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彩虹集團新能源股份有限公司
IRICO GROUP NEW ENERGY COMPANY LIMITED*

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

(Stock Code: 0438)

ANNOUNCEMENT
POLL RESULTS OF THE EGM HELD ON 17 JANUARY 2025

The Board announces that the EGM was held on 17 January 2025. All the resolutions proposed at the EGM were duly passed by the Shareholders attending the EGM.

References are made to the notice (the “**Notice of EGM**”) of the extraordinary general meeting (the “**EGM**”) and the circular (the “**Circular**”) of IRICO Group New Energy Company Limited* (the “**Company**”) dated 29 November 2024, and the announcements of the Company dated 18 December 2024 and 30 December 2024 in relation to the change of date of the EGM, record date and book closure date. Capitalized terms used herein shall have the same meanings as those defined in the Circular unless the context requires otherwise.

The Board announces that the EGM was held at 9:00 a.m. on Friday, 17 January 2025 at the conference room on the 2nd Floor at C6, No. 3 Xinghuo Avenue, High-Tech Industrial Development Zone, Xianyang, Shaanxi Province, the PRC. The Notice of EGM was published on the websites of The Stock Exchange of Hong Kong Limited and the Company, and the resolutions contained therein were approved by the shareholders of the Company (the “**Shareholders**”) by way of poll.

As at the date of the EGM, the number of issued shares of the Company was 176,322,070 shares, comprising 80,073,400 domestic shares and 96,248,670 H shares. No treasury shares (including any treasury shares held or deposited by the Central Clearing and Settlement System established and operated by Hong Kong Securities Clearing Company Limited) were held by the Company.

At the EGM, CEC and its associates, including IRICO Group and its subsidiary, Rui Bou Electronics (HK) Limited, Zhongdian Financial Investment and Zhongdian IRICO, holding an aggregate of 132,070,800 shares (i.e. 80,073,400 domestic shares and 51,997,400 H shares), representing approximately 74.90% of the issued share capital of the Company, shall be required to abstain and have abstained from voting on the resolutions No. 1, No. 2 and No. 3 proposed at the EGM. As such, the total number of shares entitling the Shareholders to attend and vote on the resolutions No. 1, No. 2 and No. 3 proposed at the EGM was 44,251,270 shares.

Save as disclose above, no Shareholder was required under the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”) to abstain from voting on the resolutions proposed at the EGM, there was no share entitling the Shareholders to attend the EGM but abstain from voting in favor of the resolutions as set out in Rule 13.40 of the Listing Rules, as well as there were no Shareholders who had stated in the Circular their intention to vote against the relevant resolutions or to abstain from voting at the EGM.

The Shareholders or authorized proxy(ies) of the Shareholders attending the EGM held an aggregate of 8,860,700 shares.

The EGM was presided over and chaired by Ms. Yang Hua, the chairlady of the Board. The other directors of the Company, namely Mr. Ma Zhibin as an executive director, Mr. Fang Zhongxi and Mr. Wang Dong as non-executive directors, and Mr. Su Kun, Mr. Li Yong and Ms. Hao Meiping as independent non-executive directors, attended the EGM.

WUYIGE Certified Public Accountants LLP (大信會計師事務所(特殊普通合夥)) was appointed as the scrutineer for the vote-taking at the EGM and performed calculations to obtain the following poll results based on the completed and signed poll voting forms collected by the Company.

The resolutions set out below correspond to those set out in the Notice of EGM. The poll results in respect of the proposed resolutions at the EGM are set out as follows:

ORDINARY RESOLUTIONS ^(Note 1)		Number of votes (% in approximate) ^(Note 2)		
		For	Against	Abstain
1.	“THAT: (a) the entering into of the IRICO Group Master Purchase Agreement dated 23 October 2024 between the Company and IRICO Group, a copy of which has been produced to the EGM marked “A” and signed by the chairman of the EGM for identification purpose, and the continuing connected transactions contemplated thereunder (including the corresponding proposed annual caps), details of which are described in the Circular, be and are hereby generally and unconditionally approved, ratified and confirmed; and (b) any one Director of the Company be and hereby authorised to do all such acts and things and to sign all documents and to take any steps which in their absolute discretion considered to be necessary, desirable or expedient for the purpose of implementing and/or giving effect to the transactions contemplated under the IRICO Group Master Purchase Agreement.”	8,860,700 (100%)	0 (0%)	0

ORDINARY RESOLUTIONS <i>(Note 1)</i>		Number of votes (% in approximate) <i>(Note 2)</i>		
		For	Against	Abstain
2.	“THAT: (a) the entering into of the Zhongdian IRICO Master Purchase Agreement dated 23 October 2024 between the Company and Zhongdian IRICO, a copy of which has been produced to the EGM marked “B” and signed by the chairman of the EGM for identification purpose, and the continuing connected transactions contemplated thereunder (including the corresponding proposed annual caps), details of which are described in the Circular, be and are hereby generally and unconditionally approved, ratified and confirmed; and (b) any one Director of the Company be and hereby authorised to do all such acts and things and to sign all documents and to take any steps which in their absolute discretion considered to be necessary, desirable or expedient for the purpose of implementing and/or giving effect to the transactions contemplated under the Zhongdian IRICO Master Purchase Agreement.”	8,860,700 (100%)	0 (0%)	0

ORDINARY RESOLUTIONS <i>(Note 1)</i>		Number of votes (% in approximate) <i>(Note 2)</i>		
		For	Against	Abstain
3.	“THAT: (a) the entering into of the continuing connected transactions contemplated under the Comprehensive Financial Cooperation Agreement (a copy of which has been produced to the EGM marked “C” and signed by the chairman of the EGM for identification purpose) dated 23 October 2024 between the Company and CEC Finance in relation to the fund settlement services provided by CEC Finance to the Group (including the corresponding proposed annual caps), details of which are described in the Circular, be and are hereby generally and unconditionally approved, ratified and confirmed; and (b) any one Director of the Company be and hereby authorised to do all such acts and things and to sign all documents and to take any steps which in their absolute discretion considered to be necessary, desirable or expedient for the purpose of implementing and/or giving effect to the transactions contemplated under the Comprehensive Financial Cooperation Agreement in relation to the fund settlement services provided by CEC Finance to the Group.”	8,860,700 (100%)	0 (0%)	0

Notes:

- (1) As more than 50% of the votes were cast in favor of each of resolutions No. 1, No. 2 and No. 3 by the Shareholders attending the EGM, in person or by proxy, such resolutions were duly passed as ordinary resolutions.
- (2) The percentage of voting is based on the valid votes with voting rights cast by the Shareholders who attended and voted at the EGM in person or by proxy. Any abstained vote or waiver to vote shall not be counted as valid vote with voting rights for the purpose of calculating the poll results of that resolution.

By order of the Board
IRICO Group New Energy Company Limited*
Yang Hua
Chairlady

Shaanxi Province, the PRC
17 January 2025

As at the date of this announcement, the Board consists of Ms. Yang Hua and Mr. Ma Zhibin as executive directors, Mr. Fang Zhongxi and Mr. Wang Dong as non-executive directors, and Mr. Su Kun, Mr. Li Yong and Ms. Hao Meiping as independent non-executive directors.

* *For identification purpose only*