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## **NewOcean Energy Holdings Limited** **( 新海能源集團有限公司 )\***

*(Incorporated in Bermuda with limited liability)*

**(Stock Code: 342)**

Website: <http://www.newoceanhk.com>

### **POLL RESULTS OF THE ANNUAL GENERAL MEETING HELD ON 27 MAY 2015**

The board of directors (the “Board”) of NewOcean Energy Holdings Limited (the “Company”) announces that at the annual general meeting (“AGM”) held on 27 May 2015, all the resolutions as set out in the notice of AGM were duly passed as ordinary resolutions of the Company.

#### **POLL RESULTS OF THE AGM**

<b>Ordinary Resolutions</b>		<b>Number of Votes (%)</b>	
		<b>For</b>	<b>Against</b>
1.	To receive and consider the Audited Financial Statements and the Reports of the Directors and Auditor for the year ended 31 December 2014.	963,830,778 (100%)	Nil (0%)
2.	To declare a final dividend.	963,830,778 (100%)	Nil (0%)
3.	(a) To re-elect Mr. Shum Chun, Lawrence as director.	936,085,314 (97.12%)	27,745,464 (2.88%)
	(b) To re-elect Mr. Cen Ziniu as director.	822,226,114 (85.31%)	141,604,664 (14.69%)
	(c) To re-elect Mr. Siu Ka Fai, Brian as director.	961,665,994 (99.78%)	2,164,784 (0.22%)
	(d) To authorize the Board to fix the directors’ remuneration.	963,632,013 (99.98%)	198,765 (0.02%)

4.	To re-appoint Deloitte Touche Tohmatsu as auditor for the ensuing year and to authorize the Board to fix their remuneration.	963,830,778 (100%)	Nil (0%)
5.	To grant a general mandate to the Directors to issue and deal with additional shares of the Company not exceeding 20% of the issued share capital of the Company as at the date of this resolution. <i>(Note 1)</i>	822,528,529 (85.34%)	141,302,249 (14.66%)
6.	To grant a general mandate to the Directors to repurchase shares of the Company not exceeding 10% of the issued share capital of the Company as at the date of this resolution. <i>(Note 1)</i>	963,072,778 (100%)	Nil (0%)
7.	To extend the general mandate granted to the Directors to issue and deal with new shares by an amount not exceeding the amount of the shares repurchased by the Company under the repurchase mandate. <i>(Note 1)</i>	826,794,548 (85.78%)	137,036,230 (14.22%)
<b>As more than 50% of the votes were cast in favour of each of the above resolutions, all the resolutions were duly passed as ordinary resolutions of the Company.</b>			

*Notes:*

1. The full text of resolutions 5 to 7 are set out in the notice of AGM issued by the Company on 14 April 2015.
2. The total number of shares entitling the holders to attend and vote on all the resolutions at the AGM: 1,480,398,216 shares.
3. The total number of shares entitling the holders that are required to abstain from voting at the AGM: Nil.
4. The total number of shares entitling the holders to attend and abstain from voting in favour as set out in Rule 13.40 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited at the AGM: Nil.
5. Tricor Secretaries Limited, the Company's branch share registrar in Hong Kong, was appointed as the scrutineer for the vote-taking at the AGM.

By Order of the Board  
**Shum Siu Hung**  
*Chairman*

Hong Kong, 27 May 2015

*As at the date of this announcement, the Board of the Company comprises Mr. Shum Siu Hung, Mr. Shum Chun, Lawrence, Mr. Cen Ziniu, Mr. Chiu Sing Chung, Raymond, Mr. Siu Ka Fai, Brian and Mr. Wang Jian being the Executive Directors, Mr. Cheung Kwan Hung, Anthony, Mr. Chan Yuk Wai, Benedict and Dr. Xu Mingshe being the Independent Non-executive Directors.*

*\* for identification purposes only*