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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 RESULTS OF THE ANNUAL GENERAL MEETING HELD ON 5 JUNE 2015

The Board is pleased to announce that all resolutions proposed at the Annual General Meeting held on 5 June 2015 have been duly passed by the Shareholders by way of poll as more than 50% of the votes were cast in favour of each of the ordinary resolutions.

Reference is made to the circular of Wuling Motors Holdings Limited (the “**Company**”) dated 28 April 2015 (the “**Circular**”). Unless otherwise defined herein, terms used in this announcement shall have the same meanings as those defined in the Circular.

### POLL RESULTS

The Board is pleased to announce that all resolutions proposed at the Annual General Meeting held on 5 June 2015 have been duly passed by the Shareholders by way of poll as more than 50% of the votes were cast in favour of each of the ordinary resolutions. The vote-taking at the Annual General Meeting was scrutinized by the Company’s branch share registrar in Hong Kong, Tricor Tengis Limited. The poll results in relation to the ordinary resolutions proposed at the Annual General Meeting were as follow:

Ordinary Resolutions		Number of votes cast and percentage of total number of votes cast		Total number of votes cast
		For	Against	
1.	To adopt the audited financial statements and the reports of the directors and of the auditors for the year ended 31 December 2014.	1,195,651,994 (100%)	0 (0.000%)	1,195,651,994
2.	To declare a final dividend of HK0.5 cent per Share for the year ended 31 December 2014 (the “ <b>Final Dividend</b> ”).	1,195,651,994 (100%)	0 (0.000%)	1,195,651,994
3.	A To re-elect the following persons as Directors:			
	(i) Mr. Wei Hongwen	1,195,421,994 (99.981%)	230,000 (0.019%)	1,195,651,994

Ordinary Resolutions				Number of votes cast and percentage of total number of votes cast		Total number of votes cast
				For	Against	
		(ii)	Mr. Lee Shing	1,195,461,994 (99.998%)	20,000 (0.002%)	1,195,481,994
		(iii)	Ms. Liu Yaling	1,195,461,994 (99.984%)	190,000 (0.016%)	1,195,651,994
		(iv)	Mr. Wang Yuben	1,195,651,994 (100%)	0 (0.000%)	1,195,651,994
	B.	To fix the maximum number of Directors to 11 persons.		1,195,441,994 (99.986%)	170,000 (0.014%)	1,195,611,944
	C.	To authorize the Board of Directors to fix their remuneration.		1,195,481,994 (100%)	0 (0.000%)	1,195,481,994
4.	To re-appoint Deloitte Touche Tohmatsu as auditors and to authorize the Board of Directors to fix their remuneration.			1,195,481,994 (99.986%)	170,000 (0.014%)	1,195,651,994
5.	To grant a general mandate to the Directors to repurchase Shares up to a maximum of 10% of the existing issued share capital of the Company.			1,195,481,994 (100%)	0 (0.000%)	1,195,481,994
6.	To grant a general mandate to the Directors to issue, allot and deal with additional Shares up to a maximum of 20% of the existing issued share capital of the Company.			1,194,296,994 (99.887%)	1,350,000 (0.113%)	1,195,646,994
7.	To extend the general mandate granted to the Directors to issue, allot and deal with additional Shares by the number of Shares repurchased by the Company.			1,194,131,994 (99.873%)	1,520,000 (0.127%)	1,195,651,994
8.	To approve the refreshment of 10% limit on the grant of options under the Share Option Scheme.			1,194,131,994 (99.873%)	1,520,000 (0.127%)	1,195,651,994

As at the date of the Annual General Meeting on 5 June 2015, the total number of issued Shares of the Company was 1,517,992,976 Shares, which was the total number of Shares entitling the holders thereof to attend and vote for or against all resolutions at the Annual General Meeting. It was noted that there were no restrictions on any Shareholders to cast votes on any of the proposed resolutions at the Annual General Meeting.

As stated in the Company's announcement dated 27 March 2015 in relation to, inter alia, the announcement of final results for the year ended 31 December 2014, the register of members of the Company will be closed from Friday, 12 June 2015 to Tuesday, 16 June 2015 (both days inclusive), during which no transfer of shares of the Company will be effected. In order to qualify for the Final Dividend, all completed transfer forms accompanied by the relevant share certificates of the Company must be lodged with the Company's branch share registrar, Tricor Tengis Limited, at Level 22, Hopewell Centre, 183 Queen's Road East, Hong Kong, not later than 4:30 p.m. on Thursday, 11 June 2015.

On behalf of the Board  
**Wei Hongwen**  
*Chairman*

Hong Kong, 5 June 2015

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