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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 9:30 A.M. ON 6 JANUARY 2017**

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 9:30 a.m. on 6 January 2017 in accordance with the requirements of the Listing Rules.

Reference is made to the circular of Wuling Motors Holdings Limited (the “**Company**”) dated 15 December 2016 (the “**Circular**”) in relation to the 2017–2019 Master Agreement dated 16 November 2016. 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 proposed at the SGM (the “**Ordinary Resolution**”) for approval of the 2017–2019 Master Agreement dated 16 November 2016 has been duly passed by the Independent Shareholders by way of poll at the SGM held at 9:30 a.m. on 6 January 2017 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	
To approve, confirm and ratify the 2017–2019 Master Agreement dated 16 November 2016 including the Annual Caps for the Sale Transactions and Purchase Transactions and the transactions contemplated thereunder; and to authorize the Board of Directors of the Company to take all such actions as it considers necessary or desirable to implement and give effect to the 2017–2019 Master Agreement and the transactions contemplated thereunder.	322,147,179 (99.96%)	140,000 (0.04%)	322,287,179

As at the date of the SGM, the total number of Shares in issue of the Company were 1,835,821,841 Shares. Guangxi Automobile and its associates, holding a total of 1,028,846,806 Shares representing approximately 56.04% of the total number of Shares in issue of the Company as at the date of SGM, had abstained from voting on the Ordinary Resolution proposed at the SGM for approval of the 2017–2019 Master Agreement dated 16 November 2016 including the Annual Caps for the Sale Transactions and Purchase Transactions and the transactions contemplated thereunder. Accordingly, the Independent Shareholders holding a total of 806,975,035 Shares were entitled to attend and vote for or against the Ordinary Resolution proposed at the SGM for approval of the 2017–2019 Master Agreement dated 16 November 2016 including the Annual Caps for the Sale Transactions and Purchase Transactions and the transactions contemplated thereunder. As more than 50% of votes were cast, by poll, in favour of the Ordinary Resolution at the SGM held at 9:30 a.m. on 6 January 2017, the Ordinary Resolution was duly passed as ordinary resolution of the Company.

Save as disclosed above, 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
Yuan Zhijun
Chairman

Hong Kong, 6 January 2017

As at the date of this announcement, the Board comprises Mr. Yuan Zhijun (Chairman), Mr. Lee Shing (Vice-chairman and Chief Executive Officer), Mr. Zhong Xianhua, Ms. Liu Yaling and Mr. Yang Jianyong as executive Directors, and Mr. Zuo Duofu, Mr. Ye Xiang and Mr. Wang Yuben as independent non-executive Directors.