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ZOOMLION 中 聯 重 科

Zoomlion Heavy Industry Science and Technology Co., Ltd.*

中聯重科股份有限公司

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

(Stock Code: 1157)

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**POLL RESULTS OF ANNUAL GENERAL MEETING, H SHARE CLASS MEETING AND
A SHARE CLASS MEETING**

The board (the “**Board**”) of directors (the “**Directors**”) of Zoomlion Heavy Industry Science and Technology Co., Ltd.* (the “**Company**”) is pleased to announce that the Company’s annual general meeting (the “**AGM**”), class meeting for holders of H shares in the Company (the “**H Share Class Meeting**”) and class meeting for holders of A shares in the Company (the “**A Share Class Meeting**”), together with the AGM and the H Share Class Meeting, the “**Meetings**”) were held on Thursday, 29 June 2023 at Multi-function Conference Room, Company Office Building, No. 361, Yin Pen South Road, Changsha City, Hunan Province, the People’s Republic of China.

For details of the resolutions considered at the Meetings, please refer to the Company’s notices of the AGM (the “**AGM Notice**”) and the H Share Class Meeting (the “**Class Meeting Notice**”) each dated 25 May 2023, circular dated 25 May 2023 (the “**Circular**”), supplemental notice of the AGM dated 6 June 2023 (“**Supplemental AGM Notice**”, together with the AGM Notice, the “**AGM Notices**”), supplemental circular dated 6 June 2023 (together with the Circular, the “**Circulars**”) and announcement dated 16 June 2023 (the “**Withdrawal Announcement**”). Unless otherwise specified, capitalised terms used below in this announcement have the same meanings as those defined in the Circulars.

As at the date of this announcement, the total number of issued Shares is 8,677,992,236 Shares, comprising 1,581,964,548 H Shares and 7,096,027,688 A Shares. Dr. Zhan, Mr. He, Mr. Zhao John Huan, Mr. Zhao Songzheng, Mr. Lai Kin Keung, Ms. Liu Guiliang and Mr. Yang Changbo attended all of the Meetings.

Poll results for the resolutions proposed at the AGM

At the AGM, the proposed resolutions set out in the AGM Notices were voted by poll. The poll results in respect of such resolutions are as follows:

Ordinary resolutions		Number of valid votes (%)		
		For	Against	Abstained
1.	To consider and approve the report of the Board for the year 2022.	3,300,736,937 (99.757932%)	6,714,900 (0.202944%)	1,294,506 (0.039124%)
As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.				
2.	To consider and approve the report of the Supervisory Board for the year 2022.	3,300,736,937 (99.757932%)	6,714,900 (0.202944%)	1,294,506 (0.039124%)
As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.				
3.	To consider and approve the report of the Company's settlement accounts for the year 2022.	3,300,736,937 (99.757932%)	6,706,900 (0.202702%)	1,302,506 (0.039366%)
As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.				
4.	To consider and approve the full text and the summary of the A Shares annual report for the year 2022.	3,300,736,937 (99.757932%)	6,706,900 (0.202702%)	1,302,506 (0.039366%)
As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.				
5.	To consider and approve the H Shares annual report for the year 2022.	3,300,720,937 (99.757449%)	6,706,900 (0.202702%)	1,318,506 (0.039849%)
As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.				
6.	To consider and approve the Company's profit distribution plan for the year 2022, and to approve the declaration and distribution of a final dividend in the amount of RMB0.32 per share (inclusive of tax).	3,307,828,643 (99.972264%)	909,700 (0.027494%)	8,000 (0.000242%)
As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.				
7.	To consider and approve the reappointment of the Company's auditors for the year 2023.			
	(1) To consider and approve the reappointment of KPMG Huazhen Certified Public Accountants (Special General Partnership) as the Company's domestic auditor and internal control auditor for the year ending 31 December 2023.	3,213,865,777 (97.132432%)	20,437,954 (0.617695%)	74,442,612 (2.249874%)
As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.				

Ordinary resolutions		Number of valid votes (%)		
		For	Against	Abstained
(2)	To consider and approve the reappointment of KPMG as the Company's international auditors for the year ending 31 December 2023.	3,213,865,777 (97.132432%)	20,437,954 (0.617695%)	74,442,612 (2.249874%)
As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.				
(3)	To authorise the audit committee of the Board to determine the principles of fixing the respective remunerations of the Company's domestic and international auditors and to authorise the Company's management to determine the actual remuneration payable to the Company's domestic and international auditors based on the agreed principles.	3,219,462,136 (97.301570%)	14,813,495 (0.447707%)	74,470,712 (2.250723%)
As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.				
8.	To consider and approve the application by the Company to relevant financial institutions for general credit facilities and financing with a total credit limit up to RMB150 billion and to authorise the chairman of the Board to execute on behalf of the Company the facility contracts and other relevant finance documents with relevant financial institutions, and to allocate the credit limit available to the Company to its subsidiaries for their respective uses within the effective term.	3,307,832,943 (99.972394%)	905,300 (0.027361%)	8,100 (0.000245%)
As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.				
9.	To consider and approve Zoomlion Industrial Vehicles to engage in business with its distributors supported by financial institutions through banker's acceptance secured by goods and to provide external guarantees with a limit of up to RMB30 million for a maximum term of six months, and to authorise the management of Zoomlion Industrial Vehicles to execute on behalf of Zoomlion Industrial Vehicles the relevant cooperation agreements in respect of such business.	3,307,832,943 (99.972394%)	905,300 (0.027361%)	8,100 (0.000245%)
As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.				

Ordinary resolutions		Number of valid votes (%)		
		For	Against	Abstained
10.	To consider and approve Zoomlion Agricultural Machinery to engage in financial business with relevant financial institutions and downstream customers and to provide external guarantees with a limit of up to RMB800 million, and to authorise the management of Zoomlion Agricultural Machinery to execute on behalf of Zoomlion Agricultural Machinery the relevant cooperation agreements in respect of such business.	3,307,832,943 (99.972394%)	913,300 (0.027603%)	100 (0.000003%)
As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.				
11.	To consider and approve the provision of guarantees up to a maximum aggregate amount of RMB20.9 billion by the Company in favour of 43 subsidiaries, and to authorise the Board or any person authorised by the Board to adjust the available guarantee amount between the guaranteed parties.	2,725,406,078 (82.369750%)	578,313,048 (17.478313%)	5,027,217 (0.151937%)
As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.				
12.	To consider and approve the carrying out of low risk investments and financial management by the Company up to a maximum amount of RMB12 billion, and to authorise the chairman of the Board to make all investment decisions (subject to the aforesaid limit) and to execute relevant contracts and agreements.	2,988,321,737 (90.315830%)	316,497,906 (9.565493%)	3,926,700 (0.118676%)
As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.				
13.	To consider and approve the Company's investment in financial derivatives with a principal amount of not more than RMB9 billion, and to authorise the chairman of the Board and his authorised persons to make all investment decisions (subject to the aforesaid limit) and to execute relevant contracts and agreements.	3,274,802,888 (98.974129%)	33,943,455 (1.025871%)	0 (0.000000%)
As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.				
14.	To consider and approve the authorisation to Hunan Zhicheng Financing and Guarantee Co., Ltd.*, a subsidiary of the Company, to engage in the financing guarantee business up to a maximum outstanding balance of RMB1 billion.	3,306,732,427 (99.939134%)	913,300 (0.027603%)	1,100,616 (0.033264%)
As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.				

Ordinary resolutions		Number of valid votes (%)		
		For	Against	Abstained
15.	To consider and approve the authorisation to Zoomlion Aerial Machinery to provide external guarantees with a limit of up to RMB5 billion for customers for the purpose of financial business, and to authorise the management of Zoomlion Aerial Machinery to execute on behalf of Zoomlion Aerial Machinery the relevant cooperation agreements in respect of such business.	3,306,726,627 (99.938958%)	919,200 (0.027781%)	1,100,516 (0.033261%)
As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.				
16.	To consider and approve the application by Zoomlion Aerial Machinery to relevant financial institutions for general credit facilities and financing with a total credit limit up to RMB20 billion and to authorise the chairman of Zoomlion Aerial Machinery to execute on behalf of Zoomlion Aerial Machinery the facility contracts and other relevant finance documents with relevant financial institutions.	3,307,832,943 (99.972394%)	913,400 (0.027606%)	0 (0.000000%)
As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.				
17.	To consider and approve the authorisation to Zoomlion Aerial Machinery to provide external guarantees with a limit of up to RMB1 billion for equipment leasing customers, and to authorise the management of Zoomlion Aerial Machinery to execute on behalf of Zoomlion Aerial Machinery the relevant cooperation agreements in respect of such business.	3,306,732,427 (99.939134%)	2,013,916 (0.060866%)	0 (0.000000%)
As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.				

Special resolutions		Number of valid votes (%)		
		For	Against	Abstained
18.	To consider and approve the continuing development by the Company of its mortgage-funded, finance leasing and buyer's credit businesses and to provide buy-back guarantees of up to a maximum amount of RMB47 billion.	3,178,295,794 (96.057403%)	130,450,549 (3.942597%)	0 (0.000000%)
As more than two-thirds of the votes were cast in favour of this resolution, the resolution was duly passed as a special resolution.				
19.	To consider and approve the authorisation to the chairman of the Board or his authorised persons to determine, at his sole discretion, matters in connection with (a) the registration of debt financing instrument under the registration for the "centralised registration for issue of DFI of NAFMII" and (b) the issue of debt securities under the above DFI within the limit approved by the NAFMII.^	2,981,780,167 (90.118125%)	323,039,576 (9.763202%)	3,926,600 (0.118673%)
As more than two-thirds of the votes were cast in favour of this resolution, the resolution was duly passed as a special resolution.				
20.	To consider and approve the authorisation to the chairman of the Board or his authorised persons to deal with, at his sole discretion, matters in connection with the issue of super short-term commercial paper of not more than RMB12 billion in aggregate.^	3,307,833,043 (99.972397%)	913,300 (0.027603%)	0 (0.000000%)
As more than two-thirds of the votes were cast in favour of this resolution, the resolution was duly passed as a special resolution.				
21.	To consider and approve the authorisation to the chairman of the Board or his authorised persons to determine and deal with, at his sole discretion, matters in connection with the issue by the Company of medium-term notes with a principal amount of not more than RMB5 billion in aggregate.^	3,307,833,043 (99.972397%)	905,300 (0.027361%)	8,000 (0.000242%)
As more than two-thirds of the votes were cast in favour of this resolution, the resolution was duly passed as a special resolution.				
22.	To grant a general mandate to the Directors to repurchase H Shares not exceeding 10% of the number of issued H Shares as at the date of passing of this resolution.^	3,307,833,043 (99.972397%)	905,300 (0.027361%)	8,000 (0.000242%)
As more than two-thirds of the votes were cast in favour of this resolution, the resolution was duly passed as a special resolution.				

Ordinary resolutions (By way of cumulative voting)		Number of valid votes	(%)
23.	(1) To consider and approve the appointment of Dr. Zhan as an executive Director for a term until the expiration of the seventh session of the Board.	3,158,035,876	95.445089%
As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.			
	(2) To consider and approve the appointment of Mr. He as a non-executive Director for a term until the expiration of the seventh session of the Board.	3,144,340,743	95.031182%
As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.			
24.	(1) To consider and approve the appointment of Mr. CH Zhang as an independent non-executive Director for a term until the expiration of the seventh session of the Board.	3,307,831,292	99.972344%
As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.			
	(2) To consider and approve the appointment of Mr. Huang as an independent non-executive Director for a term until the expiration of the seventh session of the Board.	3,307,831,293	99.972345%
As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.			
	(3) To consider and approve the appointment of Mr. Wu as an independent non-executive Director for a term until the expiration of the seventh session of the Board.	3,307,564,896	99.964293%
As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.			
	(4) To consider and approve the appointment of Ms. Huang as an independent non-executive Director for a term until the expiration of the seventh session of the Board.	3,306,995,849	99.947095%
As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.			

Ordinary resolutions (By way of cumulative voting)		Number of valid votes	(%)
25.	(1) To consider and approve the appointment of Ms. Yan as a Supervisor for a term until the expiration of the seventh session of the Supervisory Board.	3,178,807,755	96.072876%
As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.			
	(2) To consider and approve the appointment of Mr. Xiong as a Supervisor for a term until the expiration of the seventh session of the Supervisory Board.	3,307,574,247	99.964576%
As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.			

^ *Full text of this resolution is set out in the AGM Notice*

As at the date of this announcement, Dr. Zhan was interested in 16,179,076 Shares and Mr. Xiong was interested in 2,991,051 Shares. Each of them was interested in the resolution approving his appointment to the Board or the Supervisory Board (as applicable) and abstained from voting. As such, the total number of Shares entitling the holders to attend and vote on (i) ordinary resolution numbered 23(1) was 8,661,813,160 Shares; (ii) ordinary resolution numbered 25(2) was 8,675,001,185 Shares; and (iii) the other resolutions proposed at the AGM was 8,677,992,236 Shares.

Save as disclosed, (i) there were no Shares entitling the holders to attend and abstain from voting in favour at the AGM pursuant to Rule 13.40 of the Hong Kong Listing Rules; (ii) no Shareholder was required under the Hong Kong Listing Rules to abstain from voting at the AGM; and (iii) no parties had stated their intention in the Circulars to vote against any of the resolutions proposed at the AGM or to abstain from voting.

Shareholders and authorised proxies holding an aggregate of 3,308,746,343 Shares were present at the AGM. The holding of the AGM was in compliance with the requirements of the Company Law and the Articles. The AGM was chaired by Dr. Zhan, chairman of the Board. In compliance with the requirements of the Hong Kong Listing Rules, Computershare Hong Kong Investor Services Limited, the Company's H share registrar, acted as scrutineer for the vote-taking at the AGM.

As disclosed in the Withdrawal Announcement, ordinary resolution numbered 23(3) set out in the Supplemental AGM Notice has been withdrawn and was not put forward for voting at the AGM.

Poll results for the resolution proposed at the H Share Class Meeting

At the H Share Class Meeting, the proposed resolution set out in the Class Meeting Notice was voted by poll. The poll results in respect of such resolution are as follows:

Special resolution		Number of valid votes (%)		
		For	Against	Abstained
1.	To grant a general mandate to the Directors to repurchase H Shares not exceeding 10% of the number of issued H Shares as at the date of passing of this resolution. [^]	463,095,926 (99.998273)	8,000 (0.001727)	0 (0.000000)
As more than two-thirds of the votes were cast in favour of this resolution, the resolution was duly passed as a special resolution.				

[^] Full text of this resolution is set out in the Class Meeting Notice

The total number of H Shares entitling the holders to attend and vote on the resolution proposed at the H Share Class Meeting was 1,581,964,548 H Shares. There were no H Shares entitling the holders to attend and abstain from voting in favour at the H Share Class Meeting pursuant to Rule 13.40 of the Hong Kong Listing Rules and no holder of H Shares was required under the Hong Kong Listing Rules to abstain from voting at the H Share Class Meeting. No parties had stated their intention in the Circular to vote against the resolution proposed at the H Share Class Meeting or to abstain from voting.

Shareholders and authorised proxies holding an aggregate of 463,103,926 H Shares were present at the H Share Class Meeting. The holding of the H Share Class Meeting was in compliance with the requirements of the Company Law and the Articles. The H Share Class Meeting was chaired by Dr. Zhan, chairman of the Board. In compliance with the requirements of the Hong Kong Listing Rules, Computershare Hong Kong Investor Services Limited, the Company's H share registrar, acted as scrutineer for the vote-taking at the H Share Class Meeting.

Poll results for the resolution proposed at the A Share Class Meeting

At the A Share Class Meeting, the proposed resolution set out in the Class Meeting Notice was voted by poll. The poll results in respect of such resolution are as follows:

Special resolution		Number of valid votes (%)		
		For	Against	Abstained
1.	To grant a general mandate to the Directors to repurchase H Shares not exceeding 10% of the number of issued H Shares as at the date of passing of this resolution. [^]	2,653,791,695 (99.965898%)	905,300 (0.034102%)	0 (0.000000%)
As more than two-thirds of the votes were cast in favour of this resolution, the resolution was duly passed as a special resolution.				

[^] Full text of this resolution is set out in the Class Meeting Notice

The total number of A Shares entitling the holders to attend and vote on the resolution proposed at the A Share Class Meeting was 7,096,027,688 A Shares. There were no A Shares entitling the holders to attend and abstain from voting in favour at the A Share Class Meeting pursuant to Rule 13.40 of the Hong Kong Listing Rules and no holder of A Shares was required under the Hong Kong Listing Rules to abstain from voting at the A Share Class Meeting. No parties had stated their intention in the Circular to vote against the resolution proposed at the A Share Class Meeting or to abstain from voting.

Shareholders and authorised proxies holding an aggregate of 2,654,696,995 A Shares were present at the A Share Class Meeting. The holding of the A Share Class Meeting was in compliance with the requirements of the Company Law and the Articles. The A Share Class Meeting was chaired by Dr. Zhan, the chairman of the Board. In compliance with the requirements of the Hong Kong Listing Rules, Computershare Hong Kong Investor Services Limited, the Company's H share registrar, acted as scrutineer for the vote-taking at the A Share Class Meeting.

DIVIDEND

As ordinary resolution numbered 6 was duly passed the Shareholders at the AGM, the Company will distribute a final dividend of RMB0.32 (inclusive of tax) per Share. Such dividend payable to the holders of H Shares will be paid in Hong Kong dollars (“HKD” or “HK\$”) by the Company and the relevant exchange rate between RMB and HKD shall be calculated with reference to the average middle exchange rates of HKD as announced by The People's Bank of China for the five business days prior to the date of AGM (RMB0.9190 equivalent to HKD1.00). Based on this exchange rate, the final dividend payment per H Share in HKD is HK\$0.3482. The final dividend is expected to be paid by Friday, 21 July 2023 to the holders of H Shares whose names appear on the Company's H share register of members at the close of business on Monday, 10 July 2023. According to the Law on Corporate Income Tax of the PRC and its implementing rules which came into effect on 1 January 2008 and other relevant rules, the Company is required to withhold 10% corporate income tax before distributing dividend to non-resident enterprise Shareholders which appear on its H share register of members. Any Shares registered in the name of non-individual Shareholders, including HKSCC Nominees, other nominees, trustees or other groups and organisations, will be treated as being held by non-resident enterprise Shareholders and therefore subject to the withholding of corporate income tax. Cash dividend payable to non-resident enterprise holders of H Shares after the deduction of the said corporate income tax is RMB0.288 per Share (for reference only).

Pursuant to the Notice on Tax Policies for Shenzhen-Hong Kong Stock Connect Pilot Program (Cai Shui [2016] No. 127), for domestic individual Shareholders who invest in H Shares through Shenzhen-Hong Kong Stock Connect (such H Shares being registered in the name of HKSCC Nominees and held by CSDC as nominee Shareholder), the Company will withhold and pay individual income tax at the rate of 20% on their behalf in the distribution of the final dividend. For domestic Shareholders which are securities investment funds investing in H Shares through Shenzhen-Hong Kong Stock Connect (such H Shares being registered in the name of HKSCC Nominees and held by CSDC as nominee Shareholder), the Company will withhold and pay individual income tax at the rate of 20% on their behalf in the distribution of the final dividend. For domestic enterprise Shareholders which invest in H Shares through Shenzhen-Hong Kong Stock Connect (such H Shares being registered in the name of HKSCC Nominees and held by CSDC as nominee Shareholder), the Company will not withhold or pay enterprise income tax on their behalf in the distribution of the final dividend, and the domestic enterprise Shareholders shall report and pay the relevant taxes payable themselves. Any dividend received in respect of H Shares which have been continuously held by a domestic enterprise Shareholder for 12 months shall be exempted from enterprise income tax.

The Company assumes no responsibility and will not entertain any claims arising from any delay in, or inaccurate determination of, the status of the Shareholders or any dispute over the mechanism of withholding. Shareholders are recommended to consult their taxation advisers regarding their holding and disposal of H Shares for the PRC, Hong Kong and other tax effects involved.

The Company will appoint Bank of China (Hong Kong) Trustees Ltd. as payment agent in Hong Kong who will pay the final dividend net of the applicable tax to the holders of H Shares by Friday, 21 July 2023. Relevant cheques will be despatched on or before that day to holders of H Shares entitled to receive the final dividend by ordinary post and at their own risk.

APPOINTMENT OF DIRECTORS

As ordinary resolutions numbered 23(1) through 24(4) were each duly passed by the Shareholders at the AGM, with effect from the conclusion of the AGM:

1. Dr. Zhan has been re-elected as executive Director;
2. Mr. He has been re-elected as non-executive Director; and
3. each of Mr. CH Zhang, Mr. Huang, Mr. Wu and Ms. Huang has been appointed as an independent non-executive Director.

Please refer to the Supplemental Circular for details of their biographies and other information that is required to be disclosed under Rule 13.51(2) of the Hong Kong Listing Rules.

APPOINTMENT OF SUPERVISORS

As ordinary resolutions numbered 25(1) and (2) were each duly passed by the Shareholders at the AGM, each of Ms. Yan and Mr. Xiong has been appointed as a Supervisor with effect from the conclusion of the AGM.

Please refer to the Supplemental Circular for details of their biographies and other information that is required to be disclosed under Rule 13.51(2) of the Hong Kong Listing Rules.

The Board is also pleased to announce that with effect from the conclusion of the AGM, Mr. Liu Xiaoping (“**Mr. Liu**”) has been re-elected as employee representative Supervisor in accordance with the Company Law. Please refer to the Company’s 2022 annual report for details of Mr. Liu’s biography.

As at the date of this announcement, Mr. Liu was interested in 326,840 Shares. Mr. Liu’s appointment as a Supervisor will be for a term of three years until the expiration of the seventh session of the Supervisory Board, in accordance with the Company Law and the Articles. He will not be entitled to any emolument from the Company with respect to his office as Supervisor.

Save as disclosed, Mr. Liu (i) have not held any directorship in any public company the securities of which are listed on any securities market in Hong Kong or overseas during the last three years preceding the date of this announcement, or any other major appointment and/or professional qualification; (ii) have no relationship with any Director, Supervisor, senior management of the Company or substantial or controlling Shareholder; and (iii) have no other interest in Shares within the meaning of Part XV of the SFO. Save as disclosed, there is no other information that is required to be disclosed pursuant to Rule 13.51(2) of the Hong Kong Listing Rules and there

are no other matters that need to be brought to the attention of the Shareholders in relation to Mr. Liu's appointment.

CHANGE IN COMPOSITION OF BOARD COMMITTEES

With effect from the conclusion of the AGM, the following Directors will take up membership in Board committees:

1. Audit committee. Ms. Huang has been appointed as chairperson of the Board's audit committee and Mr. Wu has been appointed as a member. Mr. He will remain as a member.
2. Nomination committee. Mr. Wu has been appointed as chairperson of the Board's nomination committee and Mr. CH Zhang has been appointed as a member. Dr. Zhan will remain as a member.
3. Remuneration and appraisal committee. Mr. CH Zhang has been appointed as chairperson of the Board's remuneration and appraisal committee and Mr. Huang has been appointed as a member. Mr. He will remain as a member.
4. Strategy and investment decision-making committee. Mr. Huang has been appointed as a member of the Board's strategy and investment decision-making committee. Dr. Zhan remains as chairperson.

PROPOSED APPOINTMENT OF NON-EXECUTIVE DIRECTOR

The Board wishes to announce that on 29 June 2023, the Company received a joint proposal from Urumqi Phoenix Equity Investment Management Limited Partnership – Maanshan Xuanyuan Cornerstone Equity Investment Partnership (Limited Partnership) and Real Smart International Company Limited (each a Shareholder) in relation to the nomination of Mr. Wang Xianping (“**Mr. Wang**”) as a non-executive Director of the seventh session of the Board.

Set out below is Mr. Wang's biography.

Mr. Wang Xianping (王賢平), aged 40, has worked at CoStone Asset Management Co., Ltd. since 2019 and is currently an executive director in its private equity department in Beijing, the PRC. He has served as general manager of Xiufeng Cornerstone (Shandong) Private Equity Fund Management Co., Ltd.* (秀峰基石(山東)私募基金管理有限公司) since August 2021 and general manager of Beijing Ocean Cornerstone Venture Investment Management Co., Ltd.* (北京海洋基石創業投資管理有限公司) since April 2022. He worked in CITIC Securities Co., Ltd. from 2008 to 2018, during which time he served as vice president of its investment banking committee, and senior vice president of CITIC M&A Fund and Goldstone Investment respectively. He worked at Galaxy Asset Management Co., Ltd. from 2018 to 2019, where he served as deputy director of research and development department.

Mr. Wang graduated with a bachelor's degree in management and law in June 2006 and a master's degree in management in June 2008 from Wuhan University in the PRC.

As at the date of this announcement, Mr. Wang had no interest in any Shares.

Subject to approval from the Shareholders in general meeting, the appointment of Mr. Wang will be for a term until the expiration of the seventh session of the Board, in accordance with the Company Law and the Articles. Mr. Wang will not be entitled to any emolument from the Company with respect to his office as non-executive Director.

Save as disclosed, Mr. Wang (i) has not held any other directorship in any public company the securities of which are listed on any securities market in the Hong Kong or overseas during the last three years preceding the date of this announcement, or any other major appointment and/or professional qualification; (ii) does not have any relationship with any Director, Supervisor or senior management of the Company or substantial or controlling Shareholder; and (iii) does not have any interest in the Shares within the meaning of Part XV of the SFO.

Save as disclosed, there is no other information that is required to be disclosed pursuant to Rule 13.51(2) of Hong Kong Listing Rules and there are no other matters that need to be brought to the attention of the Shareholders.

The Company will convene an extraordinary general meeting (“EGM”) to seek approval from the Shareholders of the proposed appointment of Mr. Wang. A circular containing, among others, details of the proposed appointment and a notice of EGM will be despatched to the Shareholders in due course.

By order of the Board
Zoomlion Heavy Industry Science and Technology Co., Ltd.*
Zhan Chunxin
Chairman

Changsha, PRC, 29 June 2023

As at the date of this announcement, the executive Director is Dr. Zhan Chunxin; the non-executive Director is Mr. He Liu; and the independent non-executive Directors are Mr. Zhang Chenghu, Mr. Guobin Huang, Mr. Wu Baohai and Ms. Huang Jun.

* *For identification purpose only*