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LESSO 联塑

CHINA LESSO GROUP HOLDINGS LIMITED

中國聯塑集團控股有限公司

(incorporated in the Cayman Islands with limited liability)

(Stock Code: 2128)

**POLL RESULTS OF THE ANNUAL GENERAL MEETING;
RETIREMENT OF DIRECTORS;
APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTORS
AND CHANGE IN COMPOSITION OF BOARD COMMITTEES**

The board (the “**Board**”) of directors (the “**Directors**”) of China Lesso Group Holdings Limited (the “**Company**”) is pleased to announce that at the annual general meeting (the “**AGM**”) of the Company held on 10 May 2023, all proposed resolutions set out in the notice of AGM dated 18 April 2023 were duly passed by shareholders of the Company (the “**Shareholders**”) by way of poll. Unless otherwise defined, capitalised terms used in this announcement shall have the same meanings as those defined in the circular of the Company dated 18 April 2023 (the “**Circular**”).

POLL RESULTS OF THE AGM

As at the date of AGM, the total number of Shares in issue was 3,102,418,400 Shares, which was equivalent to the total number of Shares entitling the holders to attend and vote on the resolutions at the AGM. There were no Shares entitling the holders to attend the AGM but had to abstain from voting in favour of any 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**”). No Shareholder was required under the Listing Rules to abstain from voting at the AGM. None of the Shareholders has stated their intention in the Circular to vote against or to abstain from voting on any of the resolutions at the AGM.

The AGM was convened by the Board and chaired by Mr. Wong Luen Hei, the chairman of the Company. All Directors attended the AGM.

The Company's branch share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited, was appointed to act and acted as the scrutineer for the vote-taking at the AGM. The poll results of the AGM were as follows:

Ordinary Resolutions		Number of Shares represented by votes cast and percentage of total number of votes cast	
		For	Against
1.	To receive and consider the audited financial statements and the reports of the directors and independent auditor of the Company for the year ended 31 December 2022.	2,735,306,980 Shares (99.811068%)	5,177,659 Shares (0.188932%)
2.	To declare a final dividend of HK30 cents per share of the Company for the year ended 31 December 2022.	2,740,484,620 Shares (99.999999%)	19 Shares (0.000001%)
3.	(a) To re-elect Mr. Zuo Manlun as an executive Director;	2,556,310,335 Shares (93.279499%)	184,174,304 Shares (6.720501%)
	(b) To re-elect Ms. Zuo Xiaoping as an executive Director;	2,718,868,526 Shares (99.211230%)	21,616,113 Shares (0.788770%)
	(c) To re-elect Mr. Lai Zhiqiang as an executive Director;	2,718,778,529 Shares (99.207946%)	21,706,110 Shares (0.792054%)
	(d) To re-elect Mr. Chen Guonan as an executive Director; and	2,718,778,529 Shares (99.207946%)	21,706,110 Shares (0.792054%)
	(e) To re-elect Mr. Huang Guirong as an executive Director.	2,718,778,529 Shares (99.207946%)	21,706,110 Shares (0.792054%)
4.	To appoint Dr. Hong Ruijiang as an independent non-executive Director.	2,717,403,814 Shares (99.157783%)	23,080,825 Shares (0.842217%)
5.	To appoint Ms. Lee Vanessa as an independent non-executive Director.	2,717,444,104 Shares (99.159253%)	23,040,535 Shares (0.840747%)
6.	To authorise the Board to fix the remuneration of the Directors.	2,740,192,654 Shares (99.990951%)	247,985 Shares (0.009049%)

Ordinary Resolutions		Number of Shares represented by votes cast and percentage of total number of votes cast	
		For	Against
7.	To re-appoint Ernst & Young, certified public accountants, as independent auditor of the Company and to authorise the Board to fix its remuneration.	2,705,196,907 Shares (98.712354%)	35,287,732 Shares (1.287646%)
8.	(a) To approve ordinary resolution no. 8A as set out in the Notice (in relation to granting a general mandate to the Directors to allot, issue and otherwise deal with the shares of the Company).	2,243,906,407 Shares (81.879912%)	496,578,232 Shares (18.120088%)
	(b) To approve ordinary resolution no. 8B as set out in the Notice (in relation to granting a general mandate to the Directors to repurchase the shares of the Company).	2,736,913,763 Shares (99.869699%)	3,570,876 Shares (0.130301%)
	(c) To approve ordinary resolution no. 8C as set out in the Notice (in relation to adding the number of the Shares repurchased by the Company to the general mandate granted to the Directors under resolution 8A above).	2,190,989,309 Shares (79.948972%)	549,495,330 Shares (20.051028%)

Note: The full text of the resolutions is set out in the notice of AGM.

As more than 50% of the votes were cast in favour of the above ordinary resolutions numbered 1 to 8, all the ordinary resolutions were duly passed by the Shareholders.

RETIREMENT OF DIRECTORS

Mr. Lin Dewei retired from his office as an executive Director upon the conclusion of the AGM. Each of Mr. Wong Kwok Ho Jonathan and Ms. Lan Fang retired from his/her office as an independent non-executive Director upon the conclusion of the AGM. Each of Mr. Lin Dewei, Mr. Wong Kwok Ho Jonathan and Ms. Lan Fang has confirmed that there is no disagreement between him/her and the Board, respectively, and there is no other matter in relation to his/her retirement that needs to be brought to the attention of the Shareholders or the Stock Exchange. The Board would like to express its gratitude to Mr. Lin Dewei, Mr. Wong Kwok Ho Jonathan and Ms. Lan Fang for their valuable contribution to the Company during their tenures of office.

APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTORS

The Board is pleased to announce that the appointment of Dr. Hong Ruijiang and Ms. Lee Vanessa as independent non-executive Directors have been approved at the AGM. Each of Dr. Hong Ruijiang and Ms. Lee Vanessa will serve as an independent non-executive Director with effect from 10 May 2023. Their biographical details are set out as follows:

Dr. Hong Ruijiang, aged 57, is a professor and doctoral advisor of the School of Physics, Sun Yat-sen University. He is also an executive deputy director of the Institute of Solar Energy Systems of Sun Yat-sen University. Prior to joining Sun Yat-Sen University in March 2009, Dr. Hong conducted doctoral research at the Fraunhofer Institute for Thin Film and Surface Technology in Germany from March 2001 to May 2004. From June 2004 to December 2006, he worked as a researcher at the Institute of Materials Engineering, University of Siegen. From July 1992 to February 2001, he worked as a researcher at Guangzhou Institute of Nonferrous Metals. He has been a Director of Energy and Environmental Materials Professional Committee of Guangdong Materials Research Society since January 2013, and a resident chairman of Shenzhen Solar Energy Society since January 2010. He obtained a doctoral degree in engineering from University of Siegen in July 2004.

The main research areas cover new energy materials, solar photovoltaic technology and application. Dr. Hong hosted and participated in a number of national, provincial and municipal scientific research projects. The main research directions include polycrystalline silicon material growth mechanism and technology, high-efficiency crystalline silicon solar cell preparation technology, photovoltaic system integration technology, research on new solar energy utilisation and conversion materials, high-efficiency and low-cost copper indium gallium selenide (CIGS), and copper zinc tin sulfide (CZTS) thin-film solar cell technology. He has published more than 100 papers in Science Citation Index (SCI) journals and authored a monograph.

Dr. Hong has no relationship with any Directors, senior management and substantial or controlling shareholders of the Company. Dr. Hong has entered into a letter of appointment with the Company. Dr. Hong does not hold any other directorships in public companies the securities of which are listed on any securities market in Hong Kong or overseas in the 3 years immediately preceding the date of this announcement.

Dr. Hong is appointed for a term of 3 years with effect from 10 May 2023, but his appointment is subject to rotation and re-election at general meetings of the Company in accordance with the Memorandum and Articles of Association. Dr. Hong will receive a remuneration of HK\$360,000 annually for his directorship with the Company with reference to his duties and responsibilities towards the Company and prevailing market conditions. Dr. Hong does not have any interests in Shares pursuant to the SFO.

Ms. Lee Vanessa, aged 38, has 15 years of experience in investment and investment banking. She has been the managing director and co-head of technology and consumer department of VMS Investment Group (HK) Limited ("**VMS Group**") with a focus on the Greater China region since January 2021, and is primarily responsible for strategising, sourcing, and executing investments in the technology and consumer sectors.

Prior to joining VMS Group, from June 2015 to November 2020, Ms. Lee worked at China Renaissance Securities (Hong Kong) Limited and last held the position of director in investment banking department, focusing on technology, media and telecom (TMT) and new economy companies' private and public market transactions in Asia Pacific and Greater China. From March 2008 to May 2015, she worked at J.P. Morgan Chase & Co and last held the position of vice president in global investment banking department, managing corporate finance and investment banking practices in Asia Pacific and Greater China. She has served as a director at the board of Beijing Youpin Kumai Technology Company Limited (北京優品酷賣科技有限公司) since October 2021. She obtained a Bachelor's degree in finance and accounting from the State University of New York at Binghamton, the United States in December 2007.

Ms. Lee has been licensed by the Securities and Futures Commission as a representative to carry out Type 1 (dealing in securities) regulated activity since September 2021, and a responsible officer to carry out Type 6 (advising on corporate finance) between October 2016 and November 2020, Type 9 (asset management) and Type 4 (advising on securities) regulated activities since November 2021 and January 2022 respectively.

Ms. Lee has no relationship with any Directors, senior management and substantial or controlling shareholders of the Company. Ms. Lee has entered into a letter of appointment with the Company. Ms. Lee does not hold any other directorships in public companies the securities of which are listed on any securities market in Hong Kong or overseas in the 3 years immediately preceding the date of this announcement.

Ms. Lee is appointed for a term of 3 years with effect from the date of her appointment, but her appointment is subject to rotation and re-election at general meetings of the Company in accordance with the Memorandum and Articles of Association. Ms. Lee will receive a remuneration of HK\$360,000 annually for her directorship with the Company with reference to her duties and responsibilities towards the Company and prevailing market conditions. Ms. Lee does not have any interests in Shares pursuant to the SFO.

Save as disclosed above, there is no information in relation to the appointment of Dr. Hong and Ms. Lee that is required to be disclosed pursuant to Rule 13.51(2)(h) to (w) of the Listing Rules and there is no other matter that needs to be brought to the attention of holders of securities of the Company.

CHANGE IN COMPOSITION OF BOARD COMMITTEES

The Board further announced that with effect from 10 May 2023, (i) Dr. Hong Ruijiang is appointed as a member of the nomination committee and the remuneration committee of the Company; (ii) Ms. Lee Vanessa is appointed as a member of the nomination committee and the audit committee of the Company; (iii) Mr. Wong Kwok Ho Jonathan ceased to be a member of the nomination committee, audit committee and remuneration committee of the Company; (iv) Ms. Lan Fang ceased to be a member of the nomination committee of the Company.

With effect from 10 May 2023:

- (a) the audit committee comprises Dr. Tao Zhigang (as chairman), Mr. Cheng Dickson, Ms. Lu Jiandong and Ms. Lee Vanessa;
- (b) the nomination committee comprises Ms. Lu Jiandong (as chairlady), Mr. Wong Luen Hei, Mr. Zuo Manlun, Dr. Tao Zhigang, Dr. Hong Ruijiang and Ms. Lee Vanessa; and
- (c) the remuneration committee comprises Dr. Tao Zhigang (as chairman), Mr. Wong Luen Hei, Mr. Zuo Manlun, Ms. Lu Jiandong and Dr. Hong Ruijiang.

By Order of the Board
China Lesso Group Holdings Limited
Wong Luen Hei
Chairman

Hong Kong, 10 May 2023

As at the date of this announcement, the executive Directors are Mr. Wong Luen Hei, Mr. Zuo Manlun, Ms. Zuo Xiaoping, Mr. Lai Zhiqiang, Mr. Kong Zhaocong, Mr. Chen Guonan, Dr. Lin Shaoquan, Mr. Huang Guirong and Mr. Luo Jianfeng; and the independent non-executive Directors are Dr. Tao Zhigang, Mr. Cheng Dickson, Ms. Lu Jiandong, Dr. Hong Ruijiang and Ms. Lee Vanessa.