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五菱汽車集團控股有限公司
WULING MOTORS HOLDINGS LIMITED

(Incorporated in Bermuda with limited liability) (股份代號 Stock Code : 305)

**POLL RESULT OF THE SPECIAL GENERAL MEETING
HELD AT 3:00 P.M. ON 23 JANUARY 2014**

The Board is pleased to announce that the ordinary resolution proposed at the SGM has been duly passed by the Independent Shareholders by way of poll at the SGM held at 3:00 p.m. on 23 January 2014.

Reference is made to the circular of Wuling Motors Holdings Limited (the “Company”) dated 31 December 2013 (the “Circular”). Unless otherwise defined herein, terms used in this announcement shall have the same meanings as defined in the Circular.

POLL RESULT

The Board is pleased to announce that the ordinary resolution proposed at the SGM has been duly passed by the Independent Shareholders by way of poll at the SGM held at 3:00 p.m. on 23 January 2014. The vote-taking at the SGM was scrutinized by the Company’s branch share registrar in Hong Kong, Tricor Tengis Limited. The poll result in relation to the ordinary resolution proposed at the SGM was as follows:

Ordinary Resolution		No. of votes cast and percentage of total no. of votes cast		Total no. of votes cast
		For	Against	
1.	<p>a. the 2014-2016 Master Agreement dated 21 November 2013 including the Annual Caps for the Sale Transactions and Purchase Transactions and the transactions contemplated thereunder be and are hereby approved, confirmed and ratified; and</p> <p>b. the Board be and is hereby authorized to take all such actions as it considers necessary or desirable to implement and give effect to the 2014-2016 Master Agreement and the transactions contemplated thereunder.</p>	408,124,497 (100%)	0 (0%)	408,124,497

As at the date of the SGM, the total number of issued shares of the Company was 1,172,165,390 shares. Wuling HK, an associate of Liuzhou Wuling and holding a total of 433,651,975 Shares representing approximately 37.00% of the total issued share capital of the Company as at the date of SGM, abstained from voting on the ordinary resolution at the SGM. Accordingly, the Independent Shareholders holding a total of 738,513,415 Shares were entitled to attend and vote for or against the ordinary resolution proposed at the SGM. As more than 50% of votes were cast, by poll, in favour of the ordinary resolution at the SGM held at 3:00 p.m. on 23 January 2014, the Ordinary Resolution was duly passed as ordinary resolution.

It was noted that there were no shares entitling the holders to attend and vote only against the ordinary resolution proposed at the SGM.

By Order of the Board
Wuling Motors Holdings Limited
Sun Shaoli
Chairman

Hong Kong, 23 January 2014

As at the date of this announcement, the Board comprises Mr. Sun Shaoli (Chairman), Mr. Lee Shing (Vice-chairman and Chief Executive Officer), Mr. Wei Hongwen, Mr. Zhong Xianhua, Ms. Liu Yaling, and Mr. Zhou Sheji as Executive Directors, and Mr. Yu Xiumin, Mr. Zuo Duofu and Mr. Ye Xiang as Independent Non-Executive Directors.