- Winner Performance Limited is the holder of the Convertible Note II. Winner Performance Limited is not related to any of the other existing Shareholders.
- Its shareholding falls below 10% and thus no longer a substantial Shareholder. Accordingly, it will be regarded as a public Shareholder in this scenario.
- Figures shown above as totals may not be an arithmetic aggregation of the figures preceding them due to rounding.

WARNING OF THE RISKS OF DEALING IN THE SHARES AND NIL-PAID RIGHTS SHARES

The Shares will be dealt in on an ex-rights basis from Tuesday, 4 June 2013. Dealings in the Rights Shares in the nil-paid form will take place from Tuesday, 18 June 2013 to Tuesday, 25 June 2013 (both days inclusive). If the conditions of the Rights Issue are not fulfilled and/or waived on or before 4:00 p.m. on Wednesday, 3 July 2013 (or such later time and/or dates as the Company and the Underwriter may determine), or the Underwriting Agreement is terminated by the Underwriter or the Whitewash Waiver is not granted, the Rights Issue will not proceed. Any persons contemplating buying or selling Shares from the date of this announcement up to the date on which all the conditions of the Rights Issue are fulfilled and/or waived, and any dealings in the Rights Shares in their nil-paid form between Tuesday, 18 June 2013 and Tuesday, 25 June 2013 (both days inclusive), bear the risk that the Rights Issue may not become unconditional or may not proceed. Any Shareholders or other persons contemplating dealing in the Shares or nil-paid Rights Shares are recommended to consult their own professional advisers.

By order of the Board
New Environmental Energy Holdings Limited
Yu Chang Jian
Chairman

Hong Kong, 31 May 2013

As at the date of this announcement, the Board comprises six executive Directors, namely Mr. Yu Chang Jian, Mr. Cao Guo Xian, Mr. Liu Xiao Guang, Mr. Marcello Appella, Mr. Tang Zhi Bin and Mr. Xue Huixuan; one non-executive Director, namely Mr. Lim Jui Kian; one alternate non-executive Director, namely Mr. Cai Qiao Herman (alternate director to Mr. Lim Jui Kian) and four independent non-executive Directors, namely Mr. Pao Ping Wing, Mr. Cheng Kai Tai, Allen, Mr. Li Baochun and Ms. Chan Yee Wah, Eva.

The Directors jointly and severally accept full responsibility for the accuracy of the information contained in this announcement and confirm, having made all reasonable enquiries, that to the best of their knowledge, opinions expressed in this announcement have been arrived at after due and careful consideration and there are no other facts not contained in this announcement, the omission of which would make any statement contained in this announcement misleading.