宏华集团
HONGHUA GROUP

HONGHUA GROUP LIMITED

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 196)

POLL RESULTS OF THE ANNUAL GENERAL MEETING HELD ON 27 MAY 2015

At the annual general meeting (the "AGM") of Honghua Group Limited (the "Company") held on 27 May 2015, all the proposed resolutions as set out in the notice of the AGM dated 21 April 2015 were taken by poll. The poll results are as follows:

Ordinary Resolutions		Number of Votes (%)	
		For	**Against**
1.	To receive and consider the Audited Consolidated Financial Statements and the Reports of the Directors and of the Independent Auditors for the year ended 31 December 2014.	1,431,788,612 (100%)	0 (0%)
2(i).	(a) To re-elect Zhang Mi as executive director.	1,402,918,075 (97.983603%)	28,870,537 (2.016397%)
	(b) To re-elect Siegfried Meissner as non-executive director.	1,361,614,423 (95.098844%)	70,174,189 (4.901156%)
	(c) To re-elect Shi Xingquan as independent non-executive director.	1,431,784,611 (99.999721%)	4,001 (0.000279%)
2(ii).	To authorise the Board of Directors to fix Directors' remuneration.	1,431,399,730 (99.972839%)	388,882 (0.027161%)
3.	To appoint PricewaterhouseCoopers as auditors of the Company until the conclusion of the next annual general meeting and to authorise the Board of Directors to fix their remuneration.	1,431,768,612 (99.998603%)	20,000 (0.001397%)
4.	To give a general mandate to the Directors to buy back the Company's shares not exceeding 10% of total number of shares of the Company in issue as at the date of passing of this resolution.	1,431,788,612 (100%)	0 (0%)
5.	To give a general mandate to the Directors to issue, allot and deal with additional shares of the Company not exceeding 20% of the total number of shares of the Company in issue as at the date of passing of this resolution.	1,253,171,613 (87.524904%)	178,616,999 (12.475096%)
6.	To extend the general mandate granted to the Directors to issue, allot and deal with additional shares in the capital of the Company by the number of shares bought back by the Company.	1,253,221,613 (87.528396%)	178,566,999 (12.471604%)

Notes:

(a) As a majority of the votes were cast in favour of each of the resolutions numbered 1 to 6, all resolutions were duly passed as ordinary resolutions.

(b) As at the date of the AGM, the total number of shares of the Company in issue was 3,241,056,900 shares.

(c) The total number of shares of the Company entitling the holder to attend and vote on the resolutions at the AGM was 3,241,056,900 shares.

(d) There were no shares entitling the holder to attend and abstain from voting in favour of the resolutions at the AGM as set out in rule 13.40 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "Listing Rules").

(e) No shareholder of the Company was required under the Listing Rules to abstain from voting on the resolutions at the AGM.

(f) None of the shareholders of the Company have stated their intention in the Company's circular dated 21 April 2015 to vote against or to abstain from voting on any of the resolutions at the AGM.

(g) The Company's Branch Share Registrar in Hong Kong, Computershare Hong Kong Investor Services Limited, acted as the scrutineer for the vote-taking at the AGM.

By Order of the Board
Zhang Mi
Chairman

Hong Kong, 27 May 2015

As at the date of this announcement, the directors of the Company are:

Executive Directors:
Zhang Mi
Ren Jie
Liu Zhi

Non-executive Director:
Siegfried Meissner (Popin Su as his alternate)

Independent Non-executive Directors:
Liu Xiaofeng
Qi Daqing
Chen Guoming
Shi Xingquan
Guo Yanjun