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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)**

**ANNOUNCEMENT**

**RESOLUTIONS PASSED AT THE 2019 ANNUAL GENERAL MEETING**

The 2019 annual general meeting (the “**AGM**”) of Hisense Home Appliances Group Co., Ltd. (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 23 June 2020 at 3:00 p.m.. A poll was demanded by Mr. Tang Ye Guo, the chairman of the AGM, for voting on all the proposed resolutions as set out in the notice of the AGM dated 15 May 2020 (the “**Notice of AGM**”). The convening of the AGM 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 AGM, 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. 11 Shareholders or their proxies holding 629,433,664 shares (including 548,492,053 A shares and 80,941,611 H shares), representing approximately 46.19% of the entire issued share capital of the Company, attended the AGM (in person or through the online voting system of Shenzhen Securities Information Co., Ltd.). Among these, 5 Shareholders or their proxies attended the AGM in person, representing a total of 600,858,508 shares or approximately 44.09% of the entire issued share capital, while 6 holders of A shares attended the AGM through the online voting system of Shenzhen Securities Information Co., Ltd., representing a total of 28,575,156 A shares or approximately 2.10% of the entire issued share capital.

So far as the Company is aware, the total number of shares entitling the holders to attend and vote for or against the ordinary resolutions at the AGM was 1,362,725,370 shares (representing 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 (the “**Listing Rules**”). There were no shares entitling the holders to

attend and vote only against the resolutions at the AGM. No Shareholder was required under the Listing Rules to abstain from voting at the AGM and no Shareholder has stated his/her/its intention in the circular dated 15 May 2020 to vote against or to abstain from voting on the resolutions at the AGM.

ShineWing Certified Public Accountants LLP was appointed as the scrutineer at the AGM for the purpose of vote-taking.

Unless otherwise defined, terms used in this announcement shall have the same meanings as those used in the Notice of AGM. Please refer to the Notice of AGM for the full text of the resolutions set out below. The poll results in respect of the resolutions passed at the AGM 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 report of the Board for the year ended 31 December 2019.					
	Total	629,385,864	99.99240%	33,400	0.00531%	14,400
	A shares	548,444,253	99.99128%	33,400	0.00609%	14,400
	H shares	80,941,611	100.00000%	0	0.00000%	0
	Poll results	passed				
2.	To consider and approve the report of the supervisory committee of the Company for the year ended 31 December 2019.					
	Total	629,385,864	99.99240%	33,400	0.00531%	14,400
	A shares	548,444,253	99.99128%	33,400	0.00609%	14,400
	H shares	80,941,611	100.00000%	0	0.00000%	0
	Poll results	passed				
3.	To consider and approve the 2019 annual report of the Company and its summary.					
	Total	629,385,864	99.99240%	33,400	0.00531%	14,400
	A shares	548,444,253	99.99128%	33,400	0.00609%	14,400
	H shares	80,941,611	100.00000%	0	0.00000%	0
	Poll results	passed				

	To consider and approve the audited consolidated financial statements of the Company and its subsidiaries for the year ended 31 December 2019.						
4.	Total	629,385,864	99.99240%	33,400	0.00531%	14,400	0.00229%
	A shares	548,444,253	99.99128%	33,400	0.00609%	14,400	0.00263%
	H shares	80,941,611	100.000000%	0	0.00000%	0	0.00000%
	Poll results	passed					
5.	To consider and approve the profit distribution proposal of the Company for the year ended 31 December 2019.						
	Total	629,385,864	99.99240%	33,400	0.00531%	14,400	0.00229%
	A shares	548,444,253	99.99128%	33,400	0.00609%	14,400	0.00263%
	H shares	80,941,611	100.000000%	0	0.00000%	0	0.00000%
6.	Poll results	passed					
	To consider and approve the re-appointment of ShineWing Certified Public Accountants LLP as the auditor of the Company for the ensuing year and to authorise the Board to fix its remuneration.						
	Total	628,890,864	99.91376%	542,700	0.08622%	100	0.00002%
	A shares	548,444,253	99.99128%	47,700	0.00870%	100	0.00002%
7.	H shares	80,446,611	99.38845%	495,000	0.61155%	0	0.00000%
	Poll results	passed					
	To consider and approve the resolution on entrusted wealth management of idle self-owned funds of the Company.						
	Total	584,778,730	92.90553%	44,654,834	7.09445%	100	0.00002%
8.	A shares	523,175,857	95.38440%	25,316,096	4.61558%	100	0.00002%
	H shares	61,602,873	76.10779%	19,338,738	23.89221%	0	0.00000%
	Poll results	passed					
	To consider and approve the resolution to purchase liability insurance for the directors and the members of the senior management of the Company and to authorise the Board to handle the relevant matters.						
9.	Total	628,890,864	99.91376%	542,700	0.08622%	100	0.00002%
	A shares	548,444,253	99.99128%	47,700	0.00870%	100	0.00002%
	H shares	80,446,611	99.38845%	495,000	0.61155%	0	0.00000%

	Poll results	passed					
9.	To consider and approve the appointment of Mr. Duan Yue Bin as an executive director of the tenth session of the Board and to authorise the Board to fix his remuneration.						
	Total	628,568,836	99.86260%	864,728	0.13738%	100	0.00002%
	A shares	548,338,225	99.97195%	153,728	0.02803%	100	0.00002%
	H shares	80,230,611	99.12159%	711,000	0.87841%	0	0.00000%
	Poll results	passed					

## PAYMENT OF THE FINAL DIVIDEND

Declaration and payment of a final dividend of RMB3.95 (tax inclusive) per 10 shares was approved at the AGM. The dividend of H shares will be paid to the holders of H shares whose names appear on the register of members of the Company on Friday, 10 July 2020 (the “**Record Date**”). The register of members of the Company will be closed from Friday, 3 July 2020 to Friday, 10 July 2020 (both days inclusive) during which period no transfer of shares of the Company will be registered.

According to the Articles of Association, dividend will be denominated and declared in Renminbi. Dividend on A shares will be paid in Renminbi and dividend on H shares will be paid in Hong Kong dollars. The amount of dividend payable in Hong Kong dollars is calculated based on the average of the median exchange rate of Hong Kong dollars to Renminbi as announced by the People’s Bank of China for the five business days prior to 23 June 2020, being the date of dividend declaration (HK\$1.00 equivalent to RMB0.91431).

The Company has appointed Bank of China (Hong Kong) Trustees Limited as the receiving agent in Hong Kong (the “**Receiving Agent**”) and will pay to the Receiving Agent final dividend declared for payment to holders of H shares. Final dividend will be paid by the Receiving Agent and relevant cheques are expected to be despatched on or about 14 August 2020 to holders of H shares entitled to receive such dividend by ordinary post at their own risk.

With respect to the profit distribution, the Company wishes to emphasise that, pursuant to the provisions of the Corporate Income Tax Law of the People’s Republic of China (《中華人民共和國企業所得稅法》) and the Implementing Regulations of the Corporate Income Tax Law of the People’s Republic of China (《中華人民共和國企業所得稅法實施條例》), with effect from 1 January 2008, any PRC domestic enterprise shall withhold the corporate income tax when distributing dividends payable to the shareholders being non-resident enterprises (i.e. legal persons) for accounting periods starting from 1 January 2008, and the payer of the dividends shall serve as the withholding agent. The Company will strictly abide by the law and identify all shareholders who are subject to the withholding and payment of corporate income tax based on the register of members of H shares of the Company as

at the Record Date in respect of the distribution of dividends and shall distribute the relevant dividends after deducting corporate income tax of 10% to non-resident enterprise shareholders (as defined under the Enterprise Income Tax Law (《企業所得稅法》), including HKSCC Nominees Limited, other corporate nominees or trustees, or other organisations or entities) whose names appear on the register of members of the H shares of the Company.

After receiving dividends, a non-resident enterprise may apply to the relevant tax authorities for enjoying treatment of taxation treaties (arrangement) in person or through appointed agent or through a person who has obligation to withhold or pay dividend, and provide information to prove that it is an actual beneficiary conforming with the requirement(s) of taxation treaties (arrangement). After the relevant tax authorities have verified that there is no error, it shall refund tax with reference to the tax levied and the difference in the amount of tax payable calculated at the tax rate under the taxation treaties (arrangement).

Pursuant to the requirements of “Notice of the Ministry of Finance and the State Administration of Taxation on Certain Policies Regarding Individual Income Tax (Cai Shui Zi [1994]020)” (財政部、國家稅務總局關於個人所得稅若干政策問題的通知 (財稅字[1994]020號)), foreign individuals are exempted from individual income tax on dividends and bonus received from foreign-invested enterprises in the PRC. As the Company is a foreign-invested joint stock limited company, the individual shareholders who hold the H shares of the Company and whose names appear on the register of members of the H shares of the Company are not required to pay the individual income tax of the PRC.

Shareholders and investors should read the contents of this announcement carefully. Shareholders are recommended to consult their tax advisers regarding PRC, Hong Kong and other tax implications arising from their holding and disposal of the H shares of the Company. The Company has no obligation and shall not be responsible for confirming the identities of the shareholders. The Company will withhold and pay the enterprise income tax in strict compliance with the relevant laws or requirements of the relevant governmental authorities and based strictly on the register of members of the H shares of the Company on the Record Date. The Company shall owe no liability whatsoever in respect of, and will not entertain any request arising from, any delay in ascertaining the identity of the shareholders, or inaccurate determination of the identity of the shareholders, or any disputes over the mechanism of withholding and paying of the enterprise income tax.

Investors' attention should be drawn to the announcement regarding the detailed arrangement of the distribution of dividend for A shares of the Company to be published in due course.

## **Legal opinion of PRC lawyer**

1. Name of law firm: BEIJING DHH (GUANGZHOU) LAW FIRM
2. Name of lawyer: Qingchun Hua, Degang Gao
3. Summarised legal opinion: The convening of the AGM, the procedures for holding the AGM, the eligibility of the convener, the eligibility of the persons attending the AGM, the proposed resolutions and the voting procedures at the AGM are in compliance with the requirements of the laws and regulations and the Articles of Association. The resolutions passed by the AGM are lawful and valid.

## **Documents available for inspection**

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

By order of the Board

**Hisense Home Appliances Group Co., Ltd.**

**Tang Ye Guo**

Chairman

Foshan City, Guangdong, the PRC, 23 June 2020

*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. Duan Yue Bin; and the Company's independent non-executive directors are Mr. Ma Jin Quan, Mr. Zhong Geng Shen and Mr. Cheung Sai Kit.*