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China CBM Group Company Limited **中國煤層氣集團有限公司**

(Incorporated in the Cayman Islands and continued in Bermuda with limited liability)

(Stock code: 08270)

POLL RESULTS OF THE ANNUAL GENERAL MEETING

Reference is made to the circular (the “**Circular**”) of China CBM Group Company Limited (the “**Company**”) and the notice (the “**Notice**”) of the annual general meeting of the Company dated 21 April 2015. Unless otherwise defined below, the terms used herein shall have the same meaning as in the Circular and the Notice.

POLL RESULTS OF THE AGM

The Board announces that the AGM held on Tuesday, 26 May 2015 at 10:30 a.m., except resolution 2(b), all proposed ordinary resolutions as set out in the Notice were duly passed by the Shareholders by way of poll.

KTC Partners CPA Limited was appointed as the scrutineer for the vote-taking at the AGM.

As at the date of the AGM, the total number of issued Shares was 1,141,480,368 Shares, which was the total number of Shares entitling the Shareholders to attend and vote for or against the ordinary resolutions at the AGM. A total of 220,739,867 Shares were held by the Shareholders who have attended and voted for or against the resolutions at the AGM. To the best of the Directors’ knowledge information and belief, no Shareholder was entitled to attend and vote only against any resolutions at the AGM.

The voting results in respect of the resolutions were as follows:

ORDINARY RESOLUTIONS		Number of votes (approximate %)	
		FOR	AGAINST
1.	To receive and consider the audited consolidated financial statements and the reports of the Directors and auditors of the Company for the year ended 31 December 2014;	215,485,367 (97.62%)	5,254,500 (2.38%)
2.	(a) To re-elect Mr. Wang Zhong Sheng as executive Director;	215,485,367 (97.62%)	5,254,500 (2.38%)
	(b) To re-elect Mr. Shi Liang as executive Director;	0 (0%)	220,739,867 (100%)
	(c) To re-elect Mr. Fu Shou Gang as executive Director;	215,485,367 (97.62%)	5,254,500 (2.38%)
	(d) To authorize the Board to fix the Directors’ remuneration;	215,485,367 (97.62%)	5,254,500 (2.38%)

ORDINARY RESOLUTIONS		Number of votes (approximate %)	
		FOR	AGAINST
3.	To re-appoint HLB Hodgson Impey Cheng Limited as the auditors of the Company and authorise the board of Directors to fix their remuneration;	215,485,367 (97.62%)	5,254,500 (2.38%)
4.	To grant a general mandate to the Directors to issue, allot and otherwise deal with the Company's Shares;	215,485,367 (97.62%)	5,254,500 (2.38%)
5.	To grant the general mandate to the Directors to repurchase the Shares; and	215,485,367 (97.62%)	5,254,500 (2.38%)
6.	To add the nominal amount of the Shares repurchased by the Company to the mandate granted to the Directors under resolution no. 4.	215,485,367 (97.62%)	5,254,500 (2.38%)

As more than 50% of the votes were cast in favour of each of the above resolutions, except 2(b), resolutions no. 1 to 6 (except 2(b)) were duly passed as ordinary resolutions of the Company.

As stated in the Circular, Mr. Shi Liang (“**Mr. Shi**”) retired by rotation at the AGM in accordance with the Bye-laws. As the resolution 2(b) was not passed at AGM, Mr. Shi retired as an executive Director at the conclusion of the AGM.

The Board further announces that Mr. Shi has confirmed that he has no disagreement with the Board and there is no matter relating to his retirement as an executive Director with effect immediately after the conclusion of the AGM that needs to be brought to the attention of the Shareholders and the Stock Exchange.

The Company would like to express its sincere gratitude to Mr. Shi for his valuable contribution to the Group during his term of office.

RE-APPOINTMENTS OF MR. WANG ZHONG SHENG AND MR. FU SHOU GANG AS EXECUTIVE DIRECTORS

Mr. Wang Zhong Sheng

Mr. Wang Zhong Sheng (“**Mr. Wang**”), aged 51, has been appointed as chairman of the Board, an executive Director and the compliance officer of the Company since May 2006. From 9 January 2004 to 26 May 2006, Mr. Wang was an executive director of Tianjin Jinran Public Utilities Company Limited (“**Tianjin Jinran**”) (formerly known as Tianjin Tianlian Public Utilities Company Limited), a company listed on the Main Board of the Stock Exchange (Stock Code: 01265, former stock code: 08290), and was responsible for its business strategies. He graduated from the University of Tianjin with a bachelor degree in engineering in 1984. Mr. Wang is also a director of Tianjin Leason Investment Group Company Limited (天津市聯盛投資集團有限公司). Mr. Wang is a substantial shareholder of the Company which holds 216,235,817 Shares in person or through controlled corporation, representing approximately 18.94% of the issued share capital of the Company as at the date of this announcement. In addition, as at the date of this announcement, Mr. Wang is interested as a grantee of options to subscribe for 324,750 shares under the share option scheme adopted by the Company on 18 May 2011.

No service contract has been entered into between the Company and Mr. Wang. Mr. Wang will not be appointed for a fixed term but will be subject to retirement by re-election in accordance with the Articles. The current emolument payable to Mr. Wang is HK\$1,000,000 per year. If re-elected, the remuneration of Mr. Wang will be determined by the Board which will take into account his experience, duties and responsibilities and by reference to the prevailing market rate of companies of comparable size and similar operations.

Save as disclosed, Mr. Wang does not hold any directorship in other public company in the last three years or any other position with the Company or any of its subsidiaries and does not have any relationship with any other directors, senior management or substantial or controlling shareholder of the Company.

As at the date of this announcement, Mr. Wang has personal interests of 198,442,067 Shares and he owned 100% interest of Jumbo Lane Investments Limited which has 18,118,500 Shares as well, representing approximately 21.08% in total of the entire issued share capital of the Company. Save as disclosed herein, Mr. Wang does not have any interest or short position in the shares, underlying shares or debentures of the Company or any of its close associated corporations within the meaning of Part XV of the Securities and Future Ordinance (Chapter 571 of the Laws of Hong Kong).

Mr. Fu Shou Gang

Mr. Fu Shou Gang (“**Mr. Fu**”), aged 48, has years of experiences in the natural gas sector. Prior to joining the Group, he worked in Tianjin Jinran, where he was appointed as an executive Director. Mr. Fu is interested as a grantee of options to subscribe for 324,750 shares under the share options scheme adopted by the Company on 18 May 2011.

No service contract has been entered into between the Company and Mr. Fu. Mr. Fu will not be appointed for a fixed term but will be subject to retirement by re-election in accordance with the Articles. The current emolument payable to Mr. Fu is HK\$100,000 per year. If re-elected, the remuneration of Mr. Fu will be determined by the Board which will take into account his experience, duties and responsibilities and by reference to the prevailing market rate of companies of comparable size and similar operations.

Save as disclosed, Mr. Fu does not hold any directorship in other public company in the last three years or any other position with the Company or any of its subsidiaries and does not have any relationship with any other directors, senior management or substantial or controlling shareholder of the Company.

Save as disclosed herein, Mr. Fu does not have any interest or short position in the shares, underlying shares or debentures of the Company or any of its associated corporations within the meaning of Part XV of the Securities and Future Ordinance (Chapter 571 of the Laws of Hong Kong).

By Order of the Board
China CBM Group Company Limited
WANG ZHONG SHENG
Executive Director

Hong Kong, 26 May 2015

As at the date of this announcement, the executive Directors are Mr. Wang Zhong Sheng and Mr. Fu Shou Gang and the independent non-executive Directors are Mr. Luo Wei Kun, Ms. Pang Yuk Fong and Mr. Wang Zhi He.

This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the GEM Listing Rules for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that to the best of their knowledge and belief the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive, and that there are no other matters the omission of which would make any statement herein or this announcement misleading.

This announcement will remain on GEM website on the “Latest Company Announcements” page for at least 7 days from the date of its posting and the Company website at http://www.ilinkfin.net/china_cbm/.