

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.



東方電氣股份有限公司
DONGFANG ELECTRIC CO., LTD.

(A joint stock limited company incorporated in the People's Republic of China)

(Stock Code: 1072)

POLL RESULTS OF THE 2023 THIRD EXTRAORDINARY GENERAL MEETING HELD ON 20 APRIL 2023

References are made to the circular (the “**Circular**”) and the notice (the “**Notice**”) of the 2023 Third Extraordinary General Meeting (the “**EGM**”) dated 5 April 2023 of Dongfang Electric Corporation Limited (the “**Company**”). Unless otherwise defined herein, terms used in this announcement shall have the same meaning as defined in the Circular.

The Company held the EGM (the “**Meeting**”) on Thursday, 20 April 2023 at 9:00 a.m. at the conference room of the Company, No. 18 Xixin Road, High-Tech District (Western District), Chengdu City, Sichuan Province, the People's Republic of China (the “**PRC**”). Without any new resolution being proposed at the Meeting, all resolutions as set out in the Notice were duly passed by way of poll (onsite voting and online voting) without amendments by the attending shareholders and authorized proxies carrying voting rights.

As at the date of the Meeting, there were a total of 3,118,533,797 Shares of the Company in issue (including 2,778,533,797 A Shares and 340,000,000 H Shares). As disclosed in the Circular, DEC Group, its associates and Associated Shareholders have abstained from voting on the special resolutions No. 3 to No. 15 at the EGM. Save as disclosed herein, there were no Shares of the Company entitling the holder to attend and abstain from voting in favour of the resolutions at the Meeting, and no Shareholders have stated their intention in the Circular to vote against any of the resolutions or to abstain from voting at the Meeting.

Mr. Yu Peigen, the Chairman of the Board, attended and acted as the chairman of the Meeting and presided thereat and one other Director, namely Mr. Song Zhiyuan, also attended the Meeting. Mr. Liu Zhiquan, Mr. Zhang Jilie and Mr. Zhang Yanjun (all being Directors), Mr. Liu Dengqing, Mr. Huang Feng and Mr. Ma Yongqiang (all being independent non-executive Directors) did not attend the Meeting due to job-related reasons. Some of the supervisors, senior management of the Company, attesting lawyers and the scrutineer for the poll attended the Meeting.

Hong Kong Registrars Limited was appointed as the scrutineer for the poll at the Meeting, while the attesting lawyers, the Shareholder representatives and supervisor representatives of the Company were jointly responsible for vote counting and supervision thereof. The lawyers from Beijing King & Wood Mallesons (Chengdu) (北京金杜(成都)律師事務所) attended and witnessed the Meeting and had given legal opinions which are set out as follows: the convening and holding procedures of the Meeting are in accordance with the provisions of the Company Law, the Securities Law and other relevant laws and administrative regulations in the PRC as well as the Rules Governing the Shareholders' Meeting and the Articles of Association; the qualifications of the persons and convenor attending the Meeting are lawful and valid; the voting procedures and voting results of the EGM are lawful and valid.

POLL RESULTS OF THE EGM

A total of 781 Shareholders and authorized proxies holding an aggregate of 2,117,067,596 Shares attended the EGM (onsite voting and online voting), all of them accounting for approximately 67.886633% of the total number of Shares with voting rights. Among which, 2,015,686,565 Shares are held by holders of A Shares, representing approximately 64.635713% of the total number of Shares with voting rights while 101,381,031 Shares are held by the holders of H Shares, representing approximately 3.250920% of the total number of Shares with voting rights.

All resolutions proposed at the EGM were voted by poll. The poll results are as follows:

Resolutions adopting non-cumulative voting					
Special resolution ^(note)		Number of votes cast (Approximate percentage of total number of votes)			Total votes
		For	Against	Abstain	
1.	To consider and approve the grant of the General Mandate to issue Shares to the Board	2,019,090,038 (95.372097%)	89,124,458 (4.209810%)	8,851,300 (0.418093%)	2,117,065,796 (100%)
2.	To consider and approve the resolution on the Company's compliance with the conditions of Issuance of A Shares to Specific Targets	2,088,934,296 (98.671203%)	19,307,300 (0.911984%)	8,824,200 (0.416813%)	2,117,065,796 (100%)
3.	To consider and approve the Issuance of A Shares to Specific Targets:				
3.1	type and carrying value of the Issuance of A Shares to Specific Targets	360,424,652 (92.619397%)	19,880,518 (5.108756%)	8,840,800 (2.271847%)	389,145,970 (100%)
3.2	method and time of issuance	360,424,652 (92.619397%)	19,880,518 (5.108756%)	8,840,800 (2.271847%)	389,145,970 (100%)
3.3	Specific Investors	360,424,652 (92.619397%)	19,880,518 (5.108756%)	8,840,800 (2.271847%)	389,145,970 (100%)
3.4	issue price and principles of pricing	360,424,652 (92.619397%)	19,880,518 (5.108756%)	8,840,800 (2.271847%)	389,145,970 (100%)
3.5	number of new A Shares to be issued	360,424,652 (92.618969%)	19,882,318 (5.109195%)	8,840,800 (2.271836%)	389,147,770 (100%)
3.6	lock-up period arrangement	360,424,652 (92.619397%)	19,880,518 (5.108756%)	8,840,800 (2.271847%)	389,145,970 (100%)
3.7	listing place	360,424,652 (92.619397%)	19,870,018 (5.106058%)	8,851,300 (2.274545%)	389,145,970 (100%)

Resolutions adopting non-cumulative voting						
Special resolution ^(note)			Number of votes cast (Approximate percentage of total number of votes)			Total votes
			For	Against	Abstain	
	3.8	arrangement for distribution of accumulated profits	360,516,652 (92.643039%)	19,776,518 (5.082031%)	8,852,800 (2.274930%)	389,145,970 (100%)
	3.9	amount and use of proceeds	360,424,652 (92.619397%)	19,880,518 (5.108756%)	8,840,800 (2.271847%)	389,145,970 (100%)
	3.10	validity of the resolutions in respect of the Issuance of A Shares to Specific Targets	360,426,652 (92.619911%)	19,878,518 (5.108242%)	8,840,800 (2.271847%)	389,145,970 (100%)
4.	To consider and approve the resolution on the Demonstration and Analysis Report on the Plan for the Issuance of A Shares to Specific Targets		360,392,870 (92.611230%)	19,912,300 (5.116923%)	8,840,800 (2.271847%)	389,145,970 (100%)
5.	To consider and approve the resolution in relation to the Issue Proposal		360,424,652 (92.619397%)	19,880,518 (5.108756%)	8,840,800 (2.271847%)	389,145,970 (100%)
6.	To consider and approve the resolution on the Feasibility Analysis Report		360,392,870 (92.611230%)	19,912,300 (5.116923%)	8,840,800 (2.271847%)	389,145,970 (100%)
7.	To consider and approve the resolution on the Special Report on the Use of Previously Raised Proceeds of the Company		373,517,240 (95.983395%)	6,751,430 (1.734927%)	8,879,100 (2.281678%)	389,147,770 (100%)
8.	To consider and approve the resolution in relation to the connected transactions contemplated under the Issuance of A Shares to Specific Targets		360,655,670 (92.678763%)	19,649,500 (5.049390%)	8,840,800 (2.271847%)	389,145,970 (100%)
9.	To consider and approve the DEC Group Subscription Agreement and the Proposed DEC Group Subscription contemplated thereunder		360,427,752 (92.620194%)	19,877,418 (5.107959%)	8,840,800 (2.271847%)	389,145,970 (100%)
10.	To consider and approve the DEC Group Assets Acquisition Agreement and the Proposed Assets Acquisition contemplated thereunder		373,498,540 (95.979033%)	6,806,630 (1.749120%)	8,840,800 (2.271847%)	389,145,970 (100%)
11.	To consider and approve the Compensation Agreement and the transactions contemplated thereunder		373,500,540 (95.979547%)	6,804,630 (1.748606%)	8,840,800 (2.271847%)	389,145,970 (100%)
12.	To consider and approve the resolution on the remedial measures for the dilution of immediate returns upon the Issuance of A Shares to Specific Targets and undertakings by the relevant persons		360,392,870 (92.611230%)	19,912,300 (5.116923%)	8,840,800 (2.271847%)	389,145,970 (100%)

Resolutions adopting non-cumulative voting					
Special resolution ^(note)		Number of votes cast (Approximate percentage of total number of votes)			Total votes
		For	Against	Abstain	
13.	To consider and approve the resolution on the independence of Valuer, reasonableness of the assumptions of the valuation, correlation between the approach and purpose of the valuation and fairness of the basis of the consideration	373,502,840 (95.980138%)	6,802,330 (1.748015%)	8,840,800 (2.271847%)	389,145,970 (100%)
14.	To consider and approve the resolution on the audit reports and the Valuation Reports in respect of the Relevant Companies	373,520,340 (95.984635%)	6,746,530 (1.733676%)	8,879,100 (2.281689%)	389,145,970 (100%)
15.	To consider and approve the resolution on the authorisation to the Board and its authorised person(s) at the general meeting to deal with matters relevant to the Issuance of A shares to Specific Targets	331,874,070 (85.282669%)	48,371,100 (12.430066%)	8,900,800 (2.287265%)	389,145,970 (100%)
16.	To consider and approve the resolution on the Company's Plan on Shareholders' Return for the Upcoming Three Years (2023–2025)	2,101,762,366 (99.277140%)	6,402,130 (0.302405%)	8,901,300 (0.420455%)	2,117,065,796 (100%)

Note: For details of the above resolutions, please refer to the Circular.

As more than two-thirds of the votes were cast in favour of the special resolutions No.1 to No. 16, No.1 to No. 16 were duly passed as special resolutions.

By Order of the Board
Dongfang Electric Corporation Limited
Yu Peigen
Chairman

Chengdu, Sichuan Province, the PRC
20 April 2023

As at the date of this announcement, the directors of the Company are:

Directors: *Yu Peigen, Song Zhiyuan, Liu Zhiquan, Zhang Jilie and Zhang Yanjun*

Independent Non-executive Directors: *Liu Dengqing, Huang Feng and Ma Yongqiang*