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# 東北電氣發展股份有限公司

**NEE NORTHEAST ELECTRIC DEVELOPMENT CO.,LTD.**

*(a joint stock limited Company incorporated in the People's Republic of China with limited liability)*

( Stock Code:0042)

- (1) **ANNOUNCEMENT ON THE VOTING RESULTS OF THE ANNUAL GENERAL MEETING ;**
- (2) **APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR; AND**
- (3) **RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTOR**

## **Poll Results of the Annual General Meeting**

An announcement pursuant to the Rule 13.39 (5) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”) is made by the Board of Directors (the “**Board**”) of Northeast Electric Development Co., Ltd. (the “**Company**”) in relation to the poll results of the 2020 Annual General Meeting (the “**AGM**” or “**Meeting**”) held on 2 June 2021.

The Board wishes to announce that all resolutions proposed at the AGM were duly passed by way of poll.

## **Appointment of Independent Non-executive Director**

The Board announces that, Mr. Li Zhengning was appointed as an independent non-executive Director of the 9th Session of the Board of Directors of the Company. His term of office shall be effective from the date of approval by the AGM and end on the expiry of the term of the 9th session of the Board of Directors (namely 10 March 2022). During the above-mentioned term of office, Mr. Li Zhengning receive annual remuneration of RMB120,000 (pre-tax) form of remuneration for his position as the independent non-executive Director of the Company.

## **Resignation of Independent Non-executive Director**

The Board announces that, due to his personal health reason, Mr. Li Ming has tendered his resignation from the position of independent non-executive Director of the Company with effect from the conclusion of general meeting on 2 June 2021.

Reference is made to the Announcement Notice of Annual General Meeting for 2020 dated 29 April 2021 (the “**Announcement**”) of the Company. Unless defined otherwise, the terms used herein shall have the same meanings as those defined in the Announcement. The full content of the resolutions has been set out in the Announcement.

## **The AGM and its Attendance**

The 2020 AGM of the Company was held in the Conference Room, Floor 22, HNA Plaza, No.7 Guoxing Road, Meilan District, Haikou City, Hainan Province, the PRC, at 10:00 a.m. on 2 June 2021. Mr. Zhu Jie, the Chairman of Board, presides over the meeting.

### 1. Attendance of the shareholders

22 shareholders voted at the meeting and online, representing 93,489,650 shares (10.7045% of the total shares of the Company)

Including:

1 shareholder and holder (Agent) voted at the meeting representing 81,494,850 shares (9.3311% of the total shares of the Company).

21 shareholders voted online representing 11,994,800 shares (1.3734% of the total shares of the Company).

### 2. Attendance of the Minority investors (the shareholders who individually or collectively hold less 5% of the Company’s shares, including H share shareholder)

21 shareholders voted at the meeting and online, representing 11,994,800 shares (1.3734% of the total shares of the Company)

Including:

21 shareholders voted online representing 11,994,800 shares (1.3734% of the total shares of the Company).

To the best knowledge, information and belief of the Directors, no shareholder is entitled to vote only against or required to abstain from voting with respect to any resolutions proposed at the AGM under Rule 13.40 of the Listing Rules. All the resolutions at the AGM are put to vote by way of shares.

Pursuant to the provisions of the Listing Rules, Mazars Certified Public Accountants\* (中審眾環會計師事務所), was appointed as the scrutineer for the vote-calculating at the AGM, which meets the Company Law of the People’s Republic of China (the “Company Law”), the Rules of Procedures of Shareholders’ General Meeting of Listed Companies (the “Rules of Procedures”), and other relevant laws and regulations as well as provisions of the Articles of Association of the Company (the “Articles of Association”), and GRANDALL Law Firm\* (國浩律師(上海)事務所) issued the relevant legal opinions.

## Voting Results

The resolutions discussed at the AGM have been passed and approved by shareholders by vote, and the poll results are as follows:

Ordinary Resolutions	Number of Shares (%)		
	For	Against	Abstain
To approve the Proposal on the Annual Report for 2020 (Including the Audited Financial Report) and Its Highlights* (《關於 2020 年度報告全文 (含經審計的財務報告) 及其摘要的議案》)	93,031,750 (99.5102%)	457,900 (0.4898%)	0 (0.0000%)
To approve the Proposal on the Dividend Distribution Plan for 2020* (《關於 2020 年度利潤分配預案的議案》)	93,031,250 (99.5097%)	458,400 (0.4903%)	0 (0.0000%)
To approve the Proposal on the Work Report of the Board of Directors for 2020* (《關於 2020 年度董事會工作報告的議案》)	93,031,250 (99.5097%)	457,900 (0.4898%)	500 (0.0005%)
To approve the Proposal on the Work Report of the Supervisory Committee for 2020* (《關於 2020 年度監事會工作報告的議案》)	93,031,250 (99.5097%)	458,400 (0.4903%)	0 (0.0000%)
To approve the Proposal on the Appointment of Mr. Li Zhengning as an Independent Non-Executive Director of the Company* (《關於委任李正甯先生為獨立董事的議案》)	93,031,750 (99.5102%)	457,900 (0.4898%)	0 (0.0000%)
Special Resolutions	Number of Shares (%)		
	For	Against	Abstain
To approve the Proposal on the General Mandate for Allowing the Board of Directors to Additionally Issue Hong Kong Listed H-Shares of the Company* (《關於授予董事會增發公司香港上市 H 股一般性授權的議案》)	92,972,450 (99.4468%)	517,200 (0.5532%)	0 (0.0000%)
To approve the Proposal on Amendments to Articles of Association* (《關於修訂公司章程的議案》)	92,972,450 (99.4468%)	516,700 (0.5527%)	500 (0.0005%)

The Board announces that all resolutions proposed at the AGM were duly passed by way of poll.

## Lawyer's Certification

As certified and stated in the legal opinion issued by GRANDALL Law Firm, the Company's PRC legal adviser, "The convening, holding, attendants, qualification of convenor, voting procedures and poll results of the AGM conform to provisions of the Company Law, the Rules of Procedures, the Provisions on Strengthening the Protection of the Rights and Interests of Public Shareholders and other relevant laws and regulations as well as provisions of the Articles of Association of the Company. The attendants' qualification, the voting procedures and poll results of the AGM are legal and valid".

## **Appointment of Independent Non-executive Director**

The Board announces that, Mr. Li Zhengning was appointed as an independent non-executive Director of the 9th Session of the Board of Directors of the Company. His term of office shall be effective from the date of approval by the AGM and end on the expiry of the term of the 9th session of the Board of Directors (namely 10 March 2022). During the above-mentioned term of office, Mr. Li Zhengning receive annual remuneration of RMB120,000 (pre-tax) form of remuneration for his position as the independent non-executive Director of the Company.

The biographical details of the above Director were set out in the notice of annual general meeting for 2020 of the Company dated 29 April 2021. Save as disclosed therein, there are no other matter that needs to be disclosed pursuant to Rule 13.51(2)(a) to (v) of the Hong Kong Listing Rules nor any other matter that needs to be brought to the attention of the Shareholders.

## **Resignation of Independent Non-executive Director**

The Board announces that, due to his personal health reason, Mr. Li Ming has tendered his resignation from the position of independent non-executive Director of the Company with effect from the conclusion of general meeting on 2 June 2021.

Mr. Li Ming has confirmed to the Company that he has no disagreement with the Board, and there is no matter relating to his resignation that needs to be brought to the attention of the holders of the securities of the Company.

The Company and the Board hereby express sincere gratitude to Mr. Li Ming for his valuable contributions to the Company during his tenure of office.

By order of the Board  
**Zhu Jie**  
*Chairman*

Haikou, Hainan Province, the PRC  
2 June 2021

*As at the date of this Announcement, the Board comprises of six executive Directors, namely Mr. Zhu Jie, Mr. Wang Yongfan, Mr. Bao Zongbao, Mr. Su Weiguo, Mr. Guo Qianli and Mr. Li Guoqing; and three independent non-executive Directors, namely Mr. Li Zhengning, Mr. Fang Guangrong and Mr. Wang Hongyu.*