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沈機集團昆明機床股份有限公司
SHENJI GROUP KUNMING MACHINE TOOL COMPANY LIMITED
(A joint stock limited company incorporated in the People's Republic of China with limited liability)
(Stock Code: 0300)

Poll Results of the Second Extraordinary General Meeting of 2015

The board of directors (the “Board”) of Shenji Group Kunming Machine Tool Company Limited (the “Company”) and all members of the Board warrant that there are no false representations, misleading statements and material omissions in this announcement, and are severally and jointly responsible for the authenticity, accuracy and completeness of the content herein.

IMPORTANT INFORMATION:

- Whether the second extraordinary general meeting of 2015 of the Company (the “EGM”) has vetoed resolution: No

I. CONVENING AND ATTENDANCE OF THE EGM

1. Date of the EGM: 10 August 2015
2. Venue of the EGM: the Conference Room, 2nd Floor, Office Building of the Company, 23 Ciba Road, Kunming City, Yunnan Province, the PRC.
3. Information of ordinary shareholders and preferred shareholders of recovery voting rights who attended the EGM and their shareholdings

1. Number of shareholders attended the EGM in person or authorized proxies	9
of which:	
Number of holders of A Shares	8
Number of holders of overseas listed shares (H Shares)	1
2. Shares with voting rights at the EGM held by Shareholders attended the EGM	168,137,319
of which:	
Number of shares held by holders of A Shares	165,449,319
Number of shares held by holders of overseas listed shares (H Shares)	2,688,000

3. the number of voting shares held by shareholders attended the EGM representing the total voting shares of the Company (%)	31.66
of which:	
Shares held by holders of A Shares representing the total issued shares of the Company (%)	31.15
Shares held by holders of overseas listed shares representing the total issued shares of the Company(%)	0.51

4. Whether the voting complied with the “Company Law of the People’s Republic of China” and the Articles of Association of the Company, information of presiding etc.

The convening of the EGM complied with the “Company Law of the People’s Republic of China”, “Listing Rules of Shanghai Stock Exchange”, “Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited” and the Articles of Association of the Company. The convening of the EGM was legally valid.

The EGM was convened by the Board and chaired by the chairman of the Board of the Company. The shareholders, authorized proxies, directors and supervisors, the secretary to the Board of the Company attended the EGM. The representative of Computershare Hong Kong Investor Services Ltd and the representative of Yun Zhi Nan Law Firm attended the meeting, both Computershare Hong Kong Investor Services Ltd and Yun Zhi Nan Law Firm are the intermediaries of the Company relating to the considering resolutions at the EGM.

5. Attendance of directors, supervisors and the secretary to the board at the EGM
- (1) Three of 12 eligible directors of the Company attended the EGM, other directors of the Company could not attend the EGM due to official duties.
 - (2) One of five eligible supervisors attended the EGM, other supervisors of the Company could not attend the EGM due to official duties.
 - (3) Attendance of secretary to the Board and other senior management officers of the Company
Secretary to the Board attended the EGM, other senior management officers of the Company could not attend the EGM due to official duties.

6. Information of counting and scrutinizing votes

The representative of holders of A Shares, Mr. Zhang Zeshun and the representative of Yun Zhi Nan Law Firm, Mr. Zhang Yi were appointed as the persons to count the votes. The Company’s supervisor, Mr. Shao Li and the representative of Computershare Hong Kong Investor Services Ltd, Mr. Tong Hao were appointed as the scrutineers for vote taking at the EGM.

II. CONSIDERATION AND VOTING RESULTS OF THE RESOLUTIONS

1. Ordinary resolution for consideration at the EGM:

- (1) To consider and approve the resolution of changing to appoint Ruihua Certified Public Accountants (Special General Partnership) as the auditor of the Company for the year 2015, and authorizing the Board to decide its remuneration.

The resolution was passed at the EGM.

Voting information:

Type of shareholders	Affirmative votes		Dissenting votes		Abstaining votes	
	Number of votes	Proportion (%)	Number of votes	Proportion (%)	Number of votes	Proportion (%)
Holders of A Shares	165,444,318	99.99	0	0	5,001	0.01
Holders of H Shares	2,688,000	100	0	0	0	0
Total	168,132,318	99.99	0	0	5,001	0.01

2. Explanation on the voting

None

III. PRESENCE OF THE LAWYER

1. The law firm which identified the EGM: Yun Zhi Nan Law Firm

Lawyer: Zhang Yi, Du Sha

2. Conclusive opinions provided by the lawyers:

The convening and process of the second extraordinary general meeting of 2015 of Shenji Group Kunming Machine Tool Company Limited (the "EGM"), the eligibility of persons attended the EGM, and voting procedures of the EGM complied with relevant laws and regulations of the PRC and the Articles of Association of the Company, were legally valid.

IV. DOCUMENTS AVAILABLE FOR INSPECTION

1. EGM results signed and confirmed by participating directors and recording person and stamped with the seal of the board of directors
2. Legal opinions signed by the director of the law firm and stamped with official seal

Board of Directors

Shenji Group Kunming Machine Tool Company Limited

Kunming, PRC, 10 August, 2015

As at the date of this announcement, the Company's executive directors are Mr. Wang Xing, Mr. Chang Baoqiang, Mr. Zhang Xiaoyi, Mr. Zhang Zeshun and Mr. Jin Xiaofeng; non-executive directors are Mr. Zhang Tao, Mr. Liu Yan and Ms. Liu Haijie; and the independent non-executive directors are Mr. Yang Xiongsheng, Mr. Tang Chunsheng, Mr. Chen Fusheng and Mr. Liu Qiang.