

*Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.*



## **Enric Energy Equipment Holdings Limited**

**安瑞科能源裝備控股有限公司**

*(Incorporated in the Cayman Islands with limited liability)*

(Stock Code: 3899)

### **POLL RESULTS OF EXTRAORDINARY GENERAL MEETING HELD ON 26 JUNE 2009**

Reference is made to the notice of the extraordinary general meeting (the “**EGM Notice**”) of Enric Energy Equipment Holdings Limited (the “**Company**”) and the circular (the “**Circular**”) of the Company dated 3 June 2009. Terms used in this announcement shall have the same meanings as defined in the EGM Notice and the Circular unless otherwise stated.

#### **THE EGM**

The Company is pleased to announce the poll results in respect of the resolutions proposed at the EGM as follows:

<b>RESOLUTIONS</b>		<b>Number of votes (approx. %)</b>	
		<i>(Note 1)</i>	
		<b>For</b>	<b>Against</b>
1.	Ordinary Resolution 1 <i>(Note 2)</i>	142,838,970 (100%)	0 (0%)
As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed.			
2.	Ordinary Resolution 2 <i>(Note 2)</i>	142,838,970 (100%)	0 (0%)
As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed.			
3.	Ordinary Resolution 3 <i>(Note 2)</i>	333,541,970 (100%)	0 (0%)
As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed.			

RESOLUTIONS		Number of votes (approx. %) (Note 1)	
		For	Against
4.	Ordinary Resolution 4 (Note 2)	142,838,970 (100%)	0 (0%)
	As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed.		
5.	Ordinary Resolution 5 (Note 2)	333,541,970 (100%)	0 (0%)
	As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed.		
6.	Special Resolution 6 (Note 3)	333,541,970 (100%)	0 (0%)
	As more than 75% of the votes were cast in favour of this resolution, the resolution was duly passed.		
7.	Special Resolution 7 (Note 3)	333,541,970 (100%)	0 (0%)
	As more than 75% of the votes were cast in favour of this resolution, the resolution was duly passed.		
8.	Special Resolution 8 (Note 3)	333,541,970 (100%)	0 (0%)
	As more than 75% of the votes were cast in favour of this resolution, the resolution was duly passed.		

*Notes:*

1. *The numbers of votes and percentages are based on the total number of shares of the Company held by the Shareholders who were entitled to vote and had voted at the EGM for the relevant resolutions, which was 142,838,970 shares for resolutions 1, 2 and 4 and 333,541,970 shares for resolutions 3 and 5 to 8, respectively.*
2. *The full text of the ordinary resolution is set out in the EGM Notice contained in the Circular.*
3. *The full text of the special resolution is set out in the EGM Notice contained in the Circular.*

As at the date of the EGM, the total number of issued and fully paid up shares of the Company was 459,000,000.

As disclosed in the Circular, the following parties have abstained from voting on certain resolutions in the EGM:

- (1) CIMC and its Associates who held a total of 190,703,000 shares of the Company have abstained from voting on resolutions 1 and 4 in relation to the Proposed Transactions and the non-exempt continuing connected transactions;
- (2) the CIMC Concert Party Group and associates (as defined under the Takeovers Code) of CIMC who held a total of 190,917,000 shares of the Company have abstained from voting on resolution 2 in relation to the Whitewash Waiver; and
- (3) Mr. Jin Yongsheng, a Director who held 246,000 shares of the Company, and Mr. Zhao Qingsheng, a member of the CIMC Concert Party Group who held 214,000 shares of the Company, have abstained from voting on all resolutions at the EGM.

As such, there were (i) a total of 267,837,000 shares of the Company entitling the holders to attend and vote for or against resolutions 1, 2 and 4; and (ii) a total of 458,540,000 shares of the Company entitling the holders to attend and vote for or against resolutions 3 and 5 to 8.

Except as disclosed above, there was no restriction on any Shareholders casting votes on any of the resolutions at the EGM.

Computershare Hong Kong Investor Services Limited, the share registrar of the Company, acted as scrutineer for the poll at the EGM.

Shareholders may refer to the Circular for details of the above resolutions passed at the EGM. The Circular may be viewed and downloaded from the website of the Company at <http://www.irasia.com/listco/hk/enric> or the designated website of Hong Kong Exchanges and Clearing Limited at [www.hkexnews.hk](http://www.hkexnews.hk).

## SHAREHOLDING STRUCTURE

The Proposed Transactions have been approved by the Shareholders entitled to attend and vote in the EGM. The following is the shareholding structure of the Company under different scenarios before and after completion of the Proposed Transactions:-

	As at the date of the Supplemental Announcement		As at the Latest Practicable Date		Immediately after completion of the Proposed Transactions but before conversion of any of the New Convertible Preference Shares		Immediately after completion of the Proposed Transactions and conversion of the New Convertible Preference Shares with a minimum public float of 25% (Note 6)		Immediately after full conversion of the New Convertible Preference Shares (This scenario will never happen and this column is set out for illustration purpose only) (Note 7)	
	Number of Ordinary Shares held	Approximate percentage of total issued Ordinary Shares	Number of Ordinary Shares held	Approximate percentage of total issued Ordinary Shares	Number of Ordinary Shares held	Approximate percentage of total issued Ordinary Shares	Number of Ordinary Shares held	Approximate percentage of total issued Ordinary Shares	Number of Ordinary Shares held	Approximate percentage of total issued Ordinary Shares
Charm Wise (Note 1)	190,703,000	41.55%	190,703,000	41.55%	190,703,000	22.24%	190,703,000	17.80%	190,703,000	10.18%
CIMC HK (Note 2)	—	0.00%	—	0.00%	254,405,490	29.67%	468,301,289	43.71%	1,131,632,645	60.42%
CIMC Vehicle (Note 3)	—	0.00%	—	0.00%	40,141,626	4.68%	40,141,626	3.75%	178,555,792	9.53%
PGM	—	0.00%	—	0.00%	103,905,085	12.12%	103,905,085	9.70%	103,905,085	5.55%
Mr. Zhao Qingsheng (Note 4)	214,000	0.05%	214,000	0.05%	214,000	0.02%	214,000	0.02%	214,000	0.01%
CIMC Concert Party Group	190,917,000	41.60%	190,917,000	41.60%	589,369,201	68.73%	803,265,000	74.98%	1,605,010,522	85.69%
Mr. Jin Yongsheng (Note 5)	246,000	0.05%	246,000	0.05%	246,000	0.03%	246,000	0.02%	246,000	0.01%
Public	267,837,000	58.35%	267,837,000	58.35%	267,837,000	31.24%	267,837,000	25.00%	267,837,000	14.30%
Total	459,000,000	100%	459,000,000	100%	857,452,201	100%	1,071,348,000	100%	1,873,093,522	100%

Notes:

1. Charm Wise is a direct wholly-owned subsidiary of CIMC HK, which, in turn, is a direct wholly-owned subsidiary of CIMC.
2. CIMC HK is a direct wholly-owned subsidiary of CIMC.
3. CIMC Vehicle is a direct wholly-owned subsidiary of CIMC Vehicle Group, the equity interest of which, in turn, is owned as to 56% by CIMC and as to 24% by CIMC HK. The remaining 20% equity interest in CIMC Vehicle Group is held by 深圳國際信託投資有限責任公司 (Shenzhen International Trust & Investment Co., Limited) on trust, for the benefit of certain senior management of CIMC and certain employees of CIMC Vehicle Group, pursuant to a stock credit plan adopted by CIMC Vehicle Group. Under the plan, there are a total of 220,700,000 units divided into three batches, of which the first batch of 45,000,000 units have been allocated. The remaining second and third batches in a total number of 175,500,000 units will be allocated after the performance appraisals for the year ended 2007 and 2008, neither of which has as yet taken place. Further allocations will be announced by CIMC in compliance with the relevant requirements of the Shenzhen Stock Exchange in due course. Mr. Zhao Qingsheng and Mr. Wu Fapei, both Directors, are participants in the plan, each with 3,000,000 allocated units. Except as disclosed above, based on the information provided by CIMC to the Company, the participants in the plan are Independent Third Parties.

4. *An executive Director and the Chairman of the Company.*
5. *An executive Director and the Chief Executive Officer of the Company.*
6. *To maintain the minimum public float requirement provided in Rule 8.08 of the Listing Rules, it is assumed that only CIMC HK converts 213,895,799 New Convertible Preference Shares into the same number of Ordinary Shares.*
7. *As the conversion of the New Convertible Preference Shares may result in the Company failing to meet the minimum public float requirement as prescribed under Rule 8.08 of the Listing Rules, CIMC HK and CIMC Vehicle have undertaken to the Company that they will only exercise the conversion rights as to such number of New Convertible Preference Shares if, upon conversion, the percentage of the Ordinary Shares held by the public will still meet the minimum public float requirement under Rule 8.08 of the Listing Rules.*

Completion of the Proposed Transactions is conditional upon the fulfillment of certain Conditions and may or may not proceed. Accordingly, Shareholders and prospective investors are reminded to exercise extreme caution when trading in the shares of the Company.

By Order of the Board  
**Enric Energy Equipment Holdings Limited**  
**Cheong Siu Fai**  
*Company Secretary*

Hong Kong, 26 June 2009

*As at the date of this announcement, the Board consists of Mr. Zhao Qingsheng (Chairman), Mr. Jin Yongsheng (Chief Executive Officer), Mr. Wu Fapei, Mr. Jin Jianlong, Mr. Yu Yuqun, Mr. Shi Caixing and Mr. Qin Gang as executive Directors; and Mr. Wong Chun Ho, Mr. Gao Zhengping and Mr. Shou Binan as independent non-executive Directors.*

*The Directors jointly and severally accept full responsibility for the accuracy of the information contained in this announcement and confirm, having made all reasonable enquiries, that to the best of their knowledge, opinions expressed in this announcement have been arrived at after due and careful consideration and there are no other facts not contained in this announcement the omission of which would make any statement in this announcement misleading.*