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CQME

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 8 DECEMBER 2015

The Board of the Company hereby announces that the resolutions set out in the Notice of the EGM of the Company dated 23 October 2015 were duly passed by the shareholders of the Company by way of poll at the EGM held on 8 December 2015.

Reference is made to the circular (the “**Circular**”) dated 23 October 2015 of Chongqing Machinery & Electric Co., Ltd.* (the “**Company**”) in connection with: (i) compliance with conditions for proposed issue of corporate bonds; (ii) proposed issue of corporate bonds in the PRC; and (iii) change of an executive Director and the Notice of the EGM of the Company dated 23 October 2015. 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 (the “**EGM**”) of the Company held on 8 December 2015, the registered and issued share capital of the Company was RMB3,684,640,154, which was divided into 2,584,452,684 domestic Shares and 1,100,187,470 H Shares of RMB1.00 each.

The total number of Shares entitling the Shareholders to vote for or against the resolutions No. 1-5 as set out in the Notice of the EGM either in person, by their duly authorized representatives or by proxy at the EGM were 3,684,640,154, which was divided into 2,584,452,684 domestic Shares and 1,100,187,470 H Shares. There is no Share entitling the Shareholder to attend the EGM and abstain from voting in favour of any resolution at the EGM and no Shareholder is required under the Listing Rules to abstain from voting at the EGM. The board (the “**Board**”) of directors (the “**Directors**”) of the Company is pleased to announce that all the resolutions set out in the Notice of the EGM were duly passed. All the resolutions, which were voted on by poll, were approved by the Shareholders of the Company.

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

The poll results are as follows:

ORDINARY RESOLUTIONS		Number of H Shares and Domestic Shares represented by votes cast and percentage of total number of H Shares and Domestic Shares represented by votes cast	
		FOR	AGAINST
1.	To consider and approve Mr. Ren Yong's resignation as an executive Director;	2,885,578,140 (100%)	0 (0%)
2.	To consider and approve the appointment of Mr. Yang Quan as an executive Director of the Company to hold office from the date of the EGM until expiry of the term of the third session of the Board and to authorize the Board to fix the remuneration of Mr. Yang Quan pursuant to the remuneration standard for Directors passed at the 2012 Annual General Meeting and to enter into a service agreement with him on and subject to such terms and conditions as the Board shall think fit and to do all such acts and things to give effect to such matters.	2,885,578,140 (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 RESOLUTIONS		Number of H Shares and Domestic Shares represented by votes cast and percentage of total number of H Shares and Domestic Shares represented by votes cast	
		FOR	AGAINST
3.	To consider and approve the proposal in respect of the compliance with the conditions for issue of corporate bonds by the Company;	2,885,578,140 (100%)	0 (0%)
4.	To consider and approve the issue of corporate bonds with an aggregate nominal value of up to RMB1.5 billion (inclusive) in the PRC;	2,885,578,140 (100%)	0 (0%)

SPECIAL RESOLUTIONS		Number of H Shares and Domestic Shares represented by votes cast and percentage of total number of H Shares and Domestic Shares represented by votes cast	
		FOR	AGAINST
5.	To consider and approve the authorization to the Board, and the Board to further authorize two Directors namely Mr. Yu Gang and Mr. Xiang Hu to jointly deal with, at their full discretion, all matters relating to the issue of corporate bonds within the framework and principles considered and passed at the EGM.	2,885,578,140 (100%)	0 (0%)
As more than 2/3 of the votes were cast in favour of the above resolutions, the resolutions were duly passed as special resolutions.			

APPOINTMENT OF DIRECTORS

The appointment of Mr. Yang Quan as an executive Director was approved at the EGM to hold office from the date of the EGM until expiry of the term of this session of the Board. The Board will determine the remuneration of Mr. Yang Quan pursuant to the remuneration standard for Directors passed at the 2012 Annual General Meeting and enter into a service agreement with him on and subject to the terms and conditions as the Board shall think fit, and do all such acts and things to give effect to such matters.

Profile of Mr. Yang Quan:

Mr. Yang Quan, aged 50, vice general manager of the Company, has served as a vice general manager of the Company since May 2012. He has been a director of Chongqing Youyan Smelting New Material Co., Ltd. (重慶有研重冶新材料有限公司) since July 2014. He concurrently serves as a director of Chongqing Hongyan Fangda Automotive Suspension Co., Ltd. (重慶紅岩方大汽車懸架有限公司) from June 2013 up to now and a director of Precision Technology Investment and Development Co., Ltd. (精密技術投資發展有限公司) from April 2012 up to now, a director of Chongqing Huahao Smelting Co., Ltd. (重慶華浩冶煉有限公司) and Chongqing Gas Compressor Factory Co., Ltd. (重慶氣體壓縮機廠有限責任公司) from December 2011 up to now, and an executive director and general manager of Chongqing Shengpu Materials Co., Ltd. (重慶盛普物資有限公司) from December 2011 up to now. Mr. Yang has over 20 years of experience in enterprise management, once served as the manager of the business management department and assistant to general manager of the Company from August 2007 to May 2012, the head of the economic operation department and head of the business management department of the securities work steering team of Chongqing Machinery and Electronics Holding (Group) Co., Ltd. (重慶機電控股(集團)公司) from March 2004 to August 2007, the party branch secretary of the foundry workshop, deputy director of

the “five-initiative” reform office, secretary and deputy director of the hot plate workshop, chief of the equipment division, managing factory director, and chief economist of Chongqing No. 2 Machine Tools Factory (重慶第二機床廠) from July 1987 to March 2004. Mr. Yang is an engineer, graduated from the College of Mechanical Engineering of Sichuan University with a bachelor’s degree in foundry in July 1987, and studied for EMBA in Xiamen University from November 2011.

Save as disclosed above, Mr. Yang Quan 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. Yang Quan does not have any relationship with the Directors, senior management, substantial or controlling Shareholders of the Company, nor have any interest in the securities of the Company within the meaning of Part XV of the Securities and Futures Ordinance. Mr. Yang Quan does not hold any Shares of the Company.

Save as disclosed above, the Board is not aware of any matters relating to the appointment of Mr. Yang Quan that need to be brought to the attention of the Shareholders, nor is there any information required to be disclosed under Rule 13.51(2)(h) to (v) of the Listing Rules.

By Order of the Board
Chongqing Machinery & Electric Co., Ltd.*
Wang Yuxiang
Executive Director and Chairman

Chongqing, the PRC
8 December 2015

As at the date of the announcement, the executive Directors are Mr. Wang Yuxiang, Mr. Yu Gang, Mr. Xiang Hu and Mr. Yang Quan; the non-executive Directors are Mr. Huang Yong, Mr. Wang Jiyu, Mr. Yang Jingpu and Mr. Deng Yong; and the independent non-executive Directors are Mr. Lo Wah Wai, Mr. Ren Xiaochang, Mr. Jin Jingyu and Mr. Liu Wei.

* *For identification purposes only*