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CIMC ENRIC

CIMC Enric Holdings Limited

中集安瑞科控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 3899)

POLL RESULTS OF ANNUAL GENERAL MEETING HELD ON 20 MAY 2015 AND FURTHER INFORMATION IN RELATION TO THE DISTRIBUTION OF THE 2014 FINAL DIVIDEND

Reference is made to the notice of the annual general meeting (the “**AGM Notice**”) of CIMC Enric Holdings Limited (the “**Company**”) and the circular (the “**Circular**”) of the Company both dated 15 April 2015. Terms used in this announcement shall have the same meanings as defined in the AGM Notice and the Circular unless otherwise stated.

The Company is pleased to announce the poll results in respect of the resolutions proposed at the AGM as follows:

ORDINARY RESOLUTIONS		Number of Votes (%) (Note)	
		For	Against
1.	To receive and consider the audited consolidated financial statements and the directors’ and independent auditor’s reports for the year ended 31 December 2014	1,551,386,466 (100%)	0 (0%)
As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed.			
2.	To declare a final dividend in respect of 2014 of HKD0.195 per ordinary share	1,551,386,466 (100%)	0 (0%)
As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed.			
3.	(1) To re-elect Mr. Liu Chunfeng as director	1,543,395,992 (99.48%)	7,990,474 (0.52%)
	As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed.		
	(2) To re-elect Mr. Gao Xiang as director	1,529,557,717 (98.59%)	21,828,849 (1.41%)
	As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed.		
	(3) To re-elect Mr. Jin Yongsheng as director	1,538,667,993 (99.18%)	12,718,473 (0.82%)
	As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed.		
(4)	To re-elect Mr. Wong Chun Ho as director	1,548,174,466 (99.79%)	3,212,000 (0.21%)

	As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed.		
	(5) To authorise the board of directors to fix the remuneration of directors	1,541,561,918 (99.45%)	8,570,100 (0.55%)
	As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed.		
4.	To re-appoint PricewaterhouseCoopers and to authorise the board of directors to fix the remuneration of auditor	1,551,384,666 (99.99%)	1,800 (0.01%)
	As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed.		
5.	To grant a general mandate to the directors to issue shares	1,389,752,010 (89.58%)	161,634,456 (10.42%)
	As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed.		
6.	To grant a general mandate to the directors to repurchase shares	1,551,386,465 (100%)	0 (0%)
	As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed.		
7.	To extend the general mandate to be given to the directors to issue shares by addition thereto the share repurchased by the Company	1,391,525,225 (89.70%)	159,861,241 (10.30%)
	As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed.		

Note:

The number of votes and percentage of each resolution are based on the total number of Shares held by the Shareholders who were entitled to vote and had voted in respect of that resolution at the AGM.

As at the date of the AGM, the total number of issued and fully paid up Shares was 1,934,757,088 Shares. In relation to all resolutions proposed at the AGM, the total number of Shares entitling the holders to attend and vote for or against the resolutions was 1,934,757,088 Shares.

There were no Shares entitling the holders to attend and abstain from voting in favour of the resolutions at the AGM as set out in Rule 13.40 of the Listing Rules and there were no Shares requiring the holders to abstain from voting at the AGM under the Listing Rules.

Computershare Hong Kong Investor Services Limited (“**Computershare**”), the Company’s branch share registrar in Hong Kong, acted as scrutineer for the vote-taking at the AGM.

FURTHER INFORMATION IN RELATION TO THE DISTRIBUTION OF THE 2014 FINAL DIVIDEND

Reference is made to the announcement of the Company dated 20 March 2015 (the “**Announcement**”) in relation to, inter alia, withholding and payment of enterprise income tax for non-resident enterprises on distribution of the 2014 Final Dividend (as defined in the Announcement).

The Company has been regarded as a Chinese Resident Enterprise by the tax authority of China with effect from 2013. Pursuant to the “Enterprise Income Tax Law of the People’s Republic of China” and the “Implementation Regulations for the Enterprise Income Tax Law of the People’s

Republic of China”, the Company is required to withhold and pay 10% enterprise income tax when it distributes the 2013 final dividend and dividends in subsequent years to its non-resident enterprise shareholders. The withholding and payment obligation lies with the Company. Therefore, the Company will implement enterprise income tax withholding and payment when it distributes the 2014 Final Dividend to non-resident enterprise shareholders. Further details of the withholding and payment of 10% enterprise income tax can be referred to the Announcement.

With respect to individual investors of Shanghai-Hong Kong Stock Connect who hold Shares through HKSCC Nominees Limited, Hong Kong Securities Clearing Company Limited will pay the amount of the 2014 Final Dividend net of the 10% enterprise withholding tax to China Securities Depository and Clearing Corporation Limited for dividend distribution in accordance with relevant requirements under the Notice Regarding Tax Policies Related to the Shanghai-Hong Kong Stock Connect (Cai Shui [2014] No. 81) (《關於滬港股票市場交易互聯互通機制試點有關稅收政策的通知 (財稅 [2014] 81號)》) jointly published by the Ministry of Finance of the PRC, State Administration of Taxation of the PRC and China Securities Regulatory Commission.

By order of the Board
CIMC Enric Holdings Limited
Cheong Siu Fai
Company Secretary

Hong Kong, 20 May 2015

As at the date of this announcement, the Board consists of Mr. Gao Xiang (Chairman), Mr. Liu Chunfeng (General Manager), Mr. Jin Jianlong and Mr. Yu Yuqun as executive Directors; Mr. Jin Yongsheng as a non-executive Director; and Mr. Wong Chun Ho, Mr. Tsui Kei Pang and Mr. Zhang Xueqian as independent non-executive Directors.