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CIMC-TianDa Holdings Company Limited

中集天達控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 445)

POLL RESULTS OF EXTRAORDINARY GENERAL MEETINGS HELD ON 11 DECEMBER 2019

THE FIRST EGM

The Board is pleased to announce that at the First EGM held on Wednesday, 11 December 2019, an ordinary resolution as set out in the First Notice was duly passed by the Shareholders by way of poll.

THE SECOND EGM

The Board is also pleased to announce that at the Second EGM held on Wednesday, 11 December 2019, an ordinary resolution as set out in the Second Notice was duly passed by the Shareholders by way of poll.

References are made to (i) the circular (the “**First Circular**”) and notice (the “**First Notice**”) of the extraordinary general meeting (the “**First EGM**”) of CIMC-TianDa Holdings Company Limited (the “**Company**”) both dated 19 November 2019 in respect of, among other things, the acquisition of 60% equity interest in Albert Ziegler GmbH; and (ii) the circular (the “**Second Circular**”) and notice (the “**Second Notice**”) of the extraordinary general meeting (the “**Second EGM**”) of the Company both dated 19 November 2019 in respect of, among other things, the proposed adoption of the New Share Option Scheme. Unless otherwise defined, capitalised terms used herein shall have the same meanings as those defined in the First Circular and, where appropriate, the Second Circular.

POLL RESULTS OF THE FIRST EGM

The Board is pleased to announce that at the First EGM held on Wednesday, 11 December 2019, the proposed resolution as set out in the First Notice was duly passed by the Shareholders by way of poll.

As at the date of the First EGM, the total number of issued Shares was 15,614,366,481 Shares. As disclosed in the First Circular, as the Vendor, Sharp Vision, CIMC and their respective associates have a material interest in the Sale and Purchase Agreement, they were required to abstain and had abstained from voting on the proposed resolution at the First EGM. Accordingly, the total number of Shares entitling the Shareholders to attend and vote for or against the proposed resolution at the First EGM was 7,635,425,209.

Save as disclosed above, no Shareholder was required under the Listing Rules to abstain from voting on the resolution at the First EGM. To the best of the Directors' knowledge, information and belief, no Shareholder was entitled to attend and vote only against the proposed resolution at the First EGM as set out in Rule 13.40 of the Listing Rules. No parties have stated their intention in the First Circular to vote against or to abstain from voting on the proposed resolution at the First EGM.

The poll results of the First EGM in respect of the proposed resolution were as follows:

ORDINARY RESOLUTION	Number of votes cast (Approximate % of total number of votes cast)		Total number of votes cast
	For	Against	
To approve, confirm and ratify the Sale and Purchase Agreement and the transactions contemplated thereunder and to authorise any one director of the Company to do all such acts and things as he/she may consider necessary, appropriate, desirable or expedient to give effect to the Sale and Purchase Agreement and the transactions contemplated thereunder.	3,285,259,241 (99.99%)	415,000 (0.01%)	3,285,674,241

Note: Full text of the resolution is set out in the First Notice

As more than 50% of the votes were cast in favour of the above proposed resolution, the proposed resolution was duly passed as an ordinary resolution by the Shareholders at the First EGM.

POLL RESULTS OF THE SECOND EGM

The Board is also pleased to announce that at the Second EGM held on Wednesday, 11 December 2019, the proposed resolution as set out in the Second Notice was duly passed by the Shareholders by way of poll.

As at the date of the Second EGM, the total number of issued Shares was 15,614,366,481 Shares, which was the total number of Shares entitling the Shareholders to attend and vote for or against the proposed resolution at the Second EGM. To the best of the Directors' knowledge, information and belief, no Shareholder was entitled to attend and vote only against the proposed resolution at the Second EGM as set out in Rule 13.40 of the Listing Rules and no Shareholder was required under the Listing Rules to abstain from voting on the proposed resolution at the

Second EGM. No parties had stated their intention in the Second Circular to vote against or to abstain from voting on the proposed resolution at the Second EGM.

The poll results of the Second EGM in respect of the proposed resolution were as follows:

ORDINARY RESOLUTION	Number of votes cast (Approximate % of total number of votes cast)		Total number of votes cast
	For	Against	
To approve and adopt the New Share Option Scheme	3,272,566,441 (99.60%)	13,117,800 (0.40%)	3,285,684,241

Note: Full text of the resolution is set out in the Second Notice

As more than 50% of the votes were cast in favour of the above proposed resolution, the proposed resolution was duly passed as an ordinary resolution by the Shareholders at the Second EGM.

The Hong Kong branch share registrar and transfer office of the Company, Computershare Hong Kong Investor Services Limited, was appointed as the scrutineer at the First EGM and the Second EGM for the purpose of vote-taking.

By order of the Board
CIMC-TianDa Holdings Company Limited
Li Ching Wah
Company Secretary

Hong Kong, 11 December 2019

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

<i>Dr. Li Yin Hui</i>	<i>Chairman and Non-executive Director</i>
<i>Mr. Jiang Xiong</i>	<i>Honorary Chairman and Executive Director</i>
<i>Mr. Zheng Zu Hua</i>	<i>Executive Director</i>
<i>Mr. Luan You Jun</i>	<i>Executive Director</i>
<i>Mr. Yu Yu Qun</i>	<i>Non-executive Director</i>
<i>Mr. Robert Johnson</i>	<i>Non-executive Director</i>
<i>Dr. Loke Yu</i>	<i>Independent non-executive Director</i>
<i>Mr. Heng Ja Wei</i>	<i>Independent non-executive Director</i>
<i>Mr. Ho Man</i>	<i>Independent non-executive Director</i>