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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**  
**2017 EXTRAORDINARY GENERAL MEETING**

The first 2017 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 9 January 2017 (Monday) at 3:00 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 17 November 2016 and the further notice of the EGM dated 20 December 2016 (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 1,362,725,370 shares, of which 903,135,562 were A shares and 459,589,808 were H shares. 17 Shareholders or their proxies holding 661,254,753 shares (including 609,459,595 A shares and 51,795,158 H shares), representing approximately 48.52% 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, 6 Shareholders or their proxies attended the EGM in person, representing 641,183,487 shares or approximately 47.05% of the entire issued share capital, while 11 A Shareholders attended the EGM through the online voting system of Shenzhen Securities Information Co., Ltd., representing 20,071,266 A shares or approximately 1.47% of the entire issued share capital.

As at the date of verifying the shareholders’ entitlement to attend the EGM, the Company’s total number of issued shares was 1,362,725,370. Qingdao Hisense Air-conditioning Company Limited,

which held 584,894,878 A shares as at the date of verifying the shareholders' entitlement to attend the EGM, representing approximately 42.92% of the Company's total number of issued shares, was required to and has abstained from voting at the ordinary resolutions numbered 1 and 3 in the EGM. Hisense (Hong Kong) Company Limited, which held 97,202,000 H shares as at the date of verifying the shareholders' entitlement to attend the EGM, representing approximately 7.13% of the Company's total number of issued shares, was required to and has abstained from voting at the ordinary resolutions numbered 1 and 3 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 (Hong Kong) Company Limited and their respective associates held any shares as at the date of verifying the shareholders' entitlement to attend the EGM. Accordingly, the total number of shares entitling the holders to attend and vote for or against the ordinary resolutions numbered 2, 4 and 5 at the EGM was 1,362,725,370 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 3 was 680,628,492 shares (representing approximately 49.95% 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:

	For		Against		Abstain	
	Number of votes (shares)	The percentage of shares carrying voting rights (%)	Number of votes (shares)	The percentage of shares carrying voting rights (%)	Number of votes (shares)	The percentage of shares carrying voting rights (%)
Ordinary Resolutions						
1. To approve the Business Co-operation Framework Agreement dated 17 November 2016 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	72,677,840	96.46%	2,446,414	3.25%	221,621	0.29%

	Among which, Shareholders attending the meeting whose shareholding is below 5%	72,677,840	96.46%	2,446,414	3.25%	221,621	0.29%
	A shares	24,200,817	98.52%	363,900	1.48%	0	0.00%
	H shares	48,477,023	95.46%	2,082,514	4.10%	221,621	0.44%

The resolution was duly passed as an ordinary resolution.

2. To approve the Business Framework Agreement 1 dated 17 November 2016 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	657,572,718	99.60%	2,446,414	0.37%	221,621	0.03%
Among which, Shareholders attending the meeting whose shareholding is below 5%	72,677,840	96.46%	2,446,414	3.25%	221,621	0.29%
A shares	609,095,695	99.94%	363,900	0.06%	0	0.00%
H shares	48,477,023	95.46%	2,082,514	4.10%	221,621	0.44%

The resolution was duly passed as an ordinary resolution.

3. To approve the Purchase Financing Agency Framework Agreement dated 17 November 2016 entered into between the Company and Hisense (Hong Kong) Company Limited, the continuing connected transactions contemplated thereunder and the relevant annual cap;

Total	72,677,840	96.46%	2,446,414	3.25%	221,621	0.29%
Among which, Shareholders attending the meeting whose shareholding is below 5%	72,677,840	96.46%	2,446,414	3.25%	221,621	0.29%
A shares	24,200,817	98.52%	363,900	1.48%	0	0.00%
H shares	48,477,023	95.46%	2,082,514	4.10%	221,621	0.44%

The resolution was duly passed as an ordinary resolution.

4. To approve the resolution on entrusted wealth management of idle self-owned funds of the Company; and

Total	633,467,279	95.80%	27,787,474	4.20%	0	0.00%
Among which, Shareholders attending the meeting whose shareholding is below 5%	48,572,401	63.61%	27,787,474	36.39%	0	0.00%
A shares	608,830,471	99.90%	629,124	0.10%	0	0.00%
H shares	24,636,808	47.57%	27,158,350	52.43%	0	0.00%

The resolution was duly passed as an ordinary resolution.

5. To consider and approve the election of Mr. Ma Jinquan as an independent non-executive director of the ninth session of the board of directors of the Company (the “Board”) and to fix the level of his remuneration.

Total	660,890,853	99.94%	363,900	0.06%	0	0.00%
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Among which, Shareholders attending the meeting whose shareholding is below 5%	75,995,975	99.52%	363,900	0.48%	0	0.00%
A shares	609,095,695	99.94%	363,900	0.06%	0	0.00%
H shares	51,795,158	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: Minjie Li, Qingchun Hua
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; and
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, Mr. Liu Hong Xin, Mr. Lin Lan, Mr. Dai Hui Zhong, Mr. Jia Shao Qian and Mr. Wang Yun Li; and the Company's independent non-executive directors are Mr. Xu Xiang Yi, Mr. Wang Xin Yu and Mr. Ma Jin Quan.*

Foshan City, Guangdong, the PRC, 9 January 2017