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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 EXTRAORDINARY GENERAL MEETING
HELD ON 19 JANUARY 2012
IN RELATION TO**

- (1) CONNECTED TRANSACTION IN RESPECT OF
ISSUE OF CONVERTIBLE BOND;
(2) DISCLOSEABLE AND CONNECTED TRANSACTION
IN RESPECT OF ACQUISITION OF THE TARGET COMPANY;
(3) INCREASE IN AUTHORISED SHARE CAPITAL
OF THE COMPANY; AND
(4) SPECIFIC MANDATE TO ISSUE NEW SHARES**

The Board is pleased to announce that all the ordinary resolutions as set out in the notice of EGM dated 31 December 2011 were duly passed by way of poll at the EGM held on 19 January 2012.

Reference is made to the circular (the “Circular”) of New Environmental Energy Holdings Limited (the “Company”) incorporating, among others, a notice of extraordinary general meeting (the “EGM”) dated 31 December 2011 in relation to (1) connected transaction in respect of issue of Convertible Bond; (2) discloseable and connected transaction in respect of acquisition of the Target Company; (3) increase in authorised share capital of the Company; and (4) specific mandate to issue new shares. Unless the context otherwise requires, capitalised terms used in this announcement shall have the same meanings as those defined in the Circular.

The board of directors (the “Board”) of the Company is pleased to announce that at the EGM held on 19 January 2012, all the proposed ordinary resolutions as set out in the notice of EGM dated 31 December 2011 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 EGM for the purpose of vote-taking. The poll results in respect of the resolutions proposed at the EGM are as follows:

Ordinary resolutions proposed at the EGM	Number of Shares (Approximate %)	
	FOR	AGAINST
1. To approve, ratify and confirm the Subscription Agreement and the transactions contemplated thereunder, which include but are not limited to the issue of the Convertible Bond and the allotment and issue of the Conversion Shares upon exercise of the conversion rights attaching to the Convertible Bond;	431,563,129 (100%)	0 (0%)
2. To approve, ratify and confirm the Acquisition Agreement and the transactions contemplated thereunder;	431,563,129 (100%)	0 (0%)
3. To approve the increase of the authorised share capital of the Company from HK\$200,000,000 divided into 2,000,000,000 Shares of par value HK\$0.1 each to HK\$600,000,000 divided into 6,000,000,000 Shares by the creation of 4,000,000,000 new Shares in the capital of the Company; and	730,585,129 (100%)	0 (0%)
4. To grant the Directors a Specific Mandate to allot, issue and deal with the Conversion Shares.	431,563,129 (100%)	0 (0%)

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

As at the date of the EGM, the Company had 1,551,881,039 Shares in issue. Beijing Capital (Hong Kong) Limited and its associates were interested in 308,770,000 Shares, abstained from voting to approve the resolutions 1, 2 and 4 above at the EGM. As a result, Shareholders holding a total of 1,243,111,039 Shares were entitled to attend and vote for or against the resolutions 1, 2 and 4, and Shareholders of all the issued Shares of the Company were entitled to attend and vote for or against the resolution 3 at the EGM. No Shareholder was entitled to attend and vote only against any of the resolutions at the EGM.

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

Hong Kong, 19 January 2012

As at the date of this announcement, the Board comprises five executive directors; namely, Mr. Yu Chang Jian, Mr. Liu Xiao Guang, Mr. Cao Guo Xian, Mr. Marcello Appella, and Mr. Tang Zhi Bin; 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. Lo Ming Chi, Charles, Mr. Pao Ping Wing, Mr. Kwan Hung Sang, Francis and Mr. Cheng Kai Tai, Allen.