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天伦燃气
TIANLUN GAS

China Tian Lun Gas Holdings Limited

中國天倫燃氣控股有限公司

(incorporated in the Cayman Islands with limited liability)

(Stock code: 01600)

**POLL RESULTS OF THE ANNUAL GENERAL MEETING
HELD ON 24 MAY 2017**

The Board is pleased to announce that all the resolutions as set out in the AGM Notice were duly passed at the AGM held on 24 May 2017.

Reference is made to the notice of annual general meeting (the “**AGM**”) dated 27 April 2017 (the “**AGM Notice**”) of China Tian Lun Gas Holdings Limited (the “**Company**”), the revised notice of the AGM dated 4 May 2017 (the “**Revised AGM Notice**”) and the circular of the Company dated 27 April 2017 (the “**Circular**”). Unless otherwise defined, capitalized terms used herein shall have the same meanings as defined in the Circular.

POLL RESULTS OF AGM

The Board announces that, at the AGM held at the Conference Room, 6th Floor, Tian Lun Group Building, No. 6 Huang He East Road, Zheng Dong Xin District, Zhengzhou City, Henan Province, the People’s Republic of China on 24 May 2017 at 10:00 a.m., poll voting was adopted for all of the resolutions as set out in the AGM Notice (the “**Resolutions**”).

The Board is pleased to announce that all of the Resolutions were duly passed by the shareholders of the Company (the “**Shareholders**”) by poll voting at the AGM. The poll results for the Resolutions are as follows.

Ordinary Resolutions (Notes)		Number of Votes (%)		Total Votes
		For	Against	
1.	To receive and consider the audited consolidated accounts and reports of the directors and auditors of the Company and its subsidiaries for the year ended 31 December 2016	632,387,851 (99.95%)	289,500 (0.05%)	632,677,351
2.	To re-appoint PricewaterhouseCoopers as auditors of the Company and to authorise the board of directors of the Company to fix their remuneration	632,387,851 (99.95%)	289,500 (0.05%)	632,677,351
3.	(a) Mr. Sun Heng be re-elected as an executive director of the Company	632,387,851 (99.95%)	289,500 (0.05%)	632,677,351
	(b) Mr. Wang Jiansheng be re-elected as a non-executive director of the Company	632,387,851 (99.95%)	289,500 (0.05%)	632,677,351
	(c) Mr. Cao Zhibin be re-elected as an independent non-executive director of the Company	632,387,851 (99.95%)	289,500 (0.05%)	632,677,351
	(d) Mr. Yeung Yui Yuen Michael be re-elected as an independent non-executive director of the Company	632,387,851 (99.95%)	289,500 (0.05%)	632,677,351
	(e) The board of directors of the Company be authorised to fix the remuneration of the directors of the Company	632,387,851 (99.95%)	289,500 (0.05%)	632,677,351
4.	To grant a general mandate to the directors of the Company to allot, issue and deal with additional shares not exceeding 20% of the aggregate number of issued shares of the Company as at the date of passing this resolution	539,855,300 (99.64%)	1,977,247 (0.36%)	541,832,547
5.	To grant a general mandate to the directors of the Company to repurchase shares not exceeding 10% of the aggregate number of issued shares of the Company as at the date of passing this resolution	632,387,851 (99.95%)	289,500 (0.05%)	632,677,351

Ordinary Resolutions <i>(Notes)</i>		Number of Votes (%)		Total Votes
		For	Against	
6.	To extend the general mandate granted to the directors of the Company to allot, issue and deal with additional shares in the share capital of the Company by an amount not exceeding the amount of the shares repurchased by the Company	630,700,104 (99.69%)	1,977,247 (0.31%)	632,677,351

As more than half of the votes were cast in favour of each of Resolutions 1 to 6, Resolutions 1 to 6 were passed as ordinary resolutions of the Company.

The description of the Resolutions above is by way of summary only. The full text appears in the AGM Notice and the Revised AGM Notice.

The Hong Kong branch share registrar and transfer office of the Company, Computershare Hong Kong Investor Services Limited was appointed as the scrutineer for the poll voting at the AGM.

Notes:

- (a) The total number of Shares in issue as at the date of the AGM: 989,615,108 Shares. No Shareholder was required to abstain from voting on the Resolutions at the AGM.
- (b) The total number of Shares entitling the holders to attend and vote only against the Resolutions at the AGM: nil.
- (c) None of the Shareholders have stated their intention in the Circular to abstain from voting on, or vote against any of the Resolutions at the AGM.
- (d) The total number of Shares entitling the holders to attend and to vote for or against the Resolutions at the AGM: 989,615,108 Shares.

By order of the Board
China Tian Lun Gas Holdings Limited
Zhang Yingcen
Chairman

Zhengzhou, the PRC, 24 May 2017

As at the date of this announcement, the executive Directors are Mr. Zhang Yingcen (Chairman), Mr. Xian Zhenyuan, Mr. Feng Yi, Mr. Sun Heng and Ms. Li Tao; the non-executive Director is Mr. Wang Jiansheng and the independent non-executive Directors are Mr. Li Liuqing, Mr. Yeung Yui Yuen Michael, Ms. Zhao Jun and Mr. Cao Zhibin.