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# 港華智慧能源有限公司 Towngas Smart Energy Company Limited

*(Incorporated in the Cayman Islands with limited liability)*

(Stock Code : 1083)

## POLL RESULTS OF ANNUAL GENERAL MEETING HELD ON 25 MAY 2023

Reference is made to the notice of the annual general meeting (the “AGM”) of Towngas Smart Energy Company Limited (the “Company”) dated 17 April 2023 (the “Notice of AGM”) and the circular of the Company dated 17 April 2023 (the “Circular”).

### POLL RESULTS OF THE AGM

The board of directors of the Company (the “Board”) is pleased to announce that all resolutions were approved by the shareholders of the Company by poll at the AGM. The poll results in respect of the resolutions proposed at the AGM were as follows:

ORDINARY RESOLUTIONS		Number of votes cast and percentage of total number of votes cast (%)	
		For	Against
1.	To receive and adopt the audited consolidated financial statements and the reports of the directors and auditor of the Company for the year ended 31 December 2022	2,412,293,746 (99.870278%)	3,133,340 (0.129722%)
As more than 50% of the votes were cast in favour of the resolution, the resolution was carried.			
2.(a)	To re-elect Mr. Brian David Li Man-bun as a director of the Company	2,270,576,214 (94.003095)	144,850,872 (5.996905%)
As more than 50% of the votes were cast in favour of the resolution, the resolution was carried.			
2.(b)	To re-elect Mr. James Kwan Yuk-choi as a director of the Company	2,354,045,097 (97.458752%)	61,381,989 (2.541248%)
As more than 50% of the votes were cast in favour of the resolution, the resolution was carried.			

ORDINARY RESOLUTIONS		Number of votes cast and percentage of total number of votes cast (%)	
		For	Against
2.(c)	To re-elect Mr. Peter Wong Wai-ye as a director of the Company	2,410,488,457 (99.795538%)	4,938,629 (0.204462%)
As more than 50% of the votes were cast in favour of the resolution, the resolution was carried.			
2.(d)	To re-elect Dr. John Qiu Jian-hang as a director of the Company	2,321,608,795 (96.115872%)	93,818,291 (3.884128%)
As more than 50% of the votes were cast in favour of the resolution, the resolution was carried.			
3.	To authorise the board of directors of the Company to fix the remuneration of the directors of the Company	2,414,506,571 (99.961890%)	920,515 (0.038110%)
As more than 50% of the votes were cast in favour of the resolution, the resolution was carried.			
4.	To re-appoint Deloitte Touche Tohmatsu as the auditor of the Company and to authorise the board of directors of the Company to fix the remuneration of the auditor of the Company	2,415,419,745 (99.999696%)	7,340 (0.000304%)
As more than 50% of the votes were cast in favour of the resolution, the resolution was carried.			
5.	To grant a general mandate to the directors of the Company to buy back shares of the Company not exceeding 10% of the total number of issued shares of the Company	2,412,588,339 (99.882474%)	2,838,747 (0.117526%)
As more than 50% of the votes were cast in favour of the resolution, the resolution was carried.			
6.	To grant a general mandate to the directors of the Company to allot, issue and deal with additional shares of the Company not exceeding 20% of the total number of issued shares of the Company	2,231,926,883 (92.402991%)	183,500,203 (7.597009%)
As more than 50% of the votes were cast in favour of the resolution, the resolution was carried.			
7.	To extend the general mandate to the directors of the Company to allot, issue and deal with additional shares of the Company by addition thereto of the number of shares representing the aggregate number of shares bought back by the Company	2,232,238,344 (92.415886%)	183,188,742 (7.584114%)
As more than 50% of the votes were cast in favour of the resolution, the resolution was carried.			

ORDINARY RESOLUTIONS		Number of votes cast and percentage of total number of votes cast (%)	
		For	Against
8.	To approve payment of a final dividend of 15 HK cents per share from the share premium account of the Company in respect of the year ended 31 December 2022 with an option for scrip dividend	2,415,426,746 (99.999986%)	340 (0.000014%)
As more than 50% of the votes were cast in favour of the resolution, the resolution was carried.			

\* *The full text of the resolutions is set out in the Notice of AGM.*

As at the date of the AGM, a total of 3,258,725,526 shares of the Company (the “Shares”) were in issue. The total number of Shares entitling the holders to attend and vote for or against the resolutions at the AGM was 3,258,725,526 Shares. None of these 3,258,725,526 Shares were Shares entitling the holders to attend and abstain from voting in favour of the resolutions at the AGM as set out in Rule 13.40 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “Listing Rules”). No shareholder of the Company was required under the Listing Rules to abstain from voting at the AGM.

No shareholder of the Company had stated its intention in the Circular that it would vote against any resolution or that it would abstain from voting at the AGM.

Computershare Hong Kong Investor Services Limited, the Company’s branch share registrar, was appointed as the scrutineer for vote-taking at the AGM.

All directors of the Company attended the AGM either in person or by electronic means.

By Order of the Board  
**Towngas Smart Energy Company Limited**  
**John Ho Hon-ming**  
*Executive Director and Company Secretary*

Hong Kong, 25 May 2023

As at the date of this announcement, the Board comprises:

*Non-Executive Directors:*

LEE Ka-kit (*Chairman*)  
LIU Kai Lap Kenneth

*Independent Non-Executive Directors:*

Moses CHENG Mo-chi  
Brian David LI Man-bun  
James KWAN Yuk-choi  
LOH Kung Wai Christine

*Executive Directors:*

Peter WONG Wai-ye (*Chief Executive Officer*)  
John HO Hon-ming (*Company Secretary*)  
Martin KEE Wai-ngai (*Chief Operating Officer – Gas Business*)  
John QIU Jian-hang (*Chief Operating Officer – Renewable Business*)