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新特能源

XINTE ENERGY CO., LTD.

新特能源股份有限公司

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

(Stock code: 1799)

POLL RESULTS OF THE ANNUAL GENERAL MEETING HELD ON 16 JUNE 2021; CHANGE OF DIRECTORS, COMPOSITION OF BOARD COMMITTEES, SUPERVISOR AND AUTHORISED REPRESENTATIVE; AND DISTRIBUTION OF FINAL DIVIDEND

References are made to the notice dated 14 May 2021 and the supplemental notice dated 26 May 2021 of the annual general meeting of 2020 (the “**AGM**”) of Xinte Energy Co., Ltd. (the “**Company**”) and the circular (the “**Circular**”) of the Company dated 26 May 2021. Capitalised terms used in this announcement shall have the same meanings as defined in the Circular unless the context otherwise requires.

POLL RESULTS OF THE AGM

The Company has held the AGM at 11:00 a.m. on Wednesday, 16 June 2021 at the Conference Room, International Conference Center at No. 189, South Beijing Road, Changji, Xinjiang, the PRC. The holding of the AGM was in compliance with the requirements of the Company Law of the PRC and the Articles. The AGM was chaired by Mr. Zhang Jianxin, the chairman of the Company.

As at the date of the AGM, the total number of issued Shares is 1,200,000,000 Shares, of which 886,524,370 are Domestic Shares and 313,475,630 are H Shares, all of which entitle the holders to attend the AGM and vote for or against or abstain from voting on the resolutions (the “**Resolutions**”) proposed at the AGM. Shareholders and their authorised proxies who attended the AGM hold an aggregate of 916,913,240 Shares with voting rights, representing approximately 76.41% of the total number of the Shares in issue with voting rights.

No Shareholder was required to abstain from voting on any of the Resolutions in accordance with the Listing Rules, or are required to attend the AGM and abstain from voting in favour of any of the Resolutions in accordance with Rule 13.40 of the Listing Rules. No Shareholder has stated the intention in the Circular to vote against or to abstain from voting on any of the Resolutions. All the Resolutions were voted by way of poll. Computershare Hong Kong Investor Services Limited, the H share registrar of the Company, acted as the scrutineer for vote-taking at the AGM. Two representatives from the Shareholders and one Supervisor also participated in the vote-taking, vote-tabulation and the scrutineer for vote-taking.

The poll results in respect of each of the Resolutions are as follows:

ORDINARY RESOLUTIONS		Number of Votes (%)		
		For	Against	Abstain
1.	To consider and approve the report of the board of directors of the Company (the “ Board ”) for the year 2020.	916,913,240 (100%)	0 (0%)	0 (0%)
2.	To consider and approve the report of the board of supervisors of the Company (the “ Supervisory Board ”) for the year 2020.	916,913,240 (100%)	0 (0%)	0 (0%)
3.	To consider and approve the final financial accounts of the Company for the year ended 31 December 2020.	916,913,240 (100%)	0 (0%)	0 (0%)
4.	To consider and approve the profit distribution plan and the distribution of the final dividend of the Company for the year ended 31 December 2020.	916,913,240 (100%)	0 (0%)	0 (0%)
5.	To consider and approve the Company’s annual report for the year 2020.	916,913,240 (100%)	0 (0%)	0 (0%)
6.	To consider and approve the remuneration plan for directors and supervisors of the Company for the year 2021.	916,913,240 (100%)	0 (0%)	0 (0%)
7.	To consider and approve the re-appointment of PricewaterhouseCoopers as the Company’s international auditor for the year 2021 for a term until the conclusion of the next annual general meeting of the Company, and to authorize the Board to determine its remuneration.	916,913,240 (100%)	0 (0%)	0 (0%)

ORDINARY RESOLUTIONS		Number of Votes (%)		
		For	Against	Abstain
8.	To consider and approve the appointment of each of the director candidates as director for the fourth session of the Board as set out below:			
8.1	to appoint Mr. Zhang Jianxin as an executive director of the Company	905,789,932 (98.79%)	11,123,308 (1.21%)	0 (0%)
8.2	to appoint Mr. Yin Bo as an executive director of the Company	906,081,532 (98.82%)	10,831,708 (1.18%)	0 (0%)
8.3	to appoint Mr. Xia Jinjing as an executive director of the Company	905,789,932 (98.79%)	11,123,308 (1.21%)	0 (0%)
8.4	to appoint Mr. Zhang Xin as a non-executive director of the Company	906,017,532 (98.81%)	10,895,708 (1.19%)	0 (0%)
8.5	to appoint Mr. Huang Hanjie as a non-executive director of the Company	916,109,240 (99.91%)	804,000 (0.09%)	0 (0%)
8.6	to appoint Ms. Guo Junxiang as a non-executive director of the Company	904,530,488 (98.65%)	12,382,752 (1.35%)	0 (0%)
8.7	to appoint Mr. Cui Xiang as an independent non-executive director of the Company	916,109,240 (99.91%)	804,000 (0.09%)	0 (0%)
8.8	to appoint Mr. Chen Weiping as an independent non-executive director of the Company	916,109,240 (99.91%)	804,000 (0.09%)	0 (0%)
8.9	to appoint Mr. Tam, Kwok Ming Banny as an independent non-executive director of the Company	916,109,240 (99.91%)	804,000 (0.09%)	0 (0%)

ORDINARY RESOLUTIONS		Number of Votes (%)		
		For	Against	Abstain
9.	To consider and approve the appointment of each of the non-employee representative supervisor candidates as non-employee representative supervisor for the fourth session of the Supervisory Board as set out below:			
9.1	to appoint Mr. Chen Qijun as a non-employee representative supervisor of the Company	916,913,240 (100%)	0 (0%)	0 (0%)
9.2	to appoint Mr. Hu Shujun as a non-employee representative supervisor of the Company	913,912,440 (99.67%)	3,000,800 (0.33%)	0 (0%)
9.3	to appoint Mr. Han Shu as a non-employee representative supervisor of the Company	913,912,440 (99.67%)	3,000,800 (0.33%)	0 (0%)

SPECIAL RESOLUTIONS		Number of Votes (%)		
		For	Against	Abstain
10.	To consider and approve the granting of a general mandate to the Board to issue, allot and deal with additional domestic shares and/or H shares not exceeding 20% of each of the total number of the domestic shares and H shares of the Company respectively in issue, and to authorize the Board to make amendments to the articles of association of the Company (the “Articles”) 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.	892,600,370 (97.35%)	24,312,870 (2.65%)	0 (0%)
11.	To consider and approve the amendments to the Articles.	916,913,240 (100%)	0 (0%)	0 (0%)

As more than half of the votes from the Shareholders with voting rights (including their authorised proxies) attending the AGM were cast in favour of the Resolutions numbered 1 to 9, these Resolutions were duly passed as ordinary resolutions.

As more than two-thirds of the votes from the Shareholders with voting rights (including their authorised proxies) attending the AGM were cast in favour of the Resolutions numbered 10 and 11, these Resolutions were duly passed as special resolutions.

Save as the above resolutions, the Company has not received any proposal put forward by any Shareholders holding 3% or more of the Shares carrying voting rights of the Company.

CHANGE OF DIRECTORS AND COMPOSITION OF BOARD COMMITTEES

Mr. Qin Haiyan, Mr. Yang Deren and Mr. Wong, Yui Keung Marcellus retired and ceased to be independent non-executive Directors upon the closing of the AGM. Mr. Qin Haiyan ceased to be the chairman of the Nomination Committee, a member of the Audit Committee, the Remuneration and Assessment Committee and the Strategy Committee; Mr. Yang Deren ceased to be the chairman of the Remuneration and Assessment Committee, a member of the Audit Committee, the Nomination Committee and the Strategy Committee; Mr. Wong, Yui Keung Marcellus ceased to be the chairman of the Audit Committee, a member of the Nomination Committee and the Remuneration and Assessment Committee. Each of Mr. Qin Haiyan, Mr. Yang Deren and Mr. Wong, Yui Keung Marcellus indicated that he has no disagreement with the Board in any respect and there were no other matters relating to their retirements that shall be brought to the attention of the Shareholders or the Stock Exchange.

As approved by the Shareholders at the AGM, the appointment of each of Mr. Huang Hanjie, Mr. Cui Xiang, Mr. Chen Weiping and Mr. Tam Kwok Ming Banny as a Director shall be effective from 16 June 2021 until the expiration of the term of the fourth session of the Board.

Also, with effect from 16 June 2021:

- (a) Mr. Huang Hanjie has been appointed as a member of the Audit Committee;
- (b) Mr. Cui Xiang has been appointed as the chairman of the Remuneration and Assessment Committee and a member of the Strategy Committee, Nomination Committee and Audit Committee;
- (c) Mr. Chen Weiping has been appointed as the chairman of the Nomination Committee and a member of the Strategy Committee, Remuneration and Assessment Committee and Audit Committee;
- (d) Mr. Tam Kwok Ming Banny has been appointed as the chairman of the Audit Committee and a member of the Nomination Committee and Remuneration and Assessment Committee;
- (e) Mr. Yin Bo ceased to be a member of the Nomination Committee and has been appointed as a member of Remuneration and Assessment Committee;
- (f) Mr. Xia Jinjing ceased to be a member of the Remuneration and Assessment Committee and has been appointed as a member of Nomination Committee.

The information required to be disclosed pursuant to Rule 13.51(2) of the Listing Rules about each of the newly appointed Directors is as follows:

Mr. Huang Hanjie (“Mr. Huang”), aged 42, holds a master’s degree and is a senior accountant. Mr. Huang graduated from Xiamen University in July 2005 with a master’s degree in business management. Mr. Huang currently serves as a director and the president of TBEA, the chairman of the supervisory board of Xinjiang Joinworld, and previously served as a deputy director of the finance department, director of the finance department, deputy chief accountant, deputy general manager, executive general manager of TBEA, etc.

As at the date of this announcement, so far as known to the Company, Mr. Huang was interested in 346,880 shares of TBEA, representing approximately 0.01% of the issued share capital of TBEA, which was calculated based on the 3,714,312,789 shares of TBEA in issue as at the date of this announcement.

As Mr. Huang will not hold office in the management of the Company, he will not receive any remuneration from the Company.

Mr. Cui Xiang (“Mr. Cui”), aged 60, holds a PhD degree and the title of professor. Mr. Cui graduated from the North China Electric Power College (currently known as the North China Electric Power University) in January 1982 and July 1984 with his bachelor and master’s degrees in theoretical electrical engineering respectively, and graduated from China Institute of Atomic Energy in April 1988 with a PhD degree. Mr. Cui currently serves as a professor and doctoral supervisor of North China Electric Power University and an executive director of the China Electrotechnical Society. Mr. Cui has been engaged in scientific research and teaching of electrical engineering for a long time. He has won the Outstanding Contribution Award for China Electric Power Science and Technology* (中國電力科學技術傑出貢獻獎), and the honorary titles including “Significant Contribution Expert for State Grid UHV DC Demonstration Project”* (國家電網特高壓直流示範工程重要貢獻專家), and “Special Contribution Expert for State Grid UHV AC Test Demonstration Project”* (國家電網特高壓交流試驗示範工程特殊貢獻專家).

Mr. Cui has served as an independent director of Beijing Sifang Automation Co., Ltd. (a company listed on the Shanghai Stock Exchange with stock code: 601126) since May 2019, and he previously served as a director of Jiangsu Zhongtian Technology Co., Ltd. (a company listed on the Shanghai Stock Exchange with stock code: 600522) from 27 November 2007 to 13 June 2019.

Mr. Chen Weiping (“Mr. Chen”), aged 64, holds a bachelor’s degree and is a professor-level senior engineer. Mr. Chen graduated from the department of chemical engineering of Zhengzhou Institute of Technology with a bachelor’s degree in July 1982. Mr. Chen currently serves as a re-appointed technical expert of Hualu Engineering & Technology Co., Ltd. (華陸工程科技有限責任公司), and previously served as an assistant engineer, engineer, senior engineer, deputy chief engineer, chief engineer of the medical

department, director of the process office, and professor-level senior engineer in the Sixth Design Institute of the Ministry of Chemical Industry* (化工部第六設計院) and China Hualu Engineering Company* (中國華陸工程公司) (currently known as Hualu Engineering & Technology Co., Ltd.), etc.

Mr. Chen has been engaged in chemical engineering design and technical development for nearly 40 years. Mr. Chen was awarded the honorary titles including “Master of Engineering Survey and Design in the Petroleum and Chemical Industry”* (石油和化工行業工程勘察設計大師), “Model Worker of Shaanxi Province”* (陝西省勞動模範) and “Master of Survey and Design in Shaanxi Province”* (陝西省勘察設計大師), “Master of Engineering Design in Shaanxi Province”* (陝西省工程設計大師), “Construction Craftsman for the 70th Anniversary of the Founding of China”* (中國成立七十週年建築工匠), and enjoys the “Special Allowance of the State Council”* (國務院特殊津貼).

Mr. Tam, Kwok Ming Banny (“Mr. Tam”), aged 58, is a certified public accountant in Hong Kong, a Chartered Certified Accountant, and a practising certified public accountant in Hong Kong. Mr. Tam obtained a post-experience certificate in accounting from Hong Kong Polytechnic College (currently known as the Hong Kong Polytechnic University) in November 1993 and currently serves as a partner of YATA Certified Public Accountants. He previously served as an auditor, audit manager, and partner of Ho and Ho & Company and a practicing director of ShineWing (HK) CPA Limited.

Each of Mr. Cui, Mr. Chen and Mr. Tam is entitled to receive an annual emolument of RMB120,000, which has been determined by the Remuneration and Assessment Committee in accordance with the Directors’ and Supervisors’ remuneration plan for the year 2021; and confirmed that they had met the independence requirements under Rule 3.13 of the Listing Rules. The Company considers them to be independent in accordance with the independence guidelines of the Listing Rules.

Save as disclosed above, each of the above newly appointed Directors (i) is not connected with the Directors, Supervisors, senior management, substantial shareholders or controlling shareholders of the Company; (ii) does not hold any equity interest in the Company as defined in Part XV of the SFO; (iii) is not in possession of any information that is required to be disclosed pursuant to Rule 13.51(2)(h) to Rule 13.51(2)(v) of the Listing Rules, nor is he being involved or has been involved in any activity required to be disclosed pursuant to Rule 13.51(2)(h) to Rule 13.51(2)(v) of the Listing Rules; (iv) there are no other matters in relation to his appointment that shall be brought to the attention of the Shareholders or the Stock Exchange; and (v) he did not hold any directorships in other listed companies in the last three years, nor did he hold any positions in any members of the Group.

Each of the above newly appointed Directors will enter into a service contract with the Company for a term effective from 16 June 2021 and until the expiration of the term of the fourth session of the Board. They are eligible for re-election upon the expiration of his term of office according to the Articles.

CHANGE OF SUPERVISOR

Mr. Ma Junhua, the member of the third session of the Supervisory Board, ceased to be an employee representative Supervisor upon the closing of the AGM as he needs more time to devote to other work, and Mr. Ma Junhua indicated that he has no disagreement with the Supervisory Board in any respect and there were no other matters relating to his retirement that need to be brought to the attention of the Shareholders or the Stock Exchange.

The appointment of Mr. Guo Hao (“**Mr. Guo**”) as an employee representative Supervisor shall be effective from 16 June 2021 until the expiration of the term of the fourth session of the Supervisory Board.

The information required to be disclosed pursuant to Rule 13.51(2) of the Listing Rules about Mr. Guo is as follows:

Mr. Guo Hao, aged 42, holds a master’s degree and is a qualified lawyer. Mr. Guo graduated from Northwest University of Political Science and Law with his bachelor and master’s degrees in July 2003 and July 2010 respectively. He currently serves as the director of legal affairs department of Xinjiang New Energy. He previously served as a legal specialist of Shandong Qingdao Rongtai Foundry Machinery Co., Ltd.* (山東省青島榮泰鑄造機械有限責任公司), a legal manager of Xi’an Dongqing Optoelectronics Technology Co., Ltd.* (西安東慶光電科技有限公司), a legal manager of Yulin Jiaxian Tianbao Technology Industry and Trade Co., Ltd.* (榆林佳縣天寶科工貿有限公司), a legal supervisor and deputy director of legal affairs department of Xinjiang New Energy.

Save as disclosed above, Mr. Guo (i) is not connected with the Directors, Supervisors, senior management, substantial shareholders or controlling shareholders of the Company; (ii) does not hold any equity interest in the Company as defined in Part XV of the SFO; (iii) is not in possession of any information that is required to be disclosed pursuant to Rule 13.51(2) (h) to Rule 13.51(2)(v) of the Listing Rules, nor is he being involved or has been involved in any activity required to be disclosed pursuant to Rule 13.51(2)(h) to Rule 13.51(2)(v) of the Listing Rules; (iv) there are no other matters in relation to his appointment that shall be brought to the attention of the Shareholders or the Stock Exchange; and (v) he did not hold any directorships in other listed companies in the last three years, nor did he hold any positions in any members of the Group.

Mr. Guo will enter into a service contract with the Company for a term effective from 16 June 2021 and until the expiration of the term of the fourth session of the Supervisory Board. According to the Articles, Mr. Guo is eligible for re-election upon the expiration of their term of offices.

The total annual emolument of Mr. Guo will be RMB0.28 million, which will be paid based on the assessment results in accordance with the letter of objectives and responsibilities signed by the Company with him.

CHANGE OF AUTHORISED REPRESENTATIVE

The Board announces that Mr. Tam, an independent non-executive Director, has become an authorised representative of the Company under Rule 3.05 of the Listing Rules, and Mr. Wong, Yui Keung Marcellus, a former independent non-executive Director, has ceased to be an authorised representative of the Company with effect from 16 June 2021, respectively.

DISTRIBUTION OF FINAL DIVIDEND

The Board announces the following information relating to the payment of Final Dividend for 2020:

The Company will distribute the final dividend (“**Final Dividend**”) of RMB0.10 per Share (tax inclusive) in cash for the year ended 31 December 2020. The Final Dividend is to be paid by the Company no later than Friday, 13 August 2021 to Shareholders whose names appear on the register of member of the Company on Wednesday, 30 June 2021. Such Final Dividend is dominated in RMB and will be paid to holders of Domestic Shares in RMB and to holders of H Shares in Hong Kong dollars. The actual amount of the Final Dividend of H Share attributable to holders of H Shares to be distributed and paid in Hong Kong dollars is calculated according to the average benchmark exchange rate of Renminbi against Hong Kong dollars (being RMB0.82412: HK\$1) as published by the People’s Bank of China for the five business days preceding the date of the AGM, therefore the dividend payable for each H Share should be HK\$0.12134 (tax inclusive).

The Company has appointed Computershare Hong Kong Trustees Limited as the receiving agent in Hong Kong (the “**Receiving Agent**”) which will receive the Final Dividend declared by the Company on behalf of the holders of H Shares. The Final Dividend will be paid by the Receiving Agent and the dividend warrants will be posted by the H share registrar of the Company, Computershare Hong Kong Investor Services Limited, by ordinary mail to holders of H Shares who are entitled to receive the Final Dividend at their own risks on or before Friday, 13 August 2021. The Company will withhold for payment of the income tax strictly in accordance with the relevant laws or requirements of the relevant government authorities. For more information about the withholding tax, please refer to the Circular.

By order of the Board
Xinte Energy Co., Ltd.
Chairman
Zhang Jianxin

Xinjiang, the PRC
16 June 2021

As at the date of this announcement, the Board consists of Mr. Zhang Jianxin, Mr. Yin Bo and Mr. Xia Jinjing as executive Directors; Mr. Zhang Xin, Mr. Huang Hanjie and Ms. Guo Junxiang as non-executive Directors; Mr. Cui Xiang, Mr. Chen Weiping and Mr. Tam, Kwok Ming Banny as independent non-executive Directors.

* *for identification purpose only*