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HISENSE KELON ELECTRICAL HOLDINGS COMPANY LIMITED

海信科龍電器股份有限公司

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

(Stock Code: 00921)

**ANNOUNCEMENT
RESOLUTIONS PASSED AT THE FIRST
2015 EXTRAORDINARY GENERAL MEETING**

The first 2015 extraordinary general meeting (the "EGM") of Hisense Kelon Electrical Holdings Company Limited (the "Company") was held at the conference room of the Company's head office, Shunde District, Foshan City, Guangdong Province, the People's Republic of China (the "PRC") on 21 January 2015 at 2:30 p.m.. A poll was demanded by Mr. Tang Ye Guo, the chairman of the EGM, for voting on the proposed resolutions as set out in the notice of the EGM dated 2 December 2014 and the further notice of the EGM dated 31 December 2014 (together, the "Notices of EGM"). The convening of the EGM was in accordance with the company law of the PRC and the articles of association of the Company (the "Articles of Association"). All resolutions were approved by the shareholders of the Company (the "Shareholders") by way of poll.

As at the date of the EGM, the issued share capital of the Company comprised 1,358,495,560 Shares, of which 898,905,752 were A Shares and 459,589,808 were H Shares. 25 Shareholders or their proxies holding 705,628,566 Shares (including 651,491,006 A Shares and 54,137,560 H Shares), representing approximately 51.94% of the entire issued share capital of the Company, attended the EGM (in person or through the online voting system of Shenzhen Securities Information Co., Ltd.). Among these, 4 Shareholders or their proxies attended the EGM in person, representing 697,671,012 Shares or approximately 51.36% of the entire issued share capital, while 21 A Shareholders attended the EGM through the online voting system of Shenzhen Securities Information Co., Ltd., representing 7,957,554 A Shares or approximately 0.59% of the entire issued share capital.

As at the date of the EGM, the Company's total number of issued shares was 1,358,495,560. Qingdao Hisense Air-conditioning Company Limited, which held 612,316,909 A Shares as at the date of the EGM, representing approximately 45.07% of the Company's total number of issued shares, was required to and has abstained from voting at the ordinary resolutions numbered 1 and 4 in the EGM. Hisense (Hong Kong) Company Limited, which held 64,787,000 H Shares as at the date of the EGM, representing approximately 4.77% of the Company's total number of issued shares, was required to and has abstained from voting at the ordinary resolutions numbered 1 and 4 in the EGM. Save as

disclosed above, so far as the Company is aware, none of Hisense Company Limited, Hisense Electric Co., Ltd., Qingdao Hisense Hitachi Air-Conditioning Systems Co., Ltd. (青島海信日立空調系統有限公司), Hisense Whirlpool (Zhejiang) Electric Appliances Co., Ltd. (海信惠而浦(浙江)電器有限公司), Hisense (Hong Kong) Company Limited and their respective associates held any Shares as at the date of the EGM. Accordingly, the total number of Shares entitling the holders to attend and vote for or against the ordinary resolutions numbered 2, 3 and 5 at the EGM was 1,358,495,560 Shares (representing the Company's total number of issued shares) and the total number of Shares entitling the holders to attend and vote for or against the ordinary resolutions numbered 1 and 4 was 681,391,651 Shares (representing approximately 50.16% of the Company's total number of issued shares). There were no Shares entitling the holders to attend and abstain from voting in favour as set out in Rule 13.40 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited. Save as already disclosed, there was no restriction on the Shareholders to cast votes on the resolutions at the EGM and there were no Shares entitling the holders to attend and vote only against the resolutions at the EGM.

Ruihua Certified Public Accountants was appointed as the scrutineer at the EGM for the purpose of vote-taking.

Terms used herein, unless otherwise defined, shall have the same meanings as provided in the Notices of EGM. Please refer to the Notices of EGM for the full wording of the resolutions set out below. The poll results in respect of the resolutions passed at the EGM were as follows:

Ordinary Resolutions	No. of Votes (%)		
	For	Against	Abstain
1. To approve the Business Co-operation Framework Agreement dated 2 December 2014 entered into between the Company, Hisense Company Limited (海信集團有限公司) and Hisense Electric Co., Ltd. (青島海信電器股份有限公司), the continuing connected transactions contemplated thereunder and the relevant annual caps.			
Total	92,798,798 99.45%	475,859 0.51%	37,000 0.04%
Among which, Shareholders attending the meeting whose shareholding is below 5%	92,798,798 99.45%	475,859 0.51%	37,000 0.04%
A Shares	38,661,238 98.70%	475,859 1.21%	37,000 0.09%
H Shares	54,137,560 100.00%	0 0.00%	0 0.00%
The resolution was duly passed as an ordinary resolution.			
2. To approve the Business Framework Agreement 1 dated 2 December 2014 entered into between the Company and Qingdao Hisense Hitachi Air-Conditioning Systems Co., Ltd. (青島海信日立空調系統有限公司), the continuing connected transactions contemplated thereunder and the relevant annual caps.			
Total	705,115,707 99.92%	477,459 0.07%	35,400 0.01%

	Among which, Shareholders attending the meeting whose shareholding is below 5%	92,798,798 99.45%	477,459 0.51%	35,400 0.04%
	A Shares	650,978,147 99.92%	477,459 0.07%	35,400 0.01%
	H Shares	54,137,560 100.00%	0 0.00%	0 0.00%
The resolution was duly passed as an ordinary resolution.				
3.	To approve the Business Framework Agreement 2 dated 2 December 2014 entered into between the Company and Hisense Whirlpool (Zhejiang) Electric Appliances Co., Ltd. (海信惠而浦(浙江)電器有限公司), the continuing connected transactions contemplated thereunder and the relevant annual caps.			
	Total	705,115,707 99.92%	475,859 0.07%	37,000 0.01%
	Among which, Shareholders attending the meeting whose shareholding is below 5%	92,798,798 99.45%	475,859 0.51%	37,000 0.04%
	A Shares	650,978,147 99.92%	475,859 0.07%	37,000 0.01%
	H Shares	54,137,560 100.00%	0 0.00%	0 0.00%
The resolution was duly passed as an ordinary resolution.				
4.	To approve the Purchase Financing Agency Framework Agreement dated 2 December 2014 entered into between the Company and Hisense (Hong Kong) Company Limited, the continuing connected transactions contemplated thereunder and the relevant annual cap.			
	Total	92,798,798 99.45%	475,859 0.51%	37,000 0.04%
	Among which, Shareholders attending the meeting whose shareholding is below 5%	92,798,798 99.45%	475,859 0.51%	37,000 0.04%
	A Shares	38,661,238 98.70%	475,859 1.21%	37,000 0.09%
	H Shares	54,137,560 100.00%	0 0.00%	0 0.00%
The resolution was duly passed as an ordinary resolution.				
5.	To approve the resolution on the guarantees proposed to be provided for its wholly-owned subsidiary by the Company.			
	Total	705,115,707 99.92%	475,859 0.07%	37,000 0.01%
	Among which, Shareholders attending the meeting whose shareholding is below 5%	92,798,798 99.45%	475,859 0.51%	37,000 0.04%
	A Shares	650,978,147 99.92%	475,859 0.07%	37,000 0.01%
	H Shares	54,137,560 100.00%	0 0.00%	0 0.00%
The resolution was duly passed as an ordinary resolution.				

Legal opinion of PRC lawyer

1. Name of law firm: GUANGDONG GUARDIAN LAW FIRM
2. Name of lawyer: Qingchun Hua, Jianhui Zhou
3. Summarised legal opinion: The convening of the EGM, the procedures for holding the EGM, the eligibility of the persons attending the EGM, the proposed resolutions and the voting procedures at the EGM are in compliance with the requirements of the relevant laws and regulations and other regulatory documents in the PRC and the Articles of Association. The voting results of the EGM are lawful and valid.

Documents available for inspection

1. Resolutions passed at the EGM which have been signed and confirmed by the directors of the Company present at the meeting;
2. Legal opinion in relation to the EGM.

By order of the Board of
Hisense Kelon Electrical Holdings Company Limited
Tang Ye Guo
Chairman

As at the date of this announcement, the Company's directors are Mr. Tang Ye Guo, Ms. Yu Shu Min, Mr. Lin Lan, Mr. Xiao Jian Lin, Mr. Huang Xiao Jian and Mr. Tian Ye; and the Company's independent non-executive directors are Mr. Xu Xiang Yi, Mr. Wang Xin Yu and Mr. Wang Ai Guo.

Foshan City, Guangdong, the PRC, 21 January 2015