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CHINA MINSHENG DIT GROUP LIMITED

中民築友智造科技集團有限公司

(Incorporated in Bermuda with limited liability)

(Stock Code: 726)

POLL RESULTS OF THE SPECIAL GENERAL MEETING

Reference is made to the circular of China Minsheng DIT Group Limited (the “**Company**”) dated 14 June 2019 (the “**Circular**”) with the inclusion of the notice (the “**Notice**”) of the special general meeting (the “**SGM**”). Unless the context otherwise requires, capitalized terms used in this announcement shall have the same meanings as those defined in the Circular where applicable.

POLL RESULTS OF THE SGM

The Board is pleased to announce that, at the SGM held on 4 July 2019, the proposed ordinary resolution (the “**Ordinary Resolution**”) as set out in the Notice was duly passed by the Independent Shareholders by way of poll. The Company’s share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited, was appointed as the scrutineer for the purpose of vote-taking at the SGM.

As at the date of the SGM, the total number of issued Shares in issue was 11,209,602,920 Shares.

As disclosed in the Circular, Jiayao Global Investments Limited (“**Jiayao**”), Jiaheng (Holding) Investment Limited (“**Jiaheng**”), Jiaxin (Holding) Investment Limited (“**Jiaxin**”), Jianuo (Holding) Investment Limited (“**Jianuo**”), Jiamin (Holding) Investment Limited (“**Jiamin**”), Jiacheng (Holding) Investment Limited (“**Jiacheng**”) and Jiayou (International) Investment Limited (“**Jiayou**”), each being an indirect subsidiary of CMIC, were required to abstain from voting in relation to the Ordinary Resolution at the SGM. As at the date of the SGM, Jiayao, Jiaheng, Jiaxin, Jianuo, Jiamin, Jiacheng and Jiayou have control over the voting rights in respect of 7,159,400,000 Shares. Save as disclosed above, no other Shareholder was required to abstain from voting on the Ordinary Resolution at the SGM.

As such, the total number of issued Shares entitling the Independent Shareholders to attend and vote for or against the Ordinary Resolution at the SGM was 4,050,202,920 Shares.

None of the Shareholders, who were entitled to attend, the SGM must abstain from voting in favour of the Ordinary Resolution at the SGM (as set out in Rule 13.40 of the Listing Rules). None of the Shareholders have stated their intention in the Circular to vote against or, save as disclosed above, to abstain from voting on the Ordinary Resolution at the SGM.

The poll result in respect of the Ordinary Resolution was as follows:

| Ordinary Resolution <i>(Note)</i> | | Number of Votes (approximate %) | |
|-----------------------------------|---|------------------------------------|-----------|
| | | For | Against |
| 1. | To confirm, approve and ratify (a) the agreement dated 3 April 2019 entered into between the Company and China Minsheng Drawin Construction Technology Group Co., Ltd.* (中民築友建設科技集團有限公司) (“ CMDCT ”) in relation to (i) the provision of EPC general contracting services by CMDCT to the Company for the development of the Group’s technology parks in the PRC (the “ EPC Service Arrangement ”) and (ii) the supply of prefabricated construction components and products by the Group to the CMDCT Group for its construction projects engaged by third party developers and contractors (the “ Supply Arrangement ”) and (b) the agreement dated 3 April 2019 between the Company and China Minsheng Drawin Construction Design Co., Ltd.* (中民築友建築設計有限公司) (“ CMDCD ”) in respect of (i) the provision of design services by CMDCD to the Group in respect of the design of the Group’s technology parks in the PRC (the “ Park Design Service Arrangement ”) and (ii) the provision of design services by CMDCD to the Group in respect of the design of prefabricated construction components and products sold by the Group, and the transactions contemplated thereunder (including the proposed annual cap for the Supply Arrangement.) | 55,711,534 (100%) | – (0%) |

* For identification purpose only

As more than 50% of the votes were cast in favour of the Ordinary Resolution, the Ordinary Resolution was duly passed at the SGM as an ordinary resolution of the Company.

Yours faithfully
For and on behalf of
China Minsheng DIT Group Limited
Yin Jun
Chairman and Executive Director

Hong Kong, 4 July 2019

As at the date of this announcement, the Board comprises, Mr. Yin Jun (Chairman) and Mr. Yang Hongwei as executive Directors; Mr. Peng Xiongwen as non-executive Director; Mr. Jiang Hongqing, Mr. Lee Chi Ming and Mr. Ma Lishan as independent non-executive Directors.