

*Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.*



**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**

The Board of the Company is pleased to announce the poll results at the EGM of the Company held on 25 June 2009.

Reference is made to the circular of the Company dated 6 May 2009 (the “Circular”) in connection with (i) continuing connected transaction; and (ii) revision of the existing annual caps under the master agreements. 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 25 June 2009, the registered and issued share capital of the Company is RMB3,684,640,154 of RMB1.00 each, which is divided into 2,584,452,684 domestic shares and 1,100,187,470 H shares.

As stated in the Circular, the Parent Group who was beneficially interested in 1,924,225,189 domestic shares (representing approximately 52.22% of the total issued share capital of the Company) at the date of the EGM, was abstained from voting at the EGM. Accordingly, the total number of Shares entitling the Shareholders to vote for or against the resolutions set out in the EGM Notice either in person, by their duly authorised representatives or by proxy at

the EGM were 1,760,414,965 which is divided into 660,227,495 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.

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:

<b>ORDINARY RESOLUTIONS</b>		<b>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</b>	
		<b>FOR</b>	<b>AGAINST</b>
1.	<b>THAT</b> the transactions amount which exceeds the annual cap for the financial year ended 31 December 2008 under the Master Supplies Agreement be ratified and approved;	794,054,268 (100%)	0 (0%)
2.	<b>THAT</b> (a) the annual proposed caps of being the aggregate purchase price payable by the Parent Company and its associates to the Company and its associates (the “Group”) under the Master Sales Agreement for the financial year ended 31 December 2009 be revised from RMB68,000,000 to RMB130,000,000; (b) the annual proposed caps of being the aggregate purchase price payable by the Parent Company and its associates to the Group under the Master Sales Agreement for the financial year ended 31 December 2010 be revised from RMB75,000,000 to RMB160,000,000;	794,054,268 (100%)	0 (0%)

<b>ORDINARY RESOLUTIONS</b>		<b>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</b>	
		<b>FOR</b>	<b>AGAINST</b>
	<p>(c) the annual proposed caps of being the aggregate purchase price payable by the Group to the Parent Company and its associates under the Master Supplies Agreement for the financial year ended 31 December 2009 be revised from RMB35,000,000 to RMB120,000,000;</p> <p>(d) the annual proposed caps of being the aggregate purchase price payable by the Group to the Parent Company and its associates under the Master Supplies Agreement for the financial year ended 31 December 2010 be revised from RMB35,000,000 to RMB140,000,000;</p> <p>(e) the Supplemental Agreements, a copy of each Supplemental Agreement has been produced at the meeting marked “A” and initiated by the chairman of the meeting for identification purpose, as more particularly described in the circular to the shareholder of the Company dated 6 May 2009 and all the transactions contemplated thereunder, be and are hereby approved, confirmed and ratified; and</p> <p>(f) the directors of the Company be and are hereby authorised to do all such things and take all such actions for and on behalf of the Company as they consider necessary, desirable or expedient in connection with the revision as set out in paragraphs (a) to (d) of this resolution.</p>		

As more than 50% of the votes were cast in favour of the above resolutions, the resolutions were duly passed as ordinary resolution.

By Order of the Board  
**Chongqing Machinery & Electric Co., Ltd.\***  
**Sun Nengyi**  
*Executive Director, Chairman*

Chongqing, the PRC  
25 June 2009

*As at the date of this announcement, the executive Directors are Mr. Sun Nengyi, Mr. He Yong, Mr. Liao Shaohua and Mr. Chen Xianzheng; the non-executive Directors are Mr. Huang Yong, Mr. Yu Gang, Mr. Yang Jingpu and Mr. Wu Jian; and the independent non-executive Directors are Mr. Lo Wah Wai, Mr. Ren Xiaochang and Mr. Kong Weiliang.*

\* *For identification purposes only*