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China MeiDong Auto Holdings Limited

中國美東汽車控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 1268)

POLL RESULTS OF ANNUAL GENERAL MEETING HELD ON 16 MAY 2023

Reference is made to the notice (the “**AGM Notice**”) of the annual general meeting (“**AGM**”) of China MeiDong Auto Holdings Limited (the “**Company**”) and the circular of the Company (the “**Circular**”), both dated 14 April 2023. Unless otherwise defined, capitalised terms used in this announcement shall have the same meanings as defined in the Circular.

POLL RESULTS OF THE AGM

The board (the “**Board**”) of directors (the “**Directors**”) of the Company is pleased to announce that all the resolutions as set out in the AGM Notice (the “**Resolutions**”) were duly passed by way of poll at the AGM held on 16 May 2023, and the poll results are as follows:

Ordinary resolutions		Number of votes cast (approximate percentage of total number of votes cast)	
		For	Against
1	To receive, consider and adopt the audited consolidated financial statements and the reports of the Directors and the independent auditors of the Company for the year ended 31 December 2022.	1,074,623,275 (99.89%)	1,216,000 (0.11%)

Ordinary resolutions		Number of votes cast (approximate percentage of total number of votes cast)	
		For	Against
2 (1)	(a) To re-elect Mr. YE Tao as an executive Director.	1,074,801,191 (99.90%)	1,038,084 (0.10%)
	(b) To re-elect Mr. CHEN Guiyi as an independent non-executive Director.	1,072,419,577 (99.68%)	3,419,698 (0.32%)
	(c) To re-elect Mr. TO Siu Lun as an independent non-executive Director.	1,062,044,163 (98.72%)	13,795,112 (1.28%)
(2)	To authorize the Board to fix the remuneration of the Directors.	1,073,043,300 (99.74%)	2,795,975 (0.26%)
3	To re-appoint KPMG as the auditors of the Company and authorize the Board to fix the remuneration of the auditors of the Company.	1,070,517,011 (99.51%)	5,322,264 (0.49%)
4	To grant a general mandate to the Directors to allot, issue and deal with additional shares of the Company not exceeding 20% of the issued shares of the Company as at the date of passing this resolution no. 4.	894,526,644 (83.15%)	181,312,631 (16.85%)
5	To grant a general mandate to the Directors to repurchase shares of the Company not exceeding 10% of the issued shares of the Company as at the date of passing this resolution no. 5.	1,075,652,254 (99.98%)	187,021 (0.02%)
6	To extend the general mandate to the Directors pursuant to ordinary resolution no. 4 to allot, issue and deal with additional shares of the Company by addition thereto the number of shares repurchased under resolution no. 5.	922,008,230 (85.70%)	153,831,045 (14.30%)
7	To approve the payment of a final dividend of RMB0.1170 per ordinary share of the Company for the year ended 31 December 2022.	1,075,839,275 (100.00%)	0 (0.00%)

As more than 50% of the votes were cast in favour of each of the above Resolutions, all the above Resolutions were duly passed as ordinary resolutions of the Company.

Special resolution		Number of votes cast (approximate percentage of total number of votes cast)	
		For	Against
8	To approve the proposed amendments to the existing memorandum and articles of association of the Company and to adopt the amended and restated memorandum and articles of association of the Company.	1,003,871,487 (93.31%)	71,967,786 (6.69%)

As not less than three-fourths of the votes were cast in favour of the above Resolution, such Resolution was duly passed as a special resolution of the Company. The amendments of the memorandum and articles of association of the Company has taken effect on the same day.

Full text of the Resolutions is set out in the AGM Notice.

Tricor Investor Services Limited, the Company's Hong Kong branch share registrar, was appointed and acted as the scrutineer for vote-taking at the AGM.

All Directors attended the AGM, either in person or through electronic means.

Notes:

- (a) As at the date of the AGM, the total number of issued Shares is 1,345,709,701 Shares, being the total number of Shares entitling the holder to attend and vote on the Resolutions at the AGM.

There were no restrictions on any Shareholders to cast votes on any of the Resolutions at the AGM. No Shareholder was required under the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "**Listing Rules**") to abstain from voting on the Resolutions at the AGM. No person has indicated in the Circular that he/she intends to abstain from voting on or vote against any of the Resolutions. There were no Shares entitling the holders to attend and abstain from voting in favour of the Resolutions as set out in Rule 13.40 of the Listing Rules. No Shares were actually voted but excluded from calculating the poll results.

- (b) The register of members of the Company will be closed from 19 June 2023 (Monday) to 23 June 2023 (Friday), both days inclusive, during which period no transfer of shares will be effected for the purpose of ascertaining the shareholders entitled to the final dividend. The last day for dealing in shares on a cum-entitlement basis will be 14 June 2023 (Wednesday). To be entitled to the final dividend, all completed transfer forms accompanied by the relevant share certificates must be lodged not later than 4:30 p.m. on 16 June 2023 (Friday) with the branch share registrar of the Company, Tricor Investor Services Limited at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong. The latest time for holders of the Convertible Bonds of the Company (Debt stock code: 4401, SAIL VAN B2701) to exercise their conversion rights in order to be entitled to the final dividend is 4:30 p.m. on 8 June 2023 (Thursday).

By Order of the Board
China MeiDong Auto Holdings Limited
WONG Cheung Ki Johnny
Company Secretary

Hong Kong, 16 May 2023

As at the date of this announcement, the Board comprises:

Executive Directors:

Mr. YE Fan (*Chairman*)
Mr. YE Tao (*Chief Executive Officer*)
Ms. LUO Liuyu

Independent Non-executive Directors:

Mr. CHEN Guiyi
Mr. WANG, Michael Chou
Mr. TO Siu Lun