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**潤東汽車**

**China Rundong Auto Group Limited**

**中國潤東汽車集團有限公司**

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

**(Stock code: 1365)**

**POLL RESULTS OF THE ANNUAL GENERAL MEETING  
HELD ON FRIDAY, 31 JULY 2020  
AND  
CHANGE OF AUDITORS**

Reference is made to the circular dated 19 June 2020 (the “**Original Circular**”) and the supplemental circular dated 16 July 2020 (the “**Supplemental Circular**”) of China Rundong Auto Group Limited (the “**Company**”) in relation to, among other things, the proposed re-election of retiring directors, the proposed granting of general mandates to repurchase shares and to issue shares and the proposed change of auditors of the Company.

**POLL RESULTS OF THE ANNUAL GENERAL MEETING**

The board of directors (the “**Board**”) of the Company is pleased to announce that at the annual general meeting (the “**AGM**”) of the Company held on Friday, 31 July 2020, all the proposed resolutions as set out in the notice of the AGM dated 19 June 2020 and the supplementary notice of the AGM dated 16 July 2020 were taken by poll. The poll results are as follows:

<b>Ordinary Resolutions</b>		<b>Number of Votes (%)</b>	
		<b>For</b>	<b>Against</b>
1.	To receive the audited consolidated financial statements of the Company and the reports of the directors and auditor of the Company for the year ended 31 December 2019.	313,015,503 (100%)	0 (0%)
2(a).	To re-elect Mr. Lee Conway Kong Wai as an independent non-executive director of the Company.	313,015,503 (100%)	0 (0%)
2(b).	To re-elect Mr. Xiao Zhengsan as an independent non-executive director of the Company.	313,015,503 (100%)	0 (0%)

Ordinary Resolutions		Number of Votes (%)	
		For	Against
2(c).	To re-elect Mr. Li Xin as an independent non-executive director of the Company.	313,015,503 (100%)	0 (0%)
2(d).	To authorize the Board to fix the respective directors' remuneration.	313,015,503 (100%)	0 (0%)
3.	To appoint BDO Limited as the auditor of the Company following the retirement of Ernst & Young and to authorise the Board to fix their remuneration.	313,015,503 (100%)	0 (0%)
4.	To grant a general mandate to the directors to repurchase shares of the Company not exceeding 10% of the total number of the shares of the Company in issue as at the date of passing of this resolution.	313,015,503 (100%)	0 (0%)
5.	To grant a general mandate to the directors to issue, allot and deal with additional shares of the Company not exceeding 20% of the total number of the shares of the Company in issue as at the date of passing of this resolution.	313,015,503 (100%)	0 (0%)
6.	To extend the general mandate granted to the directors to issue, allot and deal with additional shares in the capital of the Company by adding the total number of the shares of the Company repurchased by the Company.	313,015,503 (100%)	0 (0%)

As all of the votes were cast in favour of each of the resolutions numbered 1 to 6, all resolutions were duly passed as ordinary resolutions.

As at the date of the AGM, the total number of issued shares of the Company comprised (i) 946,476,000 ordinary shares, which were the total number of shares of the Company entitling the holders to attend and vote on the resolutions at the AGM; and (ii) 664,268,747 non-voting convertible preference shares. There were no shares of the Company entitling the holder to attend and abstain from voting in favor 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 of the Company was required under the Listing Rules to abstain from voting on the resolutions at the AGM. None of the shareholders of the Company have stated their intention in the Original Circular to vote against or to abstain from voting on any of the resolutions at the AGM.

The Company's Hong Kong branch share registrar, Computershare Hong Kong Investor Services Limited, acted as the scrutineer for the vote-taking at the AGM.

## **CHANGE OF AUDITORS**

Subsequent to the conclusion of the AGM and the passing of the proposed resolution number 3 above at the AGM, Ernst & Young has retired as auditor of the Company at the conclusion of the AGM and BDO Limited has been appointed as auditor of the Company to hold office until the conclusion of the next annual general meeting of the Company. For further details of the change of auditors, please refer to the announcement of the Company dated 16 July 2020 and the Supplemental Circular.

By Order of the Board  
**China Rundong Auto Group Limited**  
**Yang Peng**  
*Chairman*

Shanghai, the People's Republic of China, 31 July 2020

*As at the date of this announcement, the executive director of the Company is Mr. Yang Peng; and the independent non-executive directors are Mr. Mei Jianping, Mr. Lee Conway Kong Wai, Mr. Xiao Zhengsan and Mr. Li Xin.*