

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.



China Hengshi Foundation Company Limited

中國恒石基業有限公司

(incorporated under the laws of the Cayman Islands with limited liability)

(Stock Code : 1197)

POLL RESULTS OF ANNUAL GENERAL MEETING HELD ON 22 MAY 2017 AND PAYMENT OF FINAL DIVIDEND FOR THE YEAR ENDED 31 DECEMBER 2016

Reference is made to the circular (the “Circular”) of China Hengshi Foundation Company Limited (the “Company”) dated 7 April 2017. Terms used herein shall have the same meanings as defined in the Circular, unless the context requires otherwise.

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 Monday, 22 May 2017, all the proposed resolutions as set out in the notice of the AGM were duly passed by way of poll. The poll results are as follows:

ORDINARY RESOLUTIONS		No. of Votes (%) ^{Note}		Total Number of Vote Cast
		For	Against	
1.	To receive and adopt 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 2016.	676,812,000 (100%)	0 (0%)	676,812,000
2.	To declare a final dividend for the year ended 31 December 2016.	676,936,000 (100%)	0 (0%)	676,936,000
3.(a)(i)	To re-elect Mr. PAN Fei, the retiring director of the Company (the “Director”), as an independent non-executive Director.	676,838,000 (99.99%)	98,000 (0.01%)	676,936,000
3.(a)(ii)	To re-elect Mr. CHEN Zhijie, the retiring Director, as an independent non-executive Director.	676,838,000 (99.99%)	98,000 (0.01%)	676,936,000
3.(b)	To appoint Mr. XIE Guoping as an independent non-executive Director.	676,838,000 (99.99%)	98,000 (0.01%)	676,936,000
3.(c)	To authorise the Board to fix the remuneration of the Directors.	676,812,000 (100%)	0 (0%)	676,812,000

4.	To re-appoint Deloitte Touche Tohmatsu as auditor of the Company for 2017 and to authorise the Board to fix their remuneration for the year ended 31 December 2017.	676,936,000 (100%)	0 (0%)	676,936,000
5.(A)	To give a general mandate to the Directors to allot, issue and deal with additional shares not exceeding 20% of the number of the issued shares of the Company (the “ Issue Mandate ”).	675,222,000 (99.75%)	1,714,000 (0.25%)	676,936,000
5.(B)	To give a general mandate to the Directors to repurchase shares not exceeding 10% of the number of issued shares of the Company.	676,812,000 (100%)	0 (0%)	676,812,000
5.(C)	To extend the Issue Mandate by the number of shares repurchased by the Company.	675,098,000 (99.73%)	1,838,000 (0.27%)	676,936,000

Note: All percentages are rounded up to two decimal places.

As at the date of the AGM, the total number of issued shares of the Company was 1,000,000,000 shares, which was the total number of shares entitling the holders to attend and vote for or against the resolutions proposed at the AGM. There was no restriction on any shareholder of the Company (the “**Shareholders**”) casting votes on any of the proposed resolutions at the AGM. There was no shares entitling the Shareholders to attend and abstain from voting in favour 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 was required under the Listing Rules to abstain from voting on the resolutions at the AGM. There were no shares entitling the Shareholders to attend and vote only against the proposed resolutions at the AGM. No party has stated its intention in the Circular that it would vote against any proposed resolution or that it would abstain from voting at the AGM.

The Company’s auditor, Deloitte Touche Tohmatsu, acted as the scrutineer for the vote-taking at the AGM.

As more than 50% of votes were cast in favour of each of the resolutions, all of the above resolutions were duly passed as ordinary resolutions.

Further information on the payment of final dividend

The proposed final dividend of RMB0.0885 per share for the year ended 31 December 2016 has been approved by the Shareholders at the AGM. The dividend is expected to be paid on 12 June 2017 to those Shareholders whose names appear on the register of members of the Company on 31 May 2017.

The final dividend payable to Shareholders shall be converted to and paid in Hong Kong dollars at the exchange rate of RMB to Hong Kong dollars as announced by the People’s Bank of China on the date of AGM, i.e. HK\$1.00 to RMB0.88224. Based on the above exchange rate, the amount of final dividend payable in Hong Kong dollars will be HK\$0.1003 per share.

By order of the Board
China Hengshi Foundation Company Limited
ZHANG Yuqiang
Chairman

Zhejiang, PRC, 22 May 2017

As at the date of this announcement, the Directors are:

Non-executive Directors: Mr. ZHANG Yuqiang (Chairman), Mr. ZHANG Jiankan,
Mr. TANG Hsin-hua, Mr. WANG Yuan

Executive Directors: Mr. ZHOU Tingcai, Ms. HUANG Junjun

*Independent
non-executive Directors:* Mr. XIE Guoping, Mr. PAN Fei, Mr. CHEN Zhijie