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## **XIWANG SPECIAL STEEL COMPANY LIMITED**

**西王特鋼有限公司**

*(Incorporated in Hong Kong with limited liability)*

**(Stock Code: 1266)**

### **VOTING RESULTS OF THE RESOLUTIONS PROPOSED AT THE ADJOURNED AGM**

The Board is pleased to announce that all the ordinary resolutions proposed at the Adjourned AGM were duly passed by way of poll by the Shareholders.

### **VOTING RESULTS OF THE ADJOURNED ANNUAL GENERAL MEETING**

References are made to the circular (“**AGM Circular**”) and the supplementary circular (“**Supplementary AGM Circular**”) of Xiwang Special Steel Company Limited (“**Company**”) dated 30 April 2019 and 13 June 2019, respectively, to the shareholders of the Company (“**Shareholders**”) regarding the ordinary resolutions proposed to be passed at the adjourned annual general meeting of the Company (“**Adjourned AGM**”) to be held on 28 June 2019 at 10:30 a.m. Capitalised terms used herein shall have the same meanings as those defined in the AGM Circular and the Supplementary AGM Circular unless otherwise defined.

As at the date of the Adjourned AGM, there were a total of 2,269,110,999 Shares in issue.

The total number of Shares entitling the Shareholders to attend and vote for or against the ordinary resolutions at the Adjourned AGM was 2,269,110,999, representing 100% of the total issued share capital of the Company as at the date of the Adjourned AGM. There were no Shareholders, who, pursuant Rule 13.40 of the Listing Rules, were required to attend and abstain from voting in favour of any of the ordinary resolutions proposed at the Adjourned AGM nor were there any Shareholders who were required under the Listing Rules to abstain from voting. No party had stated its intention in the AGM Circular nor in the Supplementary AGM Circular that it would vote against any resolution or that it would abstain from voting at the Adjourned AGM.

Pursuant to Rule 13.39(5) of the Listing Rules, the board (the “**Board**”) of directors of the Company (the “**Directors**”) is pleased to announce that all the following ordinary resolutions were duly passed by the Shareholders by way of poll at the Adjourned AGM and the details of the poll results are as follows:

Ordinary resolutions		Number of votes (approximate %) (Notes)	
		For	Against
1.	To receive and consider the audited consolidated financial statements of the Company and the reports of the directors and auditors of the Company for the year ended 31 December 2018.	1,577,770,260 (100.0000%)	0 (0.0000%)
2.	To consider and approve a final dividend (with scrip dividend option) of RMB12.8 cents per ordinary share for the year ended 31 December 2018.	1,578,530,260 (99.9999%)	1,000 (0.0001%)
3.	(a) To re-elect Mr. ZHANG Jian as an executive Director.	1,575,212,259 (99.7897%)	3,319,001 (0.2103%)
	(b) To re-elect Mr. LI Bangguang as an independent non-executive Director.	1,574,832,260 (99.7657%)	3,699,000 (0.2343%)
	(c) To authorise the board of Directors to fix the Directors’ remuneration.	1,577,998,260 (99.9999%)	1,000 (0.0001%)
4.	To consider and approve the re-appointment of Ernst & Young as auditors of the Company and to authorise the board of Directors to fix their remuneration.	1,578,531,260 (100.0000%)	0 (0.0000%)

Ordinary resolutions		Number of votes (approximate %) (Notes)	
		For	Against
5.	To grant the general mandate to the directors of the Company to repurchase shares.	1,577,999,260 (100.0000%)	0 (0.0000%)
6.	To grant the general mandate to the directors of the Company to issue, allot and deal with unissued shares.	1,501,972,310 (95.1500%)	76,558,950 (4.8500%)
7.	To extend the general mandate granted to the directors of the Company to issue unissued shares by adding the shares repurchased by the Company.	1,503,113,461 (95.2225%)	75,413,799 (4.7775%)

- Notes:
- a. The number of votes and approximate percentage (“%”) are based on the total number of Shares held by the Shareholders who attended and voted at the Adjourned AGM in person or by corporate representative or proxy.
  - b. The said final dividend (with scrip dividend option) has been declared in Renminbi (“RMB”) and will be paid in Hong Kong dollars. The final dividend payable in Hong Kong dollars will be converted from RMB at the average middle rate of RMB to Hong Kong dollars as announced by the People’s Bank of China for the period from 25 June 2019 to 28 June 2019 (i.e. HK\$100.00 to RMB87.961). The said final dividend are equivalent to HK\$0.1455 per share.
  - c. Please refer to the Notice of AGM and the Supplementary AGM Notice for the full text of the resolutions.

As more than 50% of the votes were cast in favour of each of the resolutions, all the resolutions proposed at the Adjourned AGM were duly passed as ordinary resolutions of the Company.

The Company’s share registrar, Boardroom Share Registrars (HK) Limited was appointed as the scrutineer for the vote-taking at the Adjourned AGM.

By order of the Board of  
**Xiwang Special Steel Company Limited**  
**WONG Kai Hing**  
*Company Secretary*

Hong Kong, 28 June 2019

As at the date of this announcement, the Board comprises the following Directors:

*Executive Directors*

Mr. ZHANG Jian

Mr. SUN Xihu

Ms. LI Hai Xia

*Independent non-executive Directors*

Mr. LEUNG Shu Sun Sunny

Mr. LI Bangguang

Mr. YU Kou

*Non-executive Directors*

Mr. WANG Di

Mr. WANG Yong