

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this joint 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 joint announcement.

This joint announcement appears for information purposes only and does not constitute an invitation or offer to acquire, purchase or subscribe for securities of the Company, nor is it any solicitation of any vote or approval in any jurisdiction.

This joint announcement is not for release, publication or distribution in or into any jurisdiction where to do so would constitute a violation of the relevant laws of such jurisdiction.

**China Machinery Engineering
Group Corporation***

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



中国机械设备工程股份有限公司
China Machinery Engineering Corporation*

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

(Stock code: 1829)

**JOINT ANNOUNCEMENT
RESULTS OF EXERCISE OF RIGHT OF DISSENTING SHAREHOLDERS**



Financial Adviser to the Offeror

INTRODUCTION

We refer to (i) the announcement jointly issued by China Machinery Engineering Group Corporation* (the “**Offeror**”) and China Machinery Engineering Corporation (the “**Company**”) dated 13 January 2021; (ii) the announcement jointly issued by the Offeror and the Company dated 3 February 2021 in relation to the extension of time for despatch of the composite document; (iii) the announcements jointly issued by the Offeror and the Company dated 2 March 2021, 1 April 2021 and 30 April 2021 in relation to the monthly updates on the Merger; (iv) the announcement jointly issued by the Offeror and the Company dated 3 June 2021 in relation to the fulfilment of the Pre-Condition and further extension of the time for despatch of the composite document; (v) the composite document jointly issued by the Offeror and the Company (the “**Composite Document**”), the notice of EGM, the notice of H Shareholders’ Class Meeting, and the announcement jointly issued by the Offeror and the Company in relation to the despatch of the Composite Document, each dated 6 July 2021; (vi) the announcement jointly issued by the Offeror and the Company dated 28 July 2021 in relation to, among others, the poll results of the EGM and the H Shareholders’ Class Meeting; (vii) the announcement jointly issued by the Offeror and the Company dated 6 August 2021 in relation to, among others, the withdrawal of listing of the H Shares; and (viii) the announcement jointly issued by the Offeror and the Company dated 6 August 2021 in relation to the change of the name of the Offeror and notifications to creditors, all in relation to the Merger. Unless otherwise defined, capitalised terms used in this joint announcement shall have the same meanings as those defined in the Composite Document.

RESULTS OF EXERCISE OF RIGHT OF DISSENTING SHAREHOLDERS

The Declaration Period for exercise of the Right was from 6 August 2021 to 12 August 2021, during which no declaration for exercise of the Right was made by any Dissenting Shareholder. Therefore, the procedures after any exercise of the Right as stated in the Composite Document will not be applicable.

By order of the sole director of
**China Machinery Engineering
Group Corporation***
WANG Huifang
Sole Director

By order of the board of
**China Machinery Engineering
Corporation***
BAI Shaotong
Chairman

Beijing, China
13 August 2021

As at the date of this joint announcement, the Offeror's sole director is Ms. Wang Huifang. The sole director of the Offeror accepts full responsibility for the accuracy of the information contained in this joint announcement (other than in relation to the Company) and confirm, having made all reasonable enquiries, that to the best of her knowledge, opinions expressed in this joint announcement (other than those expressed by the Directors) have been arrived at after due and careful consideration and there are no other facts not contained in this joint announcement the omission of which would make any of the statements in this joint announcement misleading.

As at the date of this joint announcement, the board of directors of SINOMACH comprises Mr. Zhang Xiaolun, Mr. Wu Yongjie, Mr. Song Xin, Mr. Shang Bing, Mr. Jiang Xin, Mr. Dong Xuebo, Mr. Sha Xianhua, Mr. Zhang Xi and Mr. Liu Zuqing. The directors of SINOMACH jointly and severally accept full responsibility for the accuracy of the information contained in this joint announcement (other than in relation to the Company) and confirm, having made all reasonable enquiries, that to the best of their knowledge, opinions expressed in this joint announcement (other than those expressed by the Directors) have been arrived at after due and careful consideration and there are no other facts not contained in this joint announcement the omission of which would make any of the statements in this joint announcement misleading.

As at the date of this joint announcement, the Board comprises Mr. FANG Yanshui and Ms. AI Wei as executive Directors, Mr. BAI Shaotong, Mr. MA Jian and Mr. ZHANG Zhiyu as non-executive Directors, and Mr. LIU Li, Ms. LIU Hongyu, Mr. FANG Yongzhong and Mr. WU Tak Lung as independent non-executive Directors. The Directors jointly and severally accept full responsibility for the accuracy of the information contained in this joint announcement (other than in relation to the Offeror and SINOMACH) and confirm, having made all reasonable enquiries, that to the best of their knowledge, opinions expressed in this joint announcement (other than those expressed by the sole director of the Offeror and the directors of SINOMACH) have been arrived at after due and careful consideration and there are no other facts not contained in this joint announcement the omission of which would make any of the statements in this joint announcement misleading.

* For identification purposes only