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**CHINA SUNTIEN GREEN ENERGY CORPORATION LIMITED\***  
**新天綠色能源股份有限公司**

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

**(Stock Code: 00956)**

**THE RESOLUTIONS PASSED  
AT THE 2016 ANNUAL GENERAL MEETING  
APPOINTMENT OF EXECUTIVE DIRECTOR  
AND  
DISTRIBUTION OF FINAL DIVIDEND**

The Board hereby announces the poll results in respect of the resolutions proposed at the annual general meeting held on Thursday, 8 June 2017. All resolutions were duly passed.

The final dividend of the Company for the year ended 31 December 2016 will be distributed on Thursday, 20 July 2017.

Reference is hereby made to the circular (the “**Circular**”) of China Suntien Green Energy Corporation Limited (the “**Company**”) dated 18 May 2017, the notice of 2016 annual general meeting (“**AGM**”) (the “**AGM Notice**”) dated 21 April 2017 and the announcement on the expected dividend payment date of the Company dated 24 March 2017. Unless the context otherwise requires, the terms used in this announcement shall have the same meanings as those defined in the Circular.

**I. VOTING RESULTS AT THE ANNUAL GENERAL MEETING HELD ON 8 JUNE 2017**

The board of directors (the “**Board**”) of the Company hereby announces that the AGM was held on Thursday, 8 June 2017 at 9:00 a.m. at the Conference Room, 5/F, Ambassador Hotel, Shijiazhuang City, Hebei Province, the People's Republic of China (the “**PRC**”). All resolutions were duly passed.

As at the date of the AGM, there were an aggregate of 3,715,160,396 shares, comprising 1,876,156,000 domestic shares and 1,839,004,396 H shares, representing 100% of the total issued share capital of the Company, entitling their holders to attend and vote for or against the resolutions considered at the AGM. There were 1,839,004,396 shares in total, entitling their holders to attend and vote for or against the proposed ordinary resolution in relation to the Huihai Transaction at the AGM. There were no restrictions on any shareholder casting votes on the proposed resolution at the AGM. Except that HECIC and its associates were required to abstain from voting on the ordinary resolution in relation to the Huihai Transaction, no party has stated its intention to vote against the resolution proposed at the AGM or to abstain from voting.

In respect of the ordinary resolution in relation to the Huihai Transaction, the shareholders and authorized proxies who attended the AGM holding an aggregate of 389,042,905 voting shares of the Company, representing 10.47% of the total issued share capital of the Company as at the date of AGM. HECIC, the controlling shareholder of the Company, who held 1,876,156,000 domestic shares, representing 50.5% of the total issued shares, was required to abstain from voting on the resolution in relation to the Huihai Equity Transfer and Huihai Capital Contribution and the connected transactions contemplated thereunder at the AGM, and the shares held by it were not counted towards such resolution. As a result, only the independent shareholders (excluding HECIC and its associates) holding a total of 1,839,004,396 H shares were entitled to attend and vote for or against the resolution proposed at the AGM. None of these 1,839,004,396 shares were entitling the shareholders to attend and vote only against the resolutions at the AGM. Except that HECIC was required to abstain from voting on the resolution in relation to the Huihai Transaction as disclosed above, no party has stated its intention in the Circular that it would vote against the resolution proposed at the AGM or abstain from voting.

The shareholders and authorized proxies holding an aggregate of 2,280,605,205 shares, representing 61.39% of the total voting shares of the Company, were present at the AGM. The meeting was convened in accordance with the requirements of the Company Law of the PRC and the Articles of Association of the Company. The AGM was chaired by Mr. Wang Hong Jun, the executive Director of the Company.

The poll results in respect of the resolutions proposed at the AGM are as follows:

Resolutions		For		Against		Attending and Voting
		No. of votes	Percentage of total no. of votes cast	No. of votes	Percentage of total no. of votes cast	No. of shares
<b>As ordinary resolutions:</b>						
1	To consider and approve the Report of the Board of the Company for 2016.	2,271,681,205	99.608700	8,924,000	0.391300	2,280,605,205
The resolution was duly passed as an ordinary resolution.						
2	To consider and approve the Report of the Board of Supervisors of the Company for 2016.	2,271,681,205	99.608700	8,924,000	0.391300	2,280,605,205
The resolution was duly passed as an ordinary resolution.						
3	To consider and approve the final accounts of the Company for the year ended 31 December 2016.	2,271,681,205	99.608700	8,924,000	0.391300	2,280,605,205
The resolution was duly passed as an ordinary resolution.						
4	To consider and approve the audited financial statements of the Company and the independent auditors' report for the year ended 31 December 2016.	2,271,681,205	99.608700	8,924,000	0.391300	2,280,605,205
The resolution was duly passed as an ordinary resolution.						
5	To consider and approve the profit distribution plan of the Company for 2016.	2,280,605,205	100.000000	0	0	2,280,605,205
The resolution was duly passed as an ordinary resolution.						
6	To consider and approve the budget report of the Company for the year ending 31 December 2017.	2,271,681,205	99.608700	8,924,000	0.391300	2,280,605,205
The resolution was duly passed as an ordinary resolution.						
7	To consider and approve the re-appointment of Reanda Certified Public Accountants (利安達會計師事務所) and Ernst & Young as the Company's PRC auditors and international auditors, respectively, for 2017 for a term until the conclusion of the next annual general meeting of the Company, and to authorize the Board of the Company to determine their respective remunerations.	2,270,974,205	99.577700	9,631,000	0.422300	2,280,605,205
The resolution was duly passed as an ordinary resolution.						

Resolutions		For		Against		Attending and Voting
		No. of votes	Percentage of total no. of votes cast	No. of votes	Percentage of total no. of votes cast	No. of shares
8	To elect Mr. Mei Chun Xiao as an executive Director of the third session of the Board of the Company.	2,269,368,163	99.507278	11,237,042	0.492722	2,280,605,205
The resolution was duly passed as an ordinary resolution.						
9	To approve, confirm and ratify the transaction in respect of transfer part of equity interests in Shenzhen Suntien Huihai Financial Leasing Co., Ltd. (深圳新天匯海融資租賃有限公司) and capital contribution (the “Huihai Transaction”) and relevant agreements and documents, including but not limited to the Equity Transfer Agreements (as defined in the announcement of the Company dated 12 April 2017 (the “Huihai Transaction Announcement”)) and the Capital Contribution Agreement (as defined in the Huihai Transaction Announcement); and to authorize the Board or any executive director of the Company to do all such acts and things and execute all such documents and to take all such steps as it considers necessary or expedient or desirable in connection with or to give effect to the Huihai Transaction.	353,019,905	90.740610	36,023,000	9.259390	389,042,905
The resolution was duly passed as an ordinary resolution.						

Resolutions		For		Against		Attending and Voting
		No. of votes	Percentage of total no. of votes cast	No. of votes	Percentage of total no. of votes cast	No. of shares
<b>As a special resolution:</b>						
10	<p>To consider and approve the granting of a general mandate to the Board to allot, issue and deal with additional domestic shares and H shares not exceeding 20% of each of the total number of issued domestic shares and H shares of the Company, respectively, and to authorise the Board to make amendments to the articles of association of the Company (the “Articles of Association”) 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:</p> <p>THAT:</p> <p>(A) (a) subject to paragraph (c) and in accordance with the relevant requirements of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “Listing Rules”), the Articles of Association and the relevant laws and regulations of the People’s Republic of China (the “PRC”), the exercise by the Board during the Relevant Period (as hereinafter defined) of all the powers of the Company to allot, issue or deal with, either separately or concurrently, additional domestic shares and H shares of the Company and to make or grant offers, agreements, options and rights of exchange or conversion which might require the exercise of such powers be hereby generally and unconditionally approved;</p>	2,115,294,877	92.751471	165,310,328	7.248529	2,280,605,205

Resolutions		For		Against		Attending and Voting
		No. of votes	Percentage of total no. of votes cast	No. of votes	Percentage of total no. of votes cast	No. of shares
	<p>(b) the approval in paragraph (a) shall authorise the Board during the Relevant Period (as hereinafter defined) to make or grant offers, agreements, options and rights of exchange or conversion which might require the exercise of such powers after the expiration of the Relevant Period;</p> <p>(c) each of the total number of domestic shares and H shares allotted, issued or dealt with or agreed conditionally or unconditionally to be allotted, issued or dealt with (whether pursuant to an option or otherwise) by the Board pursuant to the approval granted in paragraph (a) shall not exceed 20% of each of the total number of domestic shares and H shares of the Company respectively in issue at the date of passing this resolution;</p> <p>(d) the Board will only exercise the above powers in accordance with the Company Law of the PRC and the Listing Rules (as amended from time to time) and only if all necessary approvals from the China Securities Regulatory Commission and/or other relevant PRC government authorities are obtained; and</p>					

Resolutions	For		Against		Attending and Voting
	No. of votes	Percentage of total no. of votes cast	No. of votes	Percentage of total no. of votes cast	No. of shares
<p>(e) for the purpose of this resolution: “Relevant Period” means the period from the passing of this resolution until the earliest of:</p> <p>(i) the conclusion of the next annual general meeting of the Company; or</p> <p>(ii) the expiration of the period within which the next annual general meeting of the Company is required by the Articles of Association or other applicable laws to be held; or</p> <p>(iii) the date of revocation or variation of the authority given under this resolution by a special resolution of the Company in general meeting.</p> <p>(B) the Board be authorised to make amendments to the Articles of Association as necessary so as to reflect the new share capital structure of the Company upon the allotment or issue of shares pursuant to the sub-paragraph (A)(a) of this resolution.</p>					
The resolution was duly passed as a special resolution.					

The full text of all resolutions is set out in the AGM Notice dated 21 April 2017.

Computershare Hong Kong Investor Services Limited, the Company’s H share registrar in Hong Kong, in conjunction with Jia Yuan Law Offices, the Company’s PRC legal adviser acted as scrutineers for the vote-taking at the AGM.

## II. APPOINTMENT OF EXECUTIVE DIRECTOR OF THE COMPANY

The Board hereby announces that following the approval by the shareholders of the Company at the AGM, effective from 8 June 2017, Mr. Mei Chun Xiao serves as an executive Director of the third session of the Board of the Company.

Mr. Mei Chun Xiao's brief biographical details are set out below:

**Mr. Mei Chun Xiao** (梅春曉), aged 48, joined the Group in August 2006. He obtained a master's degree in electrical engineering from Beijing Jiaotong University (北京交通大學), and is a professorate senior engineer. He was appointed as a vice president of the Company on 6 June 2013, and got promoted as the president of the Company on 31 March 2017. Mr. Mei is also the general manager of HECIC New-energy, a subsidiary of the Company. Mr. Mei successively served as deputy general manager and chief engineer, an assistant to the general manager and chief engineer of HECIC New-energy.

As an executive Director, Mr. Mei Chun Xiao will not receive any director's emoluments from the Company, and his remuneration will be determined in accordance with the criteria of the Company's remuneration management in relation to the performance evaluation measures of operators, which includes basic salary, performance bonuses and other benefits. The basic salary of Mr. Mei Chun Xiao will be determined in accordance with his position of president in the Company, i.e. approximately RMB160,000 with annual adjustment. The performance bonus will be determined by Remuneration and Appraisal Committee with reference to the factors relating to the Company's performance, such as (but not limited to) economic growth, total income, return on equity, increase in operating income, gains from power generation, existing factors, gross profit of the sales of natural gas, installed capacity of wind farms, etc. The performance bonus of president will be annually presented to the Board for approval.

To the best of the knowledge of the directors of the Company and save as disclosed above, Mr. Mei did not hold any directorship in other public companies the securities of which are listed on any securities market in Hong Kong or overseas in the last three years. Mr. Mei does not have any relationship with any director, senior management or substantial or controlling shareholder of the Company, nor does he hold any position in the Company or any of its subsidiaries. As of the date of this announcement, Mr. Mei does not have any interest in the shares of the Company or its associated corporations within the meaning of Part XV of the Securities and Futures Ordinance of Hong Kong.

Save as disclosed above, there is no other information in relation to the appointment of Mr. Mei that needs to be disclosed pursuant to the requirements set out in Rule 13.51(2) of the Listing Rules, nor are there any other matters that need to be brought to the attention of the shareholders.



### **III. THE COMPOSITION OF THE STRATEGY AND INVESTMENT COMMITTEE OF THE BOARD**

The Board has passed a resolution on 8 June 2017 to appoint Mr. Mei Chun Xiao as a member of the Strategy and Investment Committee of the Board with immediate effect. The composition of such committee is as follows:

Dr. Li Lian Ping (*Chairman*)

Dr. Cao Xin

Mr. Mei Chun Xiao

### **IV. DISTRIBUTION OF FINAL DIVIDEND**

Following the approval by the shareholders of the Company at the AGM, the Board is pleased to announce that details relating to payment of final dividend of the Company for the year ended 31 December 2016 to H share shareholders of the Company are as follows:

On Thursday, 20 July 2017, the Company will distribute a final cash dividend of RMB0.063 per share (tax inclusive) in an aggregate amount of approximately RMB234 million (tax inclusive) for the year ended 31 December 2016 to H share shareholders whose names appear on the register of members of H shares of the Company on Wednesday, 21 June 2017.

In order to determine the shareholders who are entitled to the receipt of the abovementioned final dividend, the register of members of the Company will be closed from Friday, 16 June 2017 to Wednesday, 21 June 2017 (both days inclusive). To be eligible to receive the final dividend for the year ended 31 December 2016, unregistered holders of H Shares of the Company shall lodge relevant share transfer documents with the Company's H Share registrar, Computershare Hong Kong Investor Services Limited at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong for registration not later than 4:30 p.m. on Thursday, 15 June 2017.

According to the Articles of Association of the Company, dividends will be denominated and declared in Renminbi. Dividends on H shares will be paid in Hong Kong dollars. The actual amount of H share dividends paid in Hong Kong dollars is calculated according to the average benchmark exchange rate of Renminbi against Hong Kong dollars as published by the People's Bank of China for the five business days preceding the date of AGM (i.e. RMB0.872402 against HK\$1), being a final cash dividend of approximately HK\$0.07221441 per H share (tax inclusive).

## V. WITHHOLDING AND PAYMENT OF INCOME TAX

### **Withholding and Payment of Enterprise Income Tax for Non-resident Enterprise Shareholders**

According to the Circular on Questions Concerning Withholding and Remitting Enterprise Income Tax for Dividends Payable to Overseas Non-Resident Enterprise H-share Holders by Chinese Resident Enterprises (Guoshuihan [2008] No.897) (關於中國居民企業向境外H股非居民企業股東派發股息代扣代繳企業所得稅有關問題的通知) issued by the State Administration of Taxation, enterprise income tax at the rate of 10% shall be levied on dividends paid in or after 2008 by Chinese resident enterprises to overseas H-share shareholders that are non-resident enterprises. If any non-resident enterprise shareholders would like to apply for a refund of the additional amount of tax withheld and paid after receiving the dividend, the Company can assist the relevant shareholders to handle the application for the underlying preferential tax benefits pursuant to the tax treaties. Any shares registered in the name of the non-individual registered shareholders, including HKSCC Nominees Limited, other nominees, trustees or other groups and organizations will be treated as being held by non-resident enterprise shareholders and therefore will be subject to the withholding of the enterprise income tax. If H Shareholders intend to change its shareholder status, please enquire about the relevant procedures with your agents or transferee agent. The Company will strictly comply with the law or the requirements of the relevant government authority and withhold and pay enterprise income tax on behalf of the relevant shareholders based on the register of members for H shares of the Company as at Wednesday, 21 June 2017.

### **Withholding and Payment of Individual Income Tax for Individual Foreign Shareholders**

According to the Circular on Questions Concerning Collection of Individual Income Tax after Revocation of Document Guoshuifa No. 045 [1993] by Chinese Resident Enterprises (Guoshuihan [2011] No.348) (關於國稅發[1993]045號文件廢止後有關個人所得稅徵管問題的通知) issued by the State Administration of Taxation, if the individual holders of the H shares who are Hong Kong or Macau residents or residents of the countries which had an agreed tax rate of 10% for dividend with China under the relevant tax agreement, the Company should withhold and pay individual income tax on behalf of the relevant shareholders at a rate of 10%. Should the individual holders of the H shares are residents of the countries which had an agreed tax rate of less than 10% with China under the relevant tax agreement, the Company shall withhold and pay individual income tax on behalf of the relevant shareholders at a rate of 10%. In that case, if the relevant individual holders of the H shares wish to apply for a refund of the additional amount of tax withheld and paid, the Company assist the relevant individual holders of the H shares to handle the application for the underlying preferential tax benefits pursuant to tax agreements. Should the individual holders of the H shares are residents of the countries which had an agreed tax rate of over 10% but less than 20% with China under the tax agreement, the Company shall withhold and pay the individual income tax at the agreed actual rate in accordance with the relevant tax agreement. In the case that the individual holders of the H shares are residents of the countries which had an agreed tax rate of 20% with China, or which has not entered into any tax agreement with China, or otherwise, the Company shall withhold and pay the individual income tax at a rate of 20%. The Company shall take the registered address (the “registered address”) as recorded in the register of members on Wednesday, 21 June 2017 as the basis in determining the residence of the individual holders of the H shares.

The Company assumes no responsibility and will not entertain any claims arising from any delay in, or inaccurate determination of, the status of the shareholders or any dispute over the mechanism of withholding and payment of tax. Shareholders should consult their tax advisers regarding the PRC, Hong Kong and other tax implications of owning and disposing of the H shares of the Company.

By order of the Board of  
**China Suntien Green Energy Corporation Limited**  
**Mei Chun Xiao**  
*Executive Director/President*

Shijiazhuang City, Hebei Province, PRC, 8 June 2017

*As at the date of this announcement, the non-executive Directors of the Company are Dr. Cao Xin, Dr. Li Lian Ping, Mr. Qin Gang, Ms. Sun Min and Mr. Wu Hui Jiang; the executive Directors of the Company are Mr. Mei Chun Xiao and Mr. Wang Hong Jun; and the independent non-executive Directors of the Company are Mr. Qin Hai Yan, Mr. Ding Jun, Mr. Wang Xiang Jun and Mr. Yue Man Yiu Matthew.*

\* *For identification purposes only*