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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 SPECIAL GENERAL MEETING
HELD AT 12:00 NOON ON 26 OCTOBER 2017**

The Board is pleased to announce that the ordinary resolutions proposed at the SGM have been duly passed by the Independent Shareholders and the Shareholders respectively by way of poll at the SGM held at 12:00 noon on 26 October 2017 in accordance with the requirements of the Listing Rules.

Reference is made to the circular of Wuling Motors Holdings Limited (the “**Company**”) dated 30 September 2017 (the “**Circular**”) in relation to (i) the Equity Transfer Agreement dated 18 August 2017 and; (ii) the re-election of the retiring Director. Unless the context requires otherwise, capitalized terms used herein shall have the same meanings as those defined in the Circular.

RESULTS OF THE SGM

The Board is pleased to announce that ordinary resolutions proposed at the SGM for approval of (i) the Equity Transfer Agreement dated 18 August 2017 (the “**Ordinary Resolution No. 1**”) and (ii) the re-election of the retiring Director (the “**Ordinary Resolution No. 2**”) have been duly passed by the Independent Shareholders and the Shareholders respectively by way of poll at the SGM held at 12:00 noon on 26 October 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 results in relation to the ordinary resolutions proposed at the SGM were as follows:

| Ordinary Resolutions | | No. of votes cast and percentage of total no. of votes cast | | Total no. of votes cast |
|----------------------|---|---|--------------------|-------------------------|
| | | For | Against | |
| 1. | THAT the Equity Transfer Agreement dated 18 August 2017 and the Acquisition contemplated thereunder be and are hereby approved, confirmed and ratified. | 303,264,129 (99.95%) | 140,000 (0.05%) | 303,404,129 (100%) |
| 2. | THAT to re-elect Mr. Mi Jianguo as Director and to authorise the Board of Directors to fix his remuneration. | 1,332,110,935 (99.99%) | 140,000 (0.01%) | 1,332,250,935 (100%) |

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, abstained from voting on the Ordinary Resolution No. 1 proposed at the SGM for approval of the Equity Transfer Agreement dated 18 August 2017 and the Acquisition 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 No. 1 proposed at the SGM for approval of the Equity Transfer Agreement dated 18 August 2017 and the Acquisition contemplated thereunder. As more than 50% of votes were cast, by poll, in favour of the Ordinary Resolution No. 1 at the SGM held at 12:00 noon on 26 October 2017, the Ordinary Resolution No. 1 was duly passed as ordinary resolution of the Company.

As at the date of the SGM, the total number of Shares in issue of the Company were 1,835,821,841 Shares, which was the total number of Shares entitling the holders thereof to attend and vote for or against the Ordinary Resolution No. 2 at the SGM held at 12:00 noon on 26 October 2017. As more than 50% of votes were cast, by poll, in favour of the Ordinary Resolution No. 2 at the SGM held at 12:00 noon on 26 October 2017, the Ordinary Resolution No. 2 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 resolutions proposed at the SGM.

On behalf of the Board
Wuling Motors Holdings Limited
Lee Shing
Vice-chairman

Hong Kong, 26 October 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. Ye Xiang, Mr. Wang Yuben and Mr. Mi Jianguo as independent non-executive Directors.