Hisense 海信科龙

HISENSE KELON ELECTRICAL HOLDINGS COMPANY LIMITED

海信科龍電器股份有限公司

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

(Stock Code: 00921)

ANNOUNCEMENT
(1) RESOLUTIONS PASSED AT THE SECOND 2012 EXTRAORDINARY GENERAL MEETING
(2) APPOINTMENT OF SUPERVISOR

RESOLUTIONS PASSED AT THE SECOND 2012 EXTRAORDINARY GENERAL MEETING

The second 2012 extraordinary general meeting (the "EGM") of Hisense Kelon Electrical Holdings Company Limited (the "Company") was held at the conference room of the Company's head office, Shunde District, Foshan City, Guangdong Province, the People's Republic of China (the "PRC") on 15 August 2012 at 9:30 a.m.. A poll was demanded by Mr. Tang Ye Guo, the chairman of the EGM, for voting on the proposed resolutions as set out in the notice of the EGM dated 28 June 2012 and the further notice of the EGM dated 25 July 2012 (together, the "Notices of EGM"). The convening of the EGM was in accordance with the company law of the PRC and the articles of association of the Company (the "Articles of Association"). All resolutions were approved by the shareholders of the Company (the "Shareholders") by way of poll.

A total of 2 shareholders or their proxies holding 681,876,768 Shares with voting rights, representing approximately 50.36% of the entire issued share capital of the Company, were present and constituted a quorum of the EGM in accordance with the Company Law of the PRC and the Articles of Association. 1 of the 2 shareholders or its proxy was holders of 612,316,909 A Shares, representing approximately 68.46% of the entire issued A Shares of the Company. 1 of the 2 shareholders or its proxy was holders of 69,559,859 H Shares, representing approximately 15.14% of the entire issued H Shares of the Company.

As at the date of the EGM, the Company's total number of issued shares was 1,354,054,750, of which 894,464,942 were A Shares and 459,589,808 were H Shares. There was no restriction on the Shareholders to cast votes on the resolutions at the EGM and there were no Shares entitling the holders to attend and vote only against the resolutions at the EGM. Furthermore, there were no Shares entitling the holders to attend the EGM and abstain from voting in favour of any resolutions as required under rule 13.40 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "Hong Kong Listing Rules") and there were no holders of Shares that are required under the Hong Kong Listing Rules to abstain from voting. Accordingly, the total number of Shares entitling the holders to attend and vote for or against the resolutions at the EGM was 1,354,054,750 Shares (representing the Company's total number of issued shares).

Crowe Horwath China Certified Public Accountants (LLP) was appointed as the scrutineer at the EGM for the purpose of vote-taking.

Terms used herein, unless otherwise defined, shall have the same meanings as provided in the Notices of EGM. Please refer to the Notices of EGM for the full wording of the resolutions set out below. The poll results in respect of the resolutions passed at the EGM were as follows:

Ordinary Resolution		**No. of Votes (%)**		
		For	**Against**	**Abstain**
1.	To consider and approve the election of Ms. Liu Jiang Yan as a shareholder representative supervisor of the eighth session of the supervisory committee of the Company and to fix the level of her remuneration.			
	Poll Result	681,804,768 99.99%	72,000 0.01%	0 0.00%
The resolution was duly passed as an ordinary resolution.				
Special Resolution		**No. of Votes (%)**		
		For	**Against**	**Abstain**
1.	To consider and approve the amendments to the relevant provisions of the Articles of Association of the Company and to authorize the board of directors to deal with the filing, change, registration and other related matters required for the amendments to the Articles of Association for and on behalf of the Company.			
	Poll Result	681,876,768 100.00%	0 0.00%	0 0.00%
The resolution was duly passed as a special resolution.				

Legal opinion of PRC lawyer

1. Name of law firm: GUANGDONG GUARDIAN LAW FIRM

2. Name of lawyer: Minjie Li, Dan Zhou

3. Summarised legal opinion: The convening of the EGM, the procedures for holding the EGM, the eligibility of the persons attending the EGM, the proposed resolutions and the voting procedures at

the EGM are in compliance with the requirements of the relevant laws and regulations and other regulatory documents in the PRC and the Articles of Association. The voting results of the EGM are lawful and valid.

Documents available for inspection

1. Resolutions passed at the EGM which have been signed and confirmed by the directors of the Company present at the meeting;

2. Legal opinion in relation to the EGM.

APPOINTMENT OF SUPERVISOR

The Board is pleased to announce that Ms. Liu Jiang Yan was appointed as a supervisor of the eighth session of the supervisory committee of the Company at the EGM. The Company will enter into supervisor's service contract with Ms. Liu regarding her term of office, remuneration and duties, etc. As disclosed in the announcement and the circular of the Company dated 28 June 2012 and pursuant to the supervisor's service contract which will be entered into between the Company and Ms. Liu, Ms. Liu will not receive from the Company any remuneration as the supervisor of the Company. The biographical details of Ms. Liu are set out in the announcement and the circular of the Company dated 28 June 2012. Save as disclosed therein, there is no other matter that needs to be disclosed pursuant to Rule 13.51(2)(a) to (v) of the Hong Kong Listing Rules nor any other matter that needs to be brought to the attention of the Shareholders.

By order of the Board of
Hisense Kelon Electrical Holdings Company Limited
Tang Ye Guo
Chairman

As at the date of this announcement, the Company's directors are Mr. Tang Ye Guo, Mr. Ren Li Ren, Ms. Yu Shu Min, Mr. Lin Lan, Mr. Xiao Jian Lin and Mr. Gan Yong He; and the Company's independent non-executive directors are Mr. Xu Xiang Yi, Mr. Wang Xin Yu and Mr. Wang Ai Guo.

Foshan City, Guangdong, the PRC, 15 August 2012