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## CHINA EVERBRIGHT INTERNATIONAL LIMITED

中國光大國際有限公司

*(Incorporated in Hong Kong under the Companies Ordinance)*

(Stock Code : 257)

### POLL RESULTS OF ANNUAL GENERAL MEETING HELD ON 28 APRIL 2014

China Everbright International Limited (the “Company”) is pleased to announce the poll results in respect of the resolutions proposed at the annual general meeting (the “AGM”) of the Company held on 28 April 2014 as follows:

ORDINARY RESOLUTIONS		Number of Votes (%)	
		For	Against
1.	To receive and consider the audited financial statements and the report of the directors and independent auditor’s report for the year ended 31 December 2013.	3,094,501,419 (100%)	0 (0%)
	As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed.		
2.	To declare a final dividend of HK5.0 cents per share for the year ended 31 December 2013.	3,082,005,419 (99.60%)	12,496,000 (0.40%)
	As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed.		
3.	(a)(i) To re-elect Mr. Tang Shuangning as director of the Company.	2,982,738,050 (96.44%)	110,119,369 (3.56%)
	As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed.		
	(a)(ii) To re-elect Mr. Zang Qiutao as director of the Company.	2,216,003,216 (71.61%)	878,498,203 (28.39%)
	As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed.		

	(b) To authorize the board of directors of the Company to fix the remuneration of the directors of the Company for the year ending 31 December 2014.	3,068,237,419 (99.15%)	26,264,000 (0.85%)
As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed.			
4.	To re-elect Mr. Mar Selwyn (who has served as an independent non-executive director for more than 9 years) as an independent non-executive director of the Company and to authorize the board of directors of the Company to fix his remuneration.	3,080,778,499 (99.56%)	13,722,920 (0.44%)
As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed.			
5.	To re-elect Mr. Li Kwok Sing, Aubrey (who has served as an independent non-executive director for more than 9 years) as an independent non-executive director of the Company and to authorize the board of directors of the Company to fix his remuneration.	2,084,846,972 (67.37%)	1,009,654,447 (32.63%)
As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed.			
6.	To re-appoint KPMG as auditors and to authorise the board of directors of the Company to fix their remuneration.	3,072,486,819 (99.37%)	19,526,000 (0.63%)
As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed.			
7.	(i) To grant a general mandate to the directors to issue additional shares not exceeding 20% of the issued share capital (Ordinary resolution in item 7(1) of the notice of annual general meeting).	2,051,432,633 (66.29%)	1,043,068,786 (33.71%)
As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.			
	(ii) To grant a general mandate to the directors to repurchase shares not exceeding 10% of the issued share capital (Ordinary resolution in item 7(2) of the notice of annual general meeting).	3,093,172,419 (99.96%)	1,329,000 (0.04%)
As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.			
	(iii) To extend the general mandate granted to the directors to issue additional shares (Ordinary resolution in item 7(3) of the notice of annual general meeting).	2,075,651,998 (67.08%)	1,018,849,421 (32.92%)
As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.			

As at the date of the AGM, the total number of issued and fully paid up shares of the Company

was 4,483,711,700 shares. In relation to all resolutions proposed at the AGM, the total number of shares entitling the holders to attend and vote for or against the resolutions at the AGM was 4,483,711,700 shares. There were no 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”) and there were no shares requiring the holders to abstain from voting at the AGM under the Listing Rules.

Tricor Tengis Limited, the Share Registrar of the Company, acted as the scrutineer for the poll at the AGM.

Shareholders may refer to the circular dated 17 March 2014 for details of the above resolutions proposed at the AGM. The circular may be viewed and downloaded from the Company’s website at [www.ebchinaintl.com](http://www.ebchinaintl.com) or the designated website of The Hong Kong Exchanges and Clearing Limited at [www.hkexnews.hk](http://www.hkexnews.hk).

By order of the board  
**China Everbright International Limited**  
**Chen Xiaoping**  
Chief Executive Officer

Hong Kong, 28 April 2014

As at the date of this announcement, the board of directors of the Company comprises: (i) 6 executive directors, namely Mr. Tang Shuangning (Chairman), Mr. Zang Qiutao (Vice-chairman), Mr. Chen Xiaoping (Chief Executive Officer), Mr. Wang Tianyi, Mr. Raymond Wong Kam Chung and Mr. Cai Shuguang; and (ii) 4 independent non-executive directors, namely Mr. Philip Fan Yan Hok, Mr. Mar Selwyn, Mr. Aubrey Li Kwok Sing and Mr. Zhai Haitao.