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Precision Tsugami (China) Corporation Limited

津上精密機床（中國）有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 1651)

POLL RESULTS OF THE ANNUAL GENERAL MEETING HELD ON 17 AUGUST 2020

AND

AMENDMENTS TO THE MEMORANDUM AND ARTICLES OF ASSOCIATION

POLL RESULTS OF THE ANNUAL GENERAL MEETING HELD ON 17 AUGUST 2020

At the annual general meeting (the “AGM”) of Precision Tsugami (China) Corporation Limited (the “Company”) held on 17 August 2020, all the proposed resolutions as set out in the notice of the AGM dated 17 July 2020 were taken by poll. The poll results are as follows:

ORDINARY RESOLUTIONS		Number of Votes (%)	
		For	Against
1.	To receive and consider the audited consolidated financial statements and the reports of the directors and auditors of the Company for the year ended 31 March 2020.	355,407,981 (100.00%)	0 (0.00%)
2.	To declare a final dividend of HK\$0.15 per share for the year ended 31 March 2020.	355,407,981 (100.00%)	0 (0.00%)

ORDINARY RESOLUTIONS			Number of Votes (%)	
			For	Against
3.	(A)	To re-elect each of the following as directors of the Company by separate resolutions:		
	(i)	Mr. Takao Nishijima as a non-executive director of the Company;	353,717,576 (99.52%)	1,690,405 (0.48%)
	(ii)	Mr. Seiji Tsuishu as a non-executive director of the Company;	354,796,576 (99.83%)	611,405 (0.17%)
	(iii)	Dr. Eiichi Koda as an independent non-executive director of the Company; and	355,407,981 (100.00%)	0 (0.00%)
	(iv)	Mr. Tam Kin Bor as an independent non-executive director of the Company.	355,219,981 (99.95%)	188,000 (0.05%)
	(B)	To authorise the board of directors of the Company to fix the remuneration of directors.	342,473,528 (96.36%)	12,934,453 (3.64%)
4.		To re-appoint Ernst & Young as the auditors of the Company and to authorise the board of directors of the Company to fix their remuneration.	355,407,981 (100.00%)	0 (0.00%)
5.		To grant a general mandate to the directors of the Company to repurchase shares of the Company not exceeding 4% of the total number of issued shares of the Company as at the date of passing of this resolution.	355,407,981 (100.00%)	0 (0.00%)
SPECIAL RESOLUTION				
6.		To approve and adopt the proposed memorandum and articles of association of the Company in substitution for, and to the exclusion of, the existing memorandum and articles of association of the Company.	355,407,981 (100.00%)	0 (0.00%)

Notes:

- (a) The number of shares of the Company (the “**Shares**”) and percentage of the voting as stated above are based on the total number of Shares held by the shareholders of the Company (the “**Shareholders**”) who attended and voted at the AGM in person, by authorised corporate representative or by proxy.
- (b) As more than 50% of the votes were cast in favour of each of the resolutions numbered 1 to 5, all resolutions were duly passed as ordinary resolutions of the Company. As not less than 75% of the votes were cast in favour of the resolution numbered 6, such resolution was duly passed as a special resolution of the Company.
- (c) As at the date of the AGM, a total of 380,994,000 Shares were in issue and entitled the holders of which to attend and vote at the AGM.
- (d) There were no Shares entitling the Shareholders to attend and abstain from voting in favour of the resolutions at the AGM 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**”).
- (e) No Shareholder was required under the Listing Rules to abstain from voting on the resolutions at the AGM. There was no restriction on any Shareholders to cast votes on any of the proposed resolutions at the AGM.
- (f) None of the Shareholders have stated their intention in the Company’s circular dated 17 July 2020 to vote against or to abstain from voting on any of the resolutions at the AGM.
- (g) The Company’s Hong Kong branch share registrar, Tricor Investor Services Limited, acted as the scrutineer for the vote-taking at the AGM.

AMENDMENTS TO THE MEMORANDUM AND ARTICLES OF ASSOCIATION

The board of directors of the Company is pleased to announce that pursuant to the special resolution numbered 6 above, the memorandum and articles of association of the Company (“**Memorandum and Articles of Association**”) has been amended pursuant to the proposed amendments with effect from 17 August 2020. Please refer to the circular of the Company dated 17 July 2020 for details of the proposed amendments. For the full text of the amended and restated Memorandum and Articles of Association, please refer to the websites of The Stock Exchange of Hong Kong Limited (www.hkexnews.hk) and the Company (www.tsugami.com.cn).

By order of the Board
Precision Tsugami (China) Corporation Limited
Dr. Tang Donglei
Chief Executive Officer and Executive Director

Hong Kong, 17 August 2020

As at the date of this announcement, the executive directors of the Company are Dr. Tang Donglei and Dr. Li Zequn; the non-executive directors of the Company are Mr. Takao Nishijima, Ms. Mami Matsushita and Mr. Seiji Tsuishu; and the independent non-executive directors of the Company are Dr. Eiichi Koda, Dr. Huang Ping and Mr. Tam Kin Bor.