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NEW ENVIRONMENTAL ENERGY HOLDINGS LIMITED

新環保能源控股有限公司

(Incorporated in Cayman Islands with limited liability)

(Stock Code: 03989)

POLL RESULTS OF THE ANNUAL GENERAL MEETING AND THE EXTRAORDINARY GENERAL MEETING HELD ON 7 MAY 2014

ANNUAL GENERAL MEETING

The Board is pleased to announce that all the ordinary resolutions and the special resolution as set out in the notice convening the AGM dated 1 April 2014 was duly passed by way of poll at the AGM.

EXTRAORDINARY GENERAL MEETING

The Board is also pleased to announce that the ordinary resolution as set out in the notice of EGM dated 15 April 2014 were duly passed by way of poll at the EGM. The Loan Agreement and the Share Pledge Agreement have become unconditional and effective on the date of this announcement.

ANNUAL GENERAL MEETING

Reference is made to the circular (the “**AGM Circular**”) of New Environmental Energy Holdings Limited (the “**Company**”) incorporating, among others, a notice of annual general meeting (the “**AGM**”) dated 1 April 2014. Unless the context otherwise requires, capitalized terms used herein shall have the same meanings as those defined in the AGM Circular.

The board of directors (the “**Board**”) of the Company is pleased to announce that at the AGM of the Company held on 7 May 2014, all the proposed ordinary resolutions and the special resolution as set out in the notice of AGM dated 1 April 2014 were duly passed by the Shareholders by way of poll.

The Company’s Hong Kong branch share registrar, Tricor Investor Services Limited, was appointed as the scrutineer at the AGM for the purpose of vote-taking. The poll results in respect of the resolutions proposed at the AGM are as follows:

Resolutions proposed at the AGM		Number of votes cast for and against the resolutions and their approximate percentage of total number of votes cast		Total number of votes cast
		FOR	AGAINST	
Ordinary resolutions				
1.	To receive and consider the audited financial statements, the report of the directors and the report of auditors of the Company for the year ended 31 December 2013.	2,210,123,218 (100%)	0 (0%)	2,210,123,218
2.	(i) To re-elect Mr. Yu Changjian as executive Director and Chairman;	2,196,097,218 (99.37%)	14,028,000 (0.63%)	2,210,125,218
	(ii) To re-elect Mr. Cao Guoxian as executive Director and Chief Executive Officer;	2,210,125,218 (100%)	0 (0%)	2,210,125,218
	(iii) To re-elect Mr. Shen Jianping as executive Director;	2,210,125,218 (100%)	0 (0%)	2,210,125,218
	(iv) To re-elect Mr. Pao Ping Wing as independent non-executive Director;	2,194,467,218 (99.29%)	15,658,000 (0.71%)	2,210,125,218
	(v) To authorise the Board to fix the directors’ remuneration.	2,197,125,218 (99.41%)	13,000,000 (0.59%)	2,210,125,218
3.	To re-appoint Messrs. Deloitte Touche Tohmatsu as the Company’s auditor and authorise the Board to fix their remuneration.	2,197,125,218 (99.41%)	13,000,000 (0.59%)	2,210,125,218
4.	Ordinary resolution in item 4 of the notice of the Meeting (to grant a general mandate to the Directors to issue additional shares not exceeding 20% of the issued share capital).	2,183,801,218 (98.81%)	26,324,000 (1.19%)	2,210,125,218
5.	Ordinary resolution in item 5 of the notice of the Meeting (to grant a general mandate to the Directors to repurchase shares not exceeding 10% of the issued share capital).	2,210,125,218 (100%)	0 (0%)	2,210,125,218

6.	Ordinary resolution in item 6 of the notice of the Meeting (to extend the general mandate to the Directors to issue additional shares under resolution 4 above of the aggregate nominal amount of shares repurchased by the Company under the general mandate to the Directors to repurchase shares under resolution 5 above).	2,183,801,218 (98.81%)	26,324,000 (1.19%)	2,210,125,218
Special resolution				
7.	To approve the change of name of the Company from “New Environmental Energy Holdings Limited” to “Capital Environment Holdings Limited” and adoption of the new Chinese name “首創環境控股有限公司” to replace the existing Chinese name of the Company “新環保能源控股有限公司”.	2,210,125,218 (100%)	0 (0%)	2,210,125,218

As more than 50% votes were casted in favour of the above resolutions, all the proposed resolutions were duly passed at the AGM.

As at the date of the AGM, the total number of issued shares of the Company was 4,655,642,596, which was the total number of shares entitling the holders to attend and vote for or against the resolutions proposed at the AGM. No Shareholder was entitled to attend and vote only against any of the resolutions at the AGM.

EXTRAORDINARY GENERAL MEETING

Reference is made to the circular (the “**EGM Circular**”) of the Company incorporating, among others, a notice of extraordinary general meeting (the “**EGM**”) dated 15 April 2014 in relation to the connected transaction in relation to the Loan Agreement and the Share Pledge Agreement. Unless the context otherwise requires, capitalised terms used hereafter shall have the same meanings as those defined in the EGM Circular.

The Board is pleased to announce that at the EGM held on 7 May 2014, the proposed ordinary resolution as set out in the notice of EGM dated 15 April 2014 was duly passed by the Independent Shareholders by way of poll.

The Company’s Hong Kong branch share registrar, Tricor Investor Services Limited, was appointed as the scrutineer at the EGM for the purpose of vote-taking. The poll results in respect of the resolution proposed at the EGM is as follows:

Ordinary resolution proposed at the EGM	Number of votes cast for and against the resolution and their approximate percentage of total number of votes cast		Total number of votes cast
	FOR	AGAINST	
1. To approve, confirm and ratify the Loan Agreement, the Share Pledge Agreement and the transactions contemplated thereunder.	714,884,000 (100%)	0 (0%)	714,884,000

As more than 50% votes were casted in favour of the above resolution, the proposed resolution was duly passed at the EGM.

As at the date of the EGM, the Company had 4,655,642,596 Shares in issue. Beijing Capital (HK) and its associate, BC Water Investments Co., Ltd. were respectively interested in 2,243,056,218 Shares and 23,210,000 Shares, and abstained from voting to approve the above resolution at the EGM. As a result, Shareholders holding a total of 2,389,376,378 Shares were entitled to attend and vote for or against the above resolution. No Shareholder was entitled to attend and vote only against the resolution at the EGM. There was no Share entitling the Shareholder to attend and abstain from voting in favor of the resolution proposed at the EGM.

The Board further announces that the Loan Agreement and the Share Pledge Agreement have become unconditional and effective on the date of this announcement.

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

Hong Kong, 7 May 2014

As at the date of this announcement, the Board comprises five executive directors, namely Mr. Yu Changjian, Mr. Cao Guoxian, Mr. Liu Xiaoguang, Mr. Xue Huixuan and Mr. Shen Jianping; 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.