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Chongqing Machinery & Electric Co., Ltd.*
重慶機電股份有限公司

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

(Stock Code: 02722)

**POLL RESULTS OF THE EXTRAORDINARY GENERAL
MEETING HELD ON 10 APRIL 2013**

The Board of the Company hereby announces that all the proposed resolutions set out in the notice convening the EGM contained in the Circular were duly passed by the shareholders of the Company by way of poll at the EGM held on 10 April 2013.

Reference is made to the circular of Chongqing Machinery & Electric Co., Ltd.* (the “**Company**”) dated 15 March 2013 (the “**Circular**”) in connection with (i) proposed amendments to the Articles of Association; (ii) major transaction and continuing connected transactions; (iii) change of two Directors and (iv) change of three Supervisors. Terms used herein shall have the same meaning as defined in the Circular unless otherwise specified.

RESULTS OF THE EGM

As at the date of Extraordinary General Meeting (“**EGM**”) of the Company held on 10 April 2013, the registered and issued share capital of the Company is RMB3,684,640,154, which is divided into 2,584,452,684 Domestic Shares and 1,100,187,470 H Shares of RMB1.00 each.

As stated in the Circular, Parent Company and its associates, which are one of the promoters of the Company holding 52.22% interest in the Company, are connected persons of the Group. Chongqing Machinery and Electric Holding (Group) Finance Co., Ltd. is owned as to 30% by the Parent Company, the Parent Company and its associates have abstained from voting at the EGM for the resolutions no. 1, 2, 3, 4 and 5 as set out in the notice for EGM. Accordingly, the total number of Shares entitling the Shareholders to vote for or against the resolutions no. 1, 2, 3, 4 and 5 as set out in the EGM Notice either in person, by their duly authorised representatives or by proxy at the EGM was 1,760,414,965 which is divided into 660,227,495 domestic shares and 1,100,187,470 H shares. And the total number of Shares entitling the Shareholders to vote for or against the resolutions no. 6, 7, 8, 9, 10, 11, 12, 13 and 14 as set out in the EGM Notice either in person, by their duly authorised representatives or by proxy at the EGM was 3,684,640,154 which is divided into 2,584,452,684 Domestic Shares and 1,100,187,470 H Shares. The board (“**Board**”) of directors (“**Directors**”) of the Company is pleased to announce that all the resolutions set out in the EGM Notice were duly passed. All the resolutions, which were voted on by poll, were approved by the Shareholders of the Company. There was no share entitling the shareholders to attend and vote only against the resolutions at the EGM.

The Company’s H share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited, was appointed as the scrutineer for the voting taking at the EGM.

The poll results are as follows:

	ORDINARY RESOLUTIONS	Number of H Shares and Domestic Shares represented by votes casted and percentage of total number of H Shares and Domestic Shares represented by votes casted	
		FOR	AGAINST
1.	To approve the transactions in respect of the deposit services under the financial services framework agreement entered into between the Company and Chongqing Machinery and Electric Holding (Group) Finance Co., Ltd.* on 17 February 2013 (as amended by the financial services framework supplemental agreement entered into between the Company and Chongqing Machinery and Electric Holding (Group) Finance Co., Ltd.* on 13 March 2013) (the “ Group Financial Services Framework Agreement ”) and the proposed annual caps for such transactions for the year ended 31 December 2013;	738,085,495 (77.032174%)	220,066,732 (22.967826%)
2.	To approve the transactions in respect of the loan services under the financial services framework agreement entered into between the Company and Chongqing Machinery and Electric Holding (Group) Finance Co., Ltd.* on 17 February 2013 (as amended by the financial services framework supplemental agreement entered into between the Company and Chongqing Machinery and Electric Holding (Group) Finance Co., Ltd.* on 13 March 2013) (the “ Group Financial Services Framework Agreement ”) and the proposed annual caps for such transactions for the year ended 31 December 2013;	804,870,495 (84.002361%)	153,281,732 (15.997639%)

	ORDINARY RESOLUTIONS	Number of H Shares and Domestic Shares represented by votes casted and percentage of total number of H Shares and Domestic Shares represented by votes casted	
		FOR	AGAINST
3.	To approve the transactions in respect of the loan services under the financial services framework agreement entered into between Chongqing Machinery and Electric Holding (Group) Finance Co., Ltd.* and Chongqing Machinery and Electronic Holding (Group) Co., Ltd.* on 17 February 2013 (as amended by the financial services framework supplemental agreement entered into between Chongqing Machinery and Electric Holding (Group) Finance Co., Ltd.* and Chongqing Machinery and Electronic Holding (Group) Co., Ltd.* on 13 March 2013) (the “ Parent Group Financial Services Framework Agreement ”) and the proposed annual caps for such transactions for the year ended 31 December 2013;	804,870,495 (84.002361%)	153,281,732 (15.997639%)
4.	To approve the transactions in respect of the guarantee services under the financial services framework agreement entered into between Chongqing Machinery and Electric Holding (Group) Finance Co., Ltd.* and Chongqing Machinery and Electronic Holding (Group) Co., Ltd.* on 17 February 2013 (as amended by the financial services framework supplemental agreement entered into between Chongqing Machinery and Electric Holding (Group) Finance Co., Ltd.* and Chongqing Machinery and Electronic Holding (Group) Co., Ltd.* on 13 March 2013) (the “ Parent Group Financial Services Framework Agreement ”) and the proposed annual caps for such transactions for the year ended 31 December 2013;	804,870,495 (84.002361%)	153,281,732 (15.997639%)

	ORDINARY RESOLUTIONS	Number of H Shares and Domestic Shares represented by votes casted and percentage of total number of H Shares and Domestic Shares represented by votes casted	
		FOR	AGAINST
5.	To authorize the directors of the Company to do all such further acts and things and execute all such further documents and take all such steps which, in their absolute discretion, to implement and/or give effect to the matters contemplated under the abovementioned resolutions;	738,085,495 (77.032174%)	220,066,732 (22.967826%)
6.	To approve resignation of Mr. Liao Shaohua as an executive Director;	2,882,377,416 (100%)	0 (0%)
7.	To approve the appointment of Mr. Ren Yong as an executive Director and his remuneration to be determined in accordance with the remuneration programs as approved at the 2009 annual general meeting;	2,882,377,416 (100%)	0 (0%)
8.	To approve the resignation of Mr. Liu Liangcai as a non-executive Director;	2,882,377,416 (100%)	0 (0%)
9.	To approve the appointment of Mr. Deng Yong as a non-executive Director and his remuneration to be determined in accordance with the remuneration programs as approved at the 2009 annual general meeting;	2,882,377,416 (100%)	0 (0%)
10.	To approve resignation of Mr. Duan Rongsheng as a Supervisor;	2,882,377,416 (100%)	0 (0%)
11.	To approve the appointment of Mr. Yang Mingquan as a Supervisor and his remuneration to be determined in accordance with the remuneration programs as approved at the 2009 annual general meeting;	2,879,275,416 (99.892381%)	3,102,000 (0.107619%)

	ORDINARY RESOLUTIONS	Number of H Shares and Domestic Shares represented by votes casted and percentage of total number of H Shares and Domestic Shares represented by votes casted	
		FOR	AGAINST
12.	To approve the resignation of Mr. Zhang Xinzhi as a Supervisor;	2,882,377,416 (100%)	0 (0%)
13.	To approve the appointment of Mr. Wang Pengcheng as a Supervisor and his remuneration to be determined in accordance with the remuneration programs as approved at the 2009 annual general meeting;	2,882,377,416 (100%)	0 (0%)

As more than 1/2 of the votes were cast in favour of the above resolutions, the resolutions were duly passed as ordinary resolutions.

	SPECIAL RESOLUTION	Number of H Shares and Domestic Shares represented by votes casted and percentage of total number of H Shares and Domestic Shares represented by votes casted	
		FOR	AGAINST
14.	The proposal by the board of directors of the Company (the “ Board ”) to amend the Articles of the Company in the manner as set out in the announcement of the Company dated 17 February 2013 to the shareholders of the Company, be and is hereby approved, and the Board be and is hereby authorised to do all such things as necessary in respect of the amendments to the Articles pursuant to the requirements (if any) under domestic or overseas laws and under the rules of any stock exchange on which securities of the Company are listed.	2,882,377,416 (100%)	0 (0%)

As more than 2/3 of the votes were cast in favour of this resolution, this resolution was duly passed as special resolution.

The appointment of Mr. Ren Rong and Mr. Deng Yong as an executive Director and non-executive Director respectively has been approved at the EGM. Mr. Ren Yong and Mr. Deng Yong are entitled to a Director's emolument and their remuneration will be determined by the Board with reference to remuneration standards for Directors as approved at the 2009 annual general meeting.

The biographical details of Mr. Ren Yong and Mr. Deng Yong are as follows:

Mr. Ren Yong, aged 55, is a Vice General Manager of the Company. He joined the Parent Group in February 1982 and the Group in March 2005. He has been a director of the Parent Company since November 2004. He has been the chairman and party committee secretary of Chongqing Heavy Vehicle Group Co., Ltd. since July 2005, and served as the chairman of Chongqing CAFF Automotive Braking & Steering System Co., Ltd. from March 2005 to December 2011. Mr. Ren has been a director and vice chairman of SAIC-IVECO HONGYAN Commercial Vehicle Co., Ltd. (上汽依維柯紅岩商用車有限公司) since June 2006, a director of Chongqing Machinery and Electric Holding (Group) Forging Co., Ltd. (重慶機電控股集團鑄造有限公司) (a wholly-owned subsidiary of the Parent Company) since November 2010, and concurrently served as a director of Chongqing Cummins Engine Co., Ltd. (a 50% owned joint venture of the Company) since January 2011, a director of Chongqing Power Transformer Co., Ltd. (重慶變壓器有限責任公司) (a 65.69% owned associated company of the Company, and the Company has minority voting rights in its board of directors) since October 2011, a director of Chongqing Pigeon Electric Wire & Cable Co., Ltd. (a 74% owned subsidiary of the Company) since December 2011, a director of Chongqing ABB Transformers Co. Ltd. since March 2012 as well as the chairman of Chongqing Power Transformer Co., Ltd. (重慶變壓器有限責任公司) (a 65.69% owned associated company of the Company, and the Company has minority voting rights in its board of directors) since August 2012. Mr. Ren Yong has over 20 years of management experience in the automobile industry. From March 2003 to July 2005, he was the general manager, deputy secretary of party committee, director of Chongqing Heavy the Vehicle Group Co., Ltd. From January 2003 to July 2005, he was the party committee secretary and director of Chongqing Hongyan Motor Co., Ltd. He was the chairman of Chongqing Heavy Vehicle Group Special Purpose Vehicle Co., Ltd. in June 2004. From December 2000 to March 2003, he served as deputy general manager and deputy secretary of party committee of Chongqing Heavy Vehicle Group Co., Ltd. From February 1982 to November 1998,

he was the deputy manager, head of the assembly division, director of manager office of a branch company of Sichuan Truck Plant. From November 1998 to December 2000, he was the deputy manager of such plant in charge of human resources, salary, education and security, etc. Mr. Ren Yong is a senior engineer who graduated from the Taiyuan Heavy Machinery Institute with a bachelor's degree in equipment and process in February 1982. From September 2002 to July 2008, he studied in the Chongqing University for a master's degree in Business and Administration.

Mr. Deng Yong, aged 52, is the chief financial officer of Chongqing Yufu Assets Management Co., Ltd.. Mr. Deng Yong has over 20 years of experience in the financial industry. He served as an assistant president and general manager of the planning and financial department of the Southwest Securities Co., Ltd. (600369.SH) from August 2008 to April 2012, assistant general manager and manager of the financial department of Chongqing Yufu Assets Management Co., Ltd. from March 2004 to August 2008, deputy general manager of the Linjiang Road and Jiulongpo Divisions of China Galaxy Securities Co., Ltd. from September 2000 to March 2004, deputy general manager of the Chongqing Securities Division of China Cinda Trust & Investment Company (中國信達信託投資公司重慶證券營業部) from June 1997 to September 2000 (he was seconded to work for the work group of red chips of Chongqing Municipal Government (重慶市政府紅籌股工作小組) from September 1997 to June 1998), the manager of the securities investment department of Chongqing Trust & Investment Company (重慶市信託投資公司) from September 1992 to June 1997 and an employee at the Chongqing branch of the China Construction Bank from July 1988 to September 1992. Mr. Deng Yong is an engineer graduated from Chongqing University with a bachelor's degree in Applied Mathematics in July 1982. He studied and obtained a master degree majoring in econometrics from the Chongqing University from September 1986 to July 1988.

Save as disclosed above, Mr. Ren Yong and Mr. Deng Yong did not hold any directorship in any other listed companies in the last three years, or any other position in the Company or other members of the Group. Mr. Ren Yong and Mr. Deng Yong does not have any relationship with any other Directors, senior management, substantial Shareholders or Controlling Shareholders of the Company, or any interest in the shares of the Company within the meaning of Part XV of the SFO. As Mr. Ren Yong and Mr. Deng Yong are appointed as Directors at the EGM, the Company will enter into service contracts with them in connection with their appointment respectively, for a term commencing from the date of the EGM until the expiration of the current session of the Board.

The appointment of Mr. Yang Mingquan and Mr. Wang Pengcheng as Supervisors has been approved at the EGM. Mr. Yang Mingquan and Mr. Wang Pengcheng are entitled to a Supervisor's emolument and their remuneration will be determined by the Board with reference to remuneration standards for Supervisors as approved at the 2009 annual general meeting.

The biographical details of Mr. Yang Mingquan and Mr. Wang Pengcheng are as follows:

Mr. Yang Mingquan, aged 58, is the chairman of the supervisory committee of the Parent Company. Mr. Yang Mingquan was the director of Chongqing Changke Urban Rail Transit Vehicle Co., Ltd. (重慶長客城市軌道交通車輛有限責任公司) from February 2009 to October 2012 (during this period, he was the chairman of board of directors of Chongqing Changke Urban Rail Transit Vehicle Co., Ltd. from May 2010 to October 2012). He was the director and chairman of board of directors of Chongqing Machinery and Electric Holding (Group) Engineering Technology Co., Ltd. (重慶機電控股集團機電工程技術有限公司) (a wholly-owned subsidiary of the Parent Company and a connected person of the Group under the Listing Rules) from February 2010 to October 2012, and the director and chairman of board of directors of Chongqing Machinery and Electric Holding (Group) Forging Co., Ltd. (重慶機電控股集團鑄造有限公司) (a wholly-owned subsidiary of the Parent Company and a connected person of the Group under the Listing Rules) from November 2010 to October 2012. Mr. Yang Mingquan is a professor-level senior engineer with over 30 years experience in corporate management. He served as the vice president of the Parent Company from October 2001 to September 2012, the assistant president and the head of the planning and development department of the Parent Company from August 2000 to October 2001, the chief of the technology department of the Chongqing Machinery and Industrial Management Bureau (the predecessor of the Parent Company) from May 1991 to August 2000 and the assistant engineer at the Chongqing Machinery and Industrial Management Bureau from July 1983 to May 1991. Mr. Yang Mingquan graduated from the Chongqing Machinery School in September 1976 majoring in machine manufacturing and from Yuzhou University in September 1983 with a bachelor's degree in machine manufacturing.

Mr. Wang Pengcheng, aged 45. Mr. Wang Pengcheng is a member of the party committee and deputy general manager of the Chongqing office of China Huarong Asset Management Co., Ltd. He has been a director of Chongqing Construction Engineering Group Co., Ltd. since August 2009 and the vice chairman of Southwest Aluminum (Group) Co. Ltd. (西南鋁業集團公司) since May 2012. Mr. Wang Pengcheng is an economist with over 20 years experience in finance. He acted as the senior deputy manager, senior manager and assistant general manager of the Chongqing office of China Huarong Asset Management Co., Ltd. from January 2000 to August 2012, an accountant, head of the office of personnel, deputy chief of the personnel department, deputy chief of the organization department of the Chongqing branch of Industrial and Commercial Bank of China from July 1992 to December 1999. Mr. Wang Pengcheng graduated from Lanzhou University with a bachelor degree in executive management in 1990 and is currently pursuing MBA degree at Chongqing University.

Save as disclosed above, Mr. Yang Mingquan and Mr. Wang Pengcheng did not serve as director in any other listed companies in the last three years, nor do they hold any other position in the Company or other members of the Group or have any relationship with any Directors, senior management, substantial Shareholders or Controlling Shareholders of the Company, or have any interest in the shares of the Company within the meaning of Part XV of the SFO. As Mr. Yang Mingquan and Mr. Wang Pengcheng are appointed as Supervisors at the EGM, the Company will enter into service contracts with Mr. Yang Mingquan and Mr. Wang Pengcheng in connection with their appointment, for a term commencing from the date of the EGM until the expiration of the current session of the Supervisory Committee.

By Order of the Board

Chongqing Machinery & Electric Co., Ltd.*

Chen Xianzheng

Executive Director and Secretary to the Board

Chongqing, the PRC

10 April 2013

As at the date of this announcement, the executive Directors are Mr. Yu Gang, Mr. Ren Yong, Mr. Chen Xianzheng and Mr. Xie Hua Jun; the non-executive Directors are Mr. Huang Yong, Mr. Wang Jiyu, Mr. Deng Yong and Mr. Yang Jingpu; and the independent non-executive Directors are Mr. Lo Wah Wai, Mr. Ren Xiaochang, Mr. Kong Weiliang and Mr. Jin Jingyu.

* For identification purposes only