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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 EXTRAORDINARY GENERAL MEETING HELD ON 20 NOVEMBER 2024

Reference is made to the notice of the extraordinary general meeting (the “EGM”) of Towngas Smart Energy Company Limited (the “Company”) dated 31 October 2024 (the “Notice of EGM”) and the circular of the Company dated 31 October 2024 (the “Circular”). Capitalised terms used in this announcement shall have the same meanings as those used in the Circular unless otherwise stated.

### POLL RESULT OF THE EGM

The board of directors of the Company (the “Board”) is pleased to announce that the ordinary resolution as set out in the Notice of EGM (the “Ordinary Resolution”) was approved by the shareholders of the Company by poll at the EGM held on 20 November 2024. The poll results in respect of the Ordinary Resolution proposed at the EGM were as follows:

ORDINARY RESOLUTION	Number of votes cast and percentage of total number of votes cast (%)	
	For	Against
To approve, confirm and ratify the Merger Transaction Agreements (as defined in the Circular) and the transactions contemplated thereunder and in connection therewith.*	337,625,586 (99.999202%)	2,694 (0.000798%)
As more than 50% of the votes were cast in favour of the Ordinary Resolution, the Ordinary Resolution was duly passed as an ordinary resolution of the Company.		

\* The full text of the Ordinary Resolution is set out in the Notice of EGM.

As at the date of the EGM, a total of 3,480,651,937 shares of the Company (the “Shares”) were in issue. As disclosed in the Circular, as HKCG (Jinan), a wholly-owned subsidiary of HKCG, is a party to the Merger Agreement, HKCG is considered to have a material interest in the Merger Transaction Agreements and the transactions contemplated thereunder. Hong Kong & China Gas (China) Limited, Planwise Properties Limited and Superfun Enterprises Limited (all being indirect wholly-owned subsidiaries of HKCG) collectively held 2,379,921,776 Shares (representing approximately 68.38% of the total issued Shares). Pursuant to the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “Listing Rules”), such subsidiaries of HKCG were required to abstain and had abstained

from voting on the Ordinary Resolution at the EGM. Therefore, the total number of Shares entitling the holders to attend and vote for or against the Ordinary Resolution at the EGM was 1,100,730,161 Shares. None of these 1,100,730,161 Shares were Shares entitling the holders to attend and abstain from voting in favour of the Ordinary Resolution at the EGM as set out in Rule 13.40 of the Listing Rules.

No shareholder of the Company had stated its intention in the Circular that it would vote against the Ordinary Resolution, and save as disclosed above, no shareholders of the Company were required under the Listing Rules to abstain from voting at the EGM.

Computershare Hong Kong Investor Services Limited, the Company's Hong Kong branch share registrar and transfer office, was appointed as the scrutineer for vote-taking at the EGM.

All directors of the Company attended the EGM in person.

By Order of the Board  
**Towngas Smart Energy Company Limited**  
**Elsa Wong Lai-kin**  
*Company Secretary*

Hong Kong, 20 November 2024

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

*Non-Executive Directors:*

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

*Independent Non-Executive Directors:*

Moses CHENG Mo-chi  
Brian David LI Man-bun  
Christine LOH Kung-wai

*Executive Directors:*

Peter WONG Wai-yee (*Chief Executive Officer*)  
Martin KEE Wai-ngai (*Chief Operating Officer – Gas Business*)  
John QIU Jian-hang (*Chief Operating Officer – Renewable Business*)