

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.



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 First Extraordinary General Meeting of 2019

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 truthfulness, accuracy and completeness of the content herein.

IMPORTANT INFORMATION:

- Whether the first extraordinary general meeting of 2019 of the Company (the “EGM”) has vetoed resolution: No

I. CONVENING AND ATTENDANCE OF THE EGM

1. Date of the EGM: 14 March 2019
2. Venue of the EGM: the Conference Room, 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	17
of which: Number of holders of domestic circulating shares	17
Number of holders of overseas listed shares (H Shares)	0
2. Shares with voting rights at the EGM held by Shareholders attended the EGM	168,740,818
of which: Number of shares held by holders of domestic circulating shares	168,740,818
Number of shares held by holders of overseas listed shares (H Shares)	0

3. The number of voting shares held by shareholders attended the EGM representing the total voting shares of the Company (%)	31.77
of which: Shares held by holders of domestic circulating shares representing the total issued shares of the Company (%)	31.77
Shares held by holders of overseas listed shares representing the total issued shares of the Company (%)	0

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”, “Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited” and the Articles of Association of the Company etc. relevant laws and regulations. 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, some directors and supervisors, the secretary to the Board of the Company attended the EGM. The representative of Da Hua Certified Public Accountants (Special General Partnership) and the representative of Yun Zhi Nan Law Firm attended the site meeting, both Da Hua Certified Public Accountants (Special General Partnership) 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) One of twelve 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) 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 at site meeting
- The representative of holders of domestic circulating shares of the Company and the representative of Yun Zhi Nan Law Firm were appointed as the persons to count the votes. The Company’s employee supervisor and the representative of Da Hua Certified Public Accountants (Special General Partnership) were appointed as the scrutineers for vote taking at the EGM.

II. CONSIDERATION AND VOTING RESULTS OF THE RESOLUTION

Ordinary resolution

1. To consider and approve to re-appoint Da Hua Certified Public Accountants (Special General Partnership) as the auditor of the Company for the year 2018.
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 domestic circulating shares	168,585,318	99.91	155,500	0.09	0	0
Holders of H Shares	0	0	0	0	0	0
Total	168,585,318	99.91	155,500	0.09	0	0

III. PRESENCE OF THE LAWYER

1. The law firm which identified the EGM: Yun Zhi Nan Law Firm
2. Conclusive opinions provided by the lawyers:

The convening and process of the first extraordinary general meeting of 2019 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 and the Articles of Association of the Company. The voting results and resolutions of the EGM 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.

Shenji Group Kunming Machine Tool Company Limited

Kunming, the PRC, 14 March 2019

As at the date of this announcement, the Company’s executive directors are Mr. Wang He, Mr. Zhang Xiaoyi, Mr. Peng Liangfeng and Ms. Xu Juan; non-executive directors are Mr. Liu Chunshi, Mr. Xia Changtao, Ms. Wu Yu and Mr. Ding Side; and the independent non-executive directors are Mr. Na Chaohong, Mr. Chi Yilin, Ms. Jin Mei and Ms. Tian Ruihua.