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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 1 JUNE 2021

At the annual general meeting (the "**AGM**") of Honghua Group Limited (the "**Company**") held on 1 June 2021, all the proposed resolutions as set out in the notice of the AGM dated 20 April 2021 (the "**Notice**") and the supplemental notice of the AGM dated 13 May 2021 (the "**Supplemental Notice**") 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 auditors of the Company (the "**Auditors**") for the year ended 31 December 2020.	2,243,757,160 (95.411508%)	107,905,877 (4.588492%)
2.	(i) (a) To re-elect Mr. Jin Liliang as executive Director.	2,243,687,160 (95.408531%)	107,975,877 (4.591469%)
	(b) To re-elect Mr. Zhang Mi as executive Director.	2,243,687,160 (95.408531%)	107,975,877 (4.591469%)
	(c) To re-elect Ms. Su Mei as independent non-executive Director.	2,244,903,160 (95.460239%)	106,759,877 (4.539761%)
	(d) To re-elect Mr. Poon Chiu Kwok as independent non-executive Director.	2,187,819,160 (93.032851%)	163,843,877 (6.967149%)
	(ii) To authorize the Board of Directors to fix Directors' remuneration.	2,244,903,160 (95.460239%)	106,759,877 (4.539761%)
3.	To re-appoint PricewaterhouseCoopers as Auditors for the year ending 31 December 2021 and authorise the Board of Directors to fix their remuneration.	2,245,360,160 (95.479672%)	106,302,877 (4.520328%)
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.	2,339,185,280 (99.469407%)	12,477,757 (0.530593%)
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 issued shares of the Company as at the date of passing of this resolution.	2,181,456,160 (92.762276%)	170,206,877 (7.237724%)

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 the shares bought back by the Company.	2,181,456,160 (92.762276%)	170,206,877 (7.237724%)
7.	(a) the Financial Cooperation Agreement and the transactions contemplated thereunder be and are hereby approved; (b) the proposed annual caps of the deposit services and lending and other comprehensive credit facilities services under the Financial Cooperation Agreement for the periods concerned under the Supplemental Circular be and are hereby approved; and (c) any one director be and is hereby authorised on behalf of the Company to sign, execute, perfect, deliver and do all such documents, deeds, acts, matters and things as he may in his discretion consider necessary or desirable for the purposes of or in connection with or to give effect to the Financial Cooperation Agreement and the transactions contemplated thereunder (including the proposed annual caps of the deposit services and lending and other comprehensive credit facilities services thereunder).	674,156,280 (90.481177%)	70,922,757 (9.518823%)

Notes:

(a) The description of the above resolutions is by way of summary only. Please refer to the Notice, the Supplemental Notice and the related circular for the details and full text of the resolutions.

(b) As a majority of the votes were cast in favour of each of the resolutions numbered 1 to 7, all resolutions were duly passed as ordinary resolutions.

(c) As at the date of the AGM, the total number of shares of the Company in issue was 5,355,994,900 shares. The total number of shares of the Company entitling the holder to attend and vote on the resolutions numbered 1 to 6 at the AGM was 5,355,994,900 shares. The total number of shares of the Company entitling the holder to attend and vote on the resolution numbered 7 at the AGM was 3,749,994,900 shares. 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**").

(d) Reference is made to the circular dated 20 April 2021 (the "**Circular**") and the supplemental circular dated 13 May 2021 (the "**Supplemental Circular**") issued by the Company in connection with the AGM. Unless the context requires otherwise, capitalized terms used in this announcement shall have the same meanings as those defined in the Circular and the Supplemental Circular.

As set out in the Supplemental Circular, CASIC indirectly holds 29.98% of the shares in the Company through its wholly-owned subsidiary Kehua, and therefore is a substantial shareholder and a connected person of the Company. CASIC and its subsidiaries together hold a 100% equity interest in Aerospace Science and Industry Financial Corporation, thus Aerospace Science and Industry Financial Corporation is an associate of CASIC and in turn a connected person of the Company. Therefore, CASIC and its associates (holding 1,606,000,000 shares in the Company as at the date of the AGM) have abstained from voting on the ordinary resolution numbered 7 regarding the Financial Cooperation Agreement at the AGM.

(e) Save as disclosed above, none of the shareholders of the Company were required under the Listing Rules to abstain from voting on the resolutions at the AGM, or have stated their intention in the Company's Circular or the Supplemental Circular to vote against or to abstain from voting on any of the resolutions at the AGM.

(f) 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
Jin Liliang
Chairman

Hong Kong, 1 June 2021

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

Executive Directors:
Mr. Jin Liliang
Mr. Zhang Mi
Mr. Ren Jie

Non-executive Directors:
Mr. Han Guangrong
Mr. Chen Wenle

Independent non-executive Directors:
Mr. Liu Xiaofeng
Mr. Chen Guoming
Ms. Su Mei
Mr. Poon Chiu Kwok
Mr. Chang Qing
Mr. Wei Bin