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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 SPECIAL GENERAL MEETING
HELD AT 11:00 A.M. ON 14 JANUARY 2016**

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 11:00 a.m. on 14 January 2016 in accordance with the requirements of the Listing Rules.

Reference is made to the circular of Wuling Motors Holdings Limited (the “**Company**”) dated 24 December 2015 (the “**Circular**”) in relation to the WI Capital Increase Agreement. Unless the context requires otherwise, capitalized terms used herein shall have the same meanings as those defined in the Circular.

RESULT OF THE SGM

The Board is pleased to announce that the ordinary resolution as proposed at the SGM (the “**Ordinary Resolution**”) for approval of the WI Capital Increase Agreement (together with the transactions contemplated therein) has been duly passed by the Independent Shareholders by way of poll at the SGM held at 11:00 a.m. on 14 January 2016 in accordance with the requirements of the Listing Rules. The vote-taking at the SGM was scrutinised by the Company’s branch share registrar in Hong Kong, Tricor Tengis Limited. The poll result in relation to the Ordinary Resolution was as follows:

Ordinary Resolution	No. of votes cast and percentage of total no. of votes cast		Total no. of votes cast
	For	Against	
The WI Capital Increase Agreement dated 3 December 2015 in relation to the proposed contribution by the Company to contribute an additional sum of RMB160,000,000 in cash for the WI Capital Increase, of which RMB82,580,646 will be contributed to the registered capital of Wuling Industrial and RMB77,419,354 will be contributed to the capital reserves of Wuling Industrial be and are hereby approved, confirmed and ratified; and any one Director be authorized to do all such acts and things and execute all such documents and to take such steps as he/she may consider necessary, desirable or expedient to give effect to or in connection with the WI Capital Increase Agreement or any of the transactions contemplated under the WI Capital Increase Agreement and all other matters incidental thereto.	407,482,347 (99.37%)	2,590,000 (0.63%)	410,072,347

As at the date of the SGM, the total number of issued shares of the Company was 1,821,591,571 Shares. Guangxi Automobile, Wuling Industrial and their respective associates, holding a total of 1,028,846,806 Shares representing approximately 56.48% 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 792,744,765 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 11:00 a.m. on 14 January 2016, 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.

On behalf of the Board
Wuling Motors Holdings Limited
Wei Hongwen
Chairman

Hong Kong, 14 January 2016

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 and Ms. Liu Yaling as executive Directors, and Mr. Zuo Duofu, Mr. Ye Xiang and Mr. Wang Yuben as independent non-executive Directors.