

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.



浙江展望股份有限公司

ZHEJIANG PROSPECT COMPANY LIMITED*

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

(Stock Code: 08273)

**POLL RESULTS OF EXTRAORDINARY GENERAL MEETING
HELD ON 19 DECEMBER 2016**

The Board is pleased to announce that the resolutions as set out in the Notice of EGM were duly passed as ordinary resolutions at the EGM held on 19 December 2016.

Reference is made to the notice (the “**Notice of EGM**”) of the extraordinary general meeting (the “**EGM**”) dated 2 November 2016 and 30 November 2016 issued by Zhejiang Prospect Company Limited* (the “**Company**”). Terms used in this announcement shall have the same meanings as defined in the Notice of EGM unless the context requires otherwise.

* For identification purposes only

POLL RESULTS OF EGM

At the EGM held at the conference room of the Company at Zhanwang Village, Yangxunqiao Town, Keqiao District, Shaoxing City, Zhejiang Province, the People's Republic of China on Monday, 19 December 2016 at 10:00 a.m., the resolutions (the “**EGM Resolutions**”) set out in the Notice of EGM were approved by the shareholders of the Company (the “**Shareholders**”) at the EGM by poll and the poll results in respect of the EGM Resolutions are as follows:

ORDINARY RESOLUTIONS	Number of Votes (%)		Total Votes
	For	Against	
1. To approve and confirm the two guarantee agreements (the “ Guarantee Agreements ”) to be entered into between the Company as guarantor in favour of 中信銀行股份有限公司紹興分行 (Shaoxing Branch of China Citic Bank Corporation Limited*) (the “ Bank ”), pursuant to which the Company agrees to pay and satisfy to the Bank in relation to the interest, debts and liabilities owing or incurred, due but unpaid to the Bank from or by 浙江中發薄膜有限公司 (Zhejiang Zhongfa Bomo Co., Ltd.*) (the “ Borrower ”) under the loan agreement to be entered into by the Bank and the Borrower and the transactions contemplated thereunder.	46,453,333 (100%)	0 (0%)	46,453,333
2. To approve, confirm and ratify the guarantee fee agreement (the “ Guarantee Fee Agreement ”) dated 3 October 2016 and entered into between the Company and the Borrower, pursuant to which the Borrower will pay the guarantee fee of 1% of the amount of the guarantee to be provided by the Company per annum to the Company and the transaction contemplated thereunder.	46,453,333 (100%)	0 (0%)	46,453,333
3. To approve, confirm and ratify the indemnity agreement (the “ Indemnity Agreement ”) dated 3 October 2016 and entered into between the Company and Mr. Tang Cheng Fang (“ Mr. Tang ”), pursuant to which Mr. Tang agrees to indemnify the Company against any liquidated damages, penalty claims and all other relevant expenses incurred by the Company arising from the Guarantee Agreements and the transaction contemplated thereunder.	46,453,333 (100%)	0 (0%)	46,453,333

As more than one half of the votes were cast in favour of the EGM Resolutions, the EGM Resolutions were passed as ordinary resolutions of the Company. The description of the EGM Resolutions above is by way of summary only. Shareholders of the Company may refer to the Notice of EGM for details of the EGM Resolutions.

Notes:

- (a) The total number of shares of the Company (the “**Shares**”) in issue as at the date of the EGM: 76,600,000 Shares at a nominal value of RMB1.00 each, of which 53,600,000 Shares are domestic Shares and 23,000,000 Shares are H Shares. Mr. Tang, holding 2,680,000 domestic Shares as at the date of the EGM, was required to abstain from voting on the EGM Resolutions approving the Guarantee Agreements, the Guarantee Fee Agreement and the Indemnity Agreement. Apart from Mr. Tang, no other Shareholders were required to abstain from voting on the EGM Resolutions under the Rules Governing the Listing of Securities on The Growth Enterprise Market of The Stock Exchange of Hong Kong Limited.
- (b) The total number of Shares entitling the Shareholders to attend and vote only against the EGM Resolutions: Nil.
- (c) The total number of Shares entitling the Shareholders to attend and vote for or against the EGM Resolutions: 73,920,000 Shares.

Crowe Horwath (HK) CPA Limited was appointed as the scrutineer for the poll voting at the EGM. The work of Crowe Horwath (HK) CPA Limited was limited to certain procedures requested by the Company to agree the poll results summary prepared by the Company to poll forms collected and provided by the Company to Crowe Horwath (HK) CPA Limited. The work performed by Crowe Horwath (HK) CPA Limited in this respect did not constitute an assurance engagement in accordance with Hong Kong Standards on Auditing, Hong Kong Standards on Review Engagements or Hong Kong Standards on Assurance Engagements issued by the Hong Kong Institute of Certified Public Accountants nor did it include provision of any assurance or advice on matters of legal interpretation or entitlement to vote.

By Order of the Board
Zhejiang Prospect Company Limited*
Mr. Fei Guo Yang
Chairman

Zhejiang Province, the People’s Republic of China
19 December 2016

* *For identification purposes only*

As at the date of this announcement, the board of directors of the Company comprises Mr. Fei Guo Yang, Mr. Hong Guo Ding and Mr. Hong Chun Qiang as executive directors; Mr. Tang Cheng Fang, Mr. Li Zhang Rui and Ms. Tang Jing Jing as non-executive directors; and Mr. Wang He Rong, Mr. Lu Guo Qing and Mr. Ma Hong Ming as independent non-executive directors.

This announcement, for which the directors of the Company collectively and individually accept full responsibility, includes particulars given in compliance with the Rules Governing the Listing of Securities on the Growth Enterprise Market of The Stock Exchange of Hong Kong Limited for the purpose of giving information with regard to the Company. The directors of the Company, 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 there are no other matters the omission of which would make any statement herein or this announcement misleading.

This announcement will remain on the Growth Enterprise Market website at www.hkgem.com on the “Latest Company Announcements” page for at least seven days from the date of its posting and the Company’s website at www.zhejiangprospect.com.