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GOLDWIND

XINJIANG GOLDWIND SCIENCE & TECHNOLOGY CO., LTD.*

新疆金風科技股份有限公司

(a joint stock limited liability company incorporated in the People's Republic of China)

Stock Code : 02208

**POLL RESULTS OF THE
EXTRAORDINARY GENERAL MEETING
AND
APPOINTMENT OF DIRECTOR**

The first 2013 extraordinary general meeting (the “**EGM**”) of Xinjiang Goldwind Science & Technology Co., Ltd. (the “**Company**”) was held on Tuesday, 8 January 2013. Details with respect to the resolutions and voting of the EGM are as follows:

Terms used herein shall have the same meanings as those defined in the circular of the Company dated 16 November 2012 unless otherwise defined.

I. Important Notice

There were no additions or amendments to any proposed resolutions during EGM.

II. Information Regarding the EGM

1. Time of EGM: 10:30am Tuesday, 8 January 2013
2. Convener: The Board of Directors of the Company (the “**Board**”)
3. Venue: Conference room, 1/F, No. 107, Shanghai Road, Economic and Technological Development District, Urumqi, Xinjiang, PRC
4. Mode of meeting: On-site meeting
5. Chairman: Mr. Wu Gang, the Chairman of the Board

The EGM was convened and conducted in accordance with the Company Law of the People’s Republic of China (the “**PRC**”), the Articles of Association of the Company (the “**Articles of Association**”), and other relevant rules and regulations.

III. Meeting Attendance

As at the date of the EGM, the total number of shares in issue was 2,694,588,000, being the total number of shares entitling the shareholders of the Company (the “**Shareholders**”) to attend and vote for, against or abstain from the proposed resolutions. A total of 13 Shareholders (including the Shareholders present at the on-site meeting in

person or by proxy), holding a total of 846,415,759 shares, accounting for 31.41% of the total number of shares, voted at the EGM. Of the Shareholders attending the EGM, the holders of A Share hold a total of 793,616,714 A Shares, representing 93.76% of the Company's total number of shares carrying voting rights who participated in the EGM; and the holders of H Share hold a total of 52,779,045 H Shares, representing 6.24% of the Company's total number of shares carrying voting rights who participated in the EGM.

Directors, Supervisors and senior management of the Company attended the EGM. Witness Lawyers and scrutineers also attended and witnessed the meeting.

IV. Considerations and Poll Results

The poll results of the resolutions considered at the EGM are set out as follows:

No.	Resolutions		For		Against		Abstain	
			No. of Votes	Percentage (%)	No. of Votes	Percentage (%)	No. of Votes	Percentage (%)
Special Resolution								
1	To consider and approve the proposed amendments to the Articles of Association of the Company in respect of Article 15.13 and Article 15.19. (Please refer to the Circular of the Company dated 16 November 2012 for details.)		846,345,459	99.99%	7,000	0.00%	63,300	0.01%
Ordinary Resolutions								
1	To consider and approve Shareholders’ Return Plan for the Three Years of 2012-2014;		846,345,459	99.99%	7,000	0.00%	63,300	0.01%
2	To consider and approve the estimated annual cap for continuing connected transactions (A Share) for 2013	estimated annual cap for continuing connected transactions with Xinjiang Wind Power Co., Ltd.	430,258,033	99.98%	7,000	0.00%	63,300	0.01%
		estimated annual cap for continuing connected transactions with China Three Gorges New Energy Corporation	544,748,898	99.99%	7,000	0.00%	63,300	0.01%
		estimated annual cap for continuing	806,178,419	99.99%	7,000	0.00%	63,300	0.01%

	connected transactions with Xinjiang New Energy (Group) Co., Ltd.						
3	To consider and approve the connected transactions between the Group and the Connected Persons Group contemplated under the a) Components Purchase Framework Agreements, b) Product Sales Framework Agreements, and c) Wind Power Services Framework Agreements entered into by the Company with Xinjiang Wind Power Co., Ltd. and China Three Gorges New Energy Corporation, respectively, for the three years commencing from 1 January 2013 and ending on 31 December 2015 and the proposed relevant annual caps; and	128,661,472	99.95%	7,000	0.01%	63,300	0.05%
4	To consider and approve the election of Mr. Yu Shengjun as a director of the Company and authorise the board of directors of the Company to fix his remunerations.	844,410,615	99.76%	1,941,844	0.23%	63,300	0.01%

Note:

1. For Ordinary Resolution No. 2 regarding estimated annual cap for continuing connected transactions with Xinjiang Wind Power Co., Ltd., Xinjiang Wind Power Co., Ltd., and Mr. Wu Gang and their respective associates, holding a total of 416,087,426 Shares (representing approximately 15.44% of the total number of Shares in issue), are required to abstain and have abstained from voting at the EGM.
2. For Ordinary Resolution No. 2 regarding estimated annual cap for continuing connected transactions with China Three Gorges New Energy Corporation, China Three Gorges New Energy Corporation and its associates, holding a total of 301,596,561 Shares (representing approximately 11.19% of the total number of Shares in issue), are required to abstain and have abstained from voting at the EGM.
3. For Ordinary Resolution No. 2 regarding estimated annual cap for continuing connected transactions with Xinjiang New Energy (Group) Co., Ltd., Mr. Wu Gang and his associates, holding a total of 40,167,040 Shares (representing approximately 1.49% of the total number of shares in issue), are required to abstain and have abstained from voting at the EGM.

4. *For Ordinary Resolution No. 3, China Three Gorges New Energy Corporation, Xinjiang Wind Power Co., Ltd., Mr. Wu Gang and their respective associates, holding a total of 717,683,987 Shares (representing approximately 26.63% of the total number of Shares in issue), are required to abstain and have abstained from voting at the EGM.*

The Company refers to the announcements relating to the proposed appointment of director dated 26 October 2012. The proposal to appoint Mr. Yu Shengjun (“**Mr. Yu**”) as the Company’s Non-executive Director has been approved. Mr. Yu will assume the position on the second day after the EGM held on the 8 January 2013. His tenure will be until the end of the current Board of Directors’ tenure. In connection with Mr. Yu being appointed as a Non-executive Director, the Company will sign a service contract with him. However, Mr. Yu will not receive any fees from the Company for serving as a director.

V. The Vote Taking and Witness Lawyer

According to the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited, Ernst & Young was appointed as the scrutineer for vote taking at the EGM. The voting and vote-taking processes were jointly witnessed by witnessing lawyers, shareholder representatives and a Supervisor representative.

Mr. Zhao Xudong and Ms. Chang Nana from Xinjiang Tianyang Law Firm attended and witnessed the EGM, and issued a legal opinion confirming that matters relating to the convening and holding procedures, qualifications of the attendees and the voting procedures of the EGM are in compliance with the Company Law of the PRC, the Securities Law, the Rules for General Meetings of Listed Companies and other relevant rules and regulations, as well as the Articles of Association, and that the resolutions approved at the EGM were legal and valid.

The text of the legal opinion can be found on the website of CNINF (www.cninfo.com.cn), the website designated by the Company for its information disclosure.

Ernst & Young, the auditor of the Company, has acted as the scrutineer and has checked the mathematical accuracy of calculation of and verified the poll results of each resolution proposed at the EGM based on the poll forms collected.

VI. Documents Available for Inspection

1. Resolutions of the 2013 Extraordinary General Meeting of the Company; and
2. Legal Opinions issued by Xinjiang Tianyang Law Firm.

By order of the Board
Xinjiang Goldwind Science & Technology Co., Ltd.
Ma Jinru
Company Secretary

Beijing, 8 January 2013

As of the date of this announcement, the executive Director of the Company is Mr. Wu Gang and Mr. Wang Haibo; the non-executive Directors are Mr. Li Ying, Ms. Hu Yang and Ms. Ji Dongmei; and the independent non-executive Directors are Mr. Wang Yousan, Mr. Shi Pengfei and Dr. Tin Yau Kelvin Wong.

** For identification purpose only*