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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)**

**RESOLUTIONS PASSED AT THE 2017 SECOND EXTRAORDINARY GENERAL  
MEETING**

The 2017 second 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 22 September 2017 at 3:00 p.m. A poll was demanded by Mr. Tang Ye Guo, the chairman of the EGM, for voting on all the proposed resolutions as set out in the notice of the EGM dated 3 August 2017, supplemental notice of the EGM dated at 31 August 2017 and the further notice of the EGM dated 5 September 2017 (collectively the "Notices of the 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 verifying the shareholders' entitlement to attend 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. 12 Shareholders or their proxies holding 614,596,890 shares (including 526,353,456 A shares and 88,243,434 H shares), representing approximately 45.10% 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, 8 Shareholders or their proxies attended the EGM in person, representing 611,570,167 shares or approximately 44.88% of the entire issued share capital, while 4 holders of A shares attended the EGM through the online voting system of Shenzhen Securities Information Co., Ltd., representing a total of 3,026,723 A shares or approximately 0.22% of the entire issued share capital.

So far as the Company is aware, none of Qingdao Hisense Hitachi Air-Conditioning Systems Co., Ltd.\* (青島海信日立空調系統有限公司) and its 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 1 to 3 at the EGM was 1,362,725,370 shares (representing the Company's total number of issued shares). There were no shares entitling the holders to attend the EGM 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. 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 the EGM. Please refer to the Notices of the 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		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 (%)
1.	To consider and approve the resolution in respect of the Company’s disposal of equity interest in Foshan City Shunde District Baohong Property Management Company Limited*（佛山市順德區寶弘物業管理有限公司）.						
	Total	614,322,666	99.96%	9,000	0.00%	265,224	0.04%
	Among which, Shareholders attending the meeting whose shareholding is below 5%	97,563,996	99.72%	9,000	0.01%	265,224	0.27%
	A shares	526,079,232	99.95%	9,000	0.00%	265,224	0.05%
	H shares	88,243,434	100.00%	0	0.00%	0	0.00%
The resolution was duly passed as an ordinary resolution.							
2.	To consider and approve the supplemental agreement to the business framework agreement 1（業務框架協議（一）之補充協議） 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） on 31 August 2017, the continuing connected transactions contemplated thereunder and the relevant annual caps.						

	Total	614,031,666	99.92%	0	0.00%	473,224	0.08%
	Among which, Shareholders attending the meeting whose shareholding is below 5%	97,272,996	99.52%	0	0.00%	473,224	0.48%
	A shares	526,088,232	99.95%	0	0.00%	265,224	0.05%
	H shares	87,943,434	99.76%	0	0.00%	208,000	0.24%

The resolution was duly passed as an ordinary resolution.

3.	To consider and approve the election of Mr. Liu Xiao Feng as an independent non-executive director of the ninth session of the board of directors of the Company and to fix the level of his remuneration.						
	Total	611,794,511	99.56%	2,502,379	0.41%	208,000	0.03%
	Among which, Shareholders attending the meeting whose shareholding is below 5%	95,035,841	97.23%	2,502,379	2.56%	208,000	0.21%
	A shares	526,344,456	99.998%	9,000	0.002%	0	0.00%
	H shares	85,450,055	96.94%	2,493,379	2.83%	208,000	0.24%

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, Minjie Li
3. Summarised legal opinion: The convening of the EGM, the procedures for holding the EGM, the eligibility of the convener, 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 laws and regulations 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. Ma Jin Quan, Mr. Xu Xiang Yi and Mr. Liu Xiao Feng.*

Foshan City, Guangdong, the PRC, 22 September 2017

*\*For identification purpose only*