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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 THE EXTRAORDINARY GENERAL MEETING HELD ON 5 DECEMBER 2018

The Board is pleased to announce that all proposed resolutions as set out in the notice of EGM dated 15 November 2018 were duly passed by the Independent Shareholders by way of poll at the EGM held on 5 December 2018.

References are made to (i) the announcement of the Company on 20 September 2018 (the “**Announcement**”) and (ii) the circular of the Company dated 15 November 2018 (the “**Circular**”) in relation to, among other matters, the Continuing Connected Transactions and the notice of the EGM dated 15 November 2018 (“**Notice**”). Unless the context otherwise requires, capitalised terms used in this announcement shall have the same meanings as those defined in the Circular.

POLL RESULTS OF THE EGM

The Board is pleased to announce that all proposed resolutions (the “**Resolutions**”) as set out in the Notice were duly passed by the Independent Shareholders by way of poll at the EGM held on 5 December 2018.

As at the date of the EGM, there were a total of 14,471,904,470 Shares in issue. CIMC were interested in 7,388,043,709 Shares, representing approximately 51.1% of the existing issued share capital of the Company. As stated in the Circular, as CIMC and its associates had a material interest in the Continuing Connected Transactions Agreements and the transactions contemplated thereunder, they were required

to abstain and had abstained from voting on the Resolutions at the EGM. Accordingly, the total number of Shares entitling the holders to attend and vote for or against the Resolutions proposed at the EGM as set out below was 7,083,860,761 Shares.

Save as disclosed above, no Shareholder was required under the Listing Rules to abstain from voting on the Resolutions at the EGM. There were no Shares entitling the Shareholders to attend and abstain from voting in favour of the Resolutions pursuant to Rule 13.40 of the Listing Rules.

Computershare Hong Kong Investor Services Limited, the branch share registrar of the Company in Hong Kong, was appointed the scrutineer for the purpose of the vote-taking at the EGM. The voting results in respect of the Resolutions are as follows:

Ordinary Resolutions		Number of votes cast and percentage of total number of votes cast		Total number of vote cast
		For	Against	
1.	To approve the Master Sourcing Agreement and the transactions contemplated thereunder, and the annual caps in relation to the Master Sourcing Agreement for each of the three years ending 31 December 2020.	3,273,779,668 (100%)	-	3,273,779,668
2.	To approve the Master Transportation Service Agreement and the transactions contemplated thereunder, and the annual caps in relation to the Master Transportation Service Agreement for each of the three years ending 31 December 2020.	3,273,779,668 (100%)	-	3,273,779,668
3.	To approve the Master Installation Service Agreement and the transactions contemplated thereunder, and the annual caps in relation to the Master Installation Service Agreement for each of the three years ending 31 December 2020.	3,273,779,668 (100%)	-	3,273,779,668
4.	To approve the CIMC-Tianda Shenzhen Management Agreement and the transactions contemplated thereunder, and the annual caps in relation to the CIMC-Tianda Shenzhen Management Agreement for each of the three years ending 31 December 2020.	3,273,779,668 (100%)	-	3,273,779,668

5.	To approve the AZ Management Agreement and the transactions contemplated thereunder, and the annual caps in relation to the AZ Management Agreement for each of the three years ending 31 December 2020.	3,273,779,668 (100%)	-	3,273,779,668
6.	To approve the Master Sale and Purchase Agreement and the transactions contemplated thereunder, and the annual caps in relation to the Master Sale and Purchase Agreement for each of the three years ending 31 December 2020.	3,273,779,668 (100%)	-	3,273,779,668

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

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

Hong Kong, 5 December 2018

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

<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>