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HISENSE HOME APPLIANCES GROUP CO., LTD.

海信家電集團股份有限公司

(A joint stock limited company incorporated in the People's Republic of China with limited liability)
(Stock Code: 00921)

CLARIFICATION ANNOUNCEMENT

**AMENDMENTS TO PROPOSED AMENDMENTS TO THE ARTICLES OF
ASSOCIATION**

AND

**AMENDMENTS TO THE CONTENTS OF THE SPECIAL RESOLUTION AT THE
2019 THIRD EXTRAORDINARY GENERAL MEETING**

Reference is made to (i) the announcement of the Company ("**Announcement**"); (ii) the supplemental notice of the 2019 third extraordinary general meeting of the Company convened to be held on 13 December 2019 ("**Supplemental Notice of EGM**"); and (iii) the circular of the Company ("**Circular**"), all dated 26 November 2019, in relation to, among other things, the proposed amendments to the articles of association of the Company. Unless the context otherwise requires, capitalised terms used in this clarification announcement shall have the same meanings as those defined in the Circular.

The Company wishes to clarify that, subsequent to the despatch of the Circular and the Supplemental Notice of EGM to the Shareholders, it came to the attention of the Company that: (i) pursuant to Article 9.2 of the Articles of Association, variation or abrogation of any rights conferred on any class of Shareholders shall be subject to approval by a special resolution in a general meeting and by the Shareholders of the affected class at a separate class meeting; and (ii) pursuant to Article 9.3(12) of the Articles of Association, varying or abrogating any provision of Chapter 9 of the Articles of Association, which relates to the special procedures for voting by a class of Shareholders, shall be deemed to be a variation or an abrogation of rights attaching to a particular class of shares of the Company.

As the proposed amendments to Article 9.6 of the Articles of Association ("**Proposed Amendments to Article 9.6**"), being part of the Proposed Amendments to the Articles of Association and, among other purposes, shorten the notice period for convening a class meeting of the Company, constitute variation or abrogation of rights attaching to a particular class of shares of the Company, the Proposed Amendments to Article 9.6 shall be subject to approval by a special resolution in a general meeting and by the Shareholders of the affected class at a separate class meeting.

Given that prior notice of not less than forty-five (45) days shall be given to the Shareholders to convene separate class meetings for the holders of the H shares and A shares of the Company, it would be impracticable for the Company to put forward the resolution in relation to the Proposed Amendments to Article 9.6, as part of the Proposed Amendments to the Articles of Association, at the EGM and the class meetings at the same time.

The Company has informed Hisense Air-conditioning of the above position and Hisense Air-conditioning, the substantial shareholder of the Company which has served the Written Request to the Company requesting, among other things, that the Proposed Amendments to the Articles of Association be proposed at the EGM, has provided its written approval to revise its Written Request and withdraw the Proposed Amendments to Article 9.6 from the Proposed Amendments to the Articles of Association.

As a result, the Proposed Amendments to the Articles of Association shall be revised and read with the exclusion of the Proposed Amendments to Article 9.6. Save for the removal of the Proposed Amendments to Article 9.6, all other Proposed Amendments to the Articles of Association remain unchanged.

Saved as disclosed above, all other information in the Announcement, the Supplemental Notice of EGM and the Circular remains unchanged. This clarification announcement is supplemental to and should be read in conjunction with the Supplemental Notice of EGM and the Circular. For those Shareholders who have lodged their Original Proxy Form or Revised Proxy Form (as the case may be), such Original Proxy Form (unless subsequently being revoked by a Revised Proxy Form) or Revised Proxy Form shall remain valid.

Shareholders are reminded to read carefully the Supplemental Notice of EGM, including its notes, for details in respect of (i) the resolutions which will remain as scheduled for consideration and approval at the EGM (including the Proposed Amendments to the Articles of Association with the exclusion of the Proposed Amendments to Article 9.6); (ii) eligibility for attending the EGM; and (iii) other relevant matters.

By order of the Board
Hisense Home Appliances Group Co., Ltd.
Tang Ye Guo
Chairman

Foshan City, Guangdong, the PRC, 28 November 2019

As at the date of this announcement, the Company's executive directors are Mr. Tang Ye Guo, Mr. Jia Shao Qian, Mr. Lin Lan, Mr. Dai Hui Zhong, Mr. Fei Li Cheng and Mr. Wang Yun Li; and the Company's independent non-executive directors are Mr. Ma Jin Quan, Mr. Zhong Geng Shen and Mr. Cheung Sai Kit.