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西部水泥

WEST CHINA CEMENT LIMITED

中國西部水泥有限公司

(Incorporated in Jersey with limited liability, with registered number 94796)

(Stock Code: 2233)

**POLL RESULTS OF ANNUAL GENERAL MEETING
HELD ON 25 MAY 2023**

The Board is pleased to announce that at the AGM held on 25 May 2023, all the proposed resolutions were duly passed by the shareholders of the Company by way of poll.

Reference is made to the circular of West China Cement Limited (the “**Company**”) dated 24 April 2023 (the “**Circular**”) and the notice of annual general meeting (“**AGM**”) of the Company dated 24 April 2023.

The board of directors of the Company (the “**Board**”) is pleased to announce that at the AGM held on 25 May 2023, all the proposed resolutions set out in the notice of AGM dated 24 April 2023 were duly passed by way of poll.

The voting results of the poll taken at the AGM in respect of all the resolutions are set out as follows:

	Ordinary Resolutions (Note 1)	Number of Shares represented by votes cast and percentage of total number of Shares represented by votes cast		Total number of votes cast
		For	Against	
1.	To receive, consider and adopt the audited consolidated financial statements and the reports of the directors of the Company (the “ Directors ”) and auditors of the Company and its subsidiaries for the year ended 31 December 2022.	2,967,594,203 (99.691315%)	9,188,890 (0.308685%)	2,976,783,093
2.	To declare a final dividend of RMB0.067 per ordinary share for the year ended 31 December 2022 to the shareholders of the Company which shall be paid out of the distributable reserve of the Company.	2,976,283,093 (99.983203%)	500,000 (0.016797%)	2,976,783,093
3.	(a) To re-elect Mr. Cao Jianshun as an executive Director;	2,921,791,661 (98.152656%)	54,991,432 (1.847344%)	2,976,783,093
	(b) To re-elect Mr. Wang Fayin as an executive Director;	2,911,513,629 (97.807383%)	65,269,464 (2.192617%)	2,976,783,093
	(c) To re-elect Mr. Chu Yufeng as an executive Director; and	2,914,087,182 (97.893837%)	62,695,911 (2.106163%)	2,976,783,093
	(d) To re-elect Mr. Zhang Jimin as an executive Director.	2,579,074,643 (86.639656%)	397,708,450 (13.360344%)	2,976,783,093
	(e) To re-elect Mr. Lee Kong Wai Conway as an independent non-executive Director	2,308,534,640 (77.551322%)	668,248,453 (22.448678%)	2,976,783,093
	(f) To re-elect Mr. Feng Tao as an independent non-executive Director; and	2,971,553,093 (99.824307%)	5,230,000 (0.175693%)	2,976,783,093
	(g) To re-elect Mr. Fan Changhong as a non-executive Director.	2,874,707,879 (98.269555%)	50,621,214 (1.730445%)	2,925,329,093
4.	To authorise the board of Directors to fix the remuneration of the Directors.	2,945,115,593 (98.936184%)	31,667,500 (1.063816%)	2,976,783,093
5.	To re-appoint Deloitte & Touche Tohmatsu as auditors of the Company and authorise the board of Directors to fix their remuneration.	2,959,339,093 (99.413998%)	17,444,000 (0.586002%)	2,976,783,093

	Ordinary Resolutions (Note 1)	Number of Shares represented by votes cast and percentage of total number of Shares represented by votes cast		Total number of votes cast
		For	Against	
6.	To grant a general mandate to the Directors to allot, issue and deal with shares of the Company not exceeding 20% of the total number of issued Shares of the Company as at the date of passing of this resolution.	2,098,930,791 (70.510035%)	877,852,302 (29.489965%)	2,976,783,093
7.	To grant a general mandate to the Directors to repurchase shares of the Company not exceeding 10% of the total number of issued Shares of the Company as at the date of passing of this resolution.	2,976,283,093 (99.983203%)	500,000 (0.016797%)	2,976,783,093
8.	To extend the general mandate granted under resolution no. 6 by adding the shares repurchased pursuant to the general mandate granted by resolution no. 7.	2,302,756,275 (77.357208%)	674,026,818 (22.642792%)	2,976,783,093
	Special Resolution (Note 2)	Number of Shares represented by votes cast and percentage of total number of Shares represented by votes cast		Total number of votes cast
		For	Against	
9.	To approve the proposed amendments to the Articles of Association of the Company and the adoption of the new Articles of Association of the Company.	2,907,470,419 (95.671357%)	131,548,274 (4.328643%)	3,039,018,693

Note:

1. As a majority of the votes were cast in favour of each of the ordinary resolutions numbered 1 to 8, such resolutions were duly passed as ordinary resolutions at the AGM.
2. As more than 75% of the votes were cast in favour of the special resolution numbered 9, such resolution was duly passed as a special resolution at the AGM.

As at the date of the AGM, the total number of issued shares (the “Shares”) of the Company was 5,438,882,820 Shares. The total number of Shares entitling the holders to attend and vote for or against resolutions no.1 to no. 9 as set out above was 5,438,882,820

Shares. None of the shareholders of the Company (the “**Shareholders**”) were entitled to attend and required to abstain from voting in favour of or to vote only against the resolutions at the AGM.

There were no restrictions on any Shareholder to attend and cast their votes on any resolutions proposed at the AGM.

None of the Shareholders has stated their intention in the Circular to vote against or to abstain from voting on any of the resolutions at the AGM.

The attendance record of the Directors at the AGM was as follows:

- Mr. Zhang Jimin, Mr. Cao Jianshun, Mr. Chu Yufeng and Mr. Wang Fayin (as executive Directors), Mr. Ma Zhaoyang and Mr. Fan Changhong (as non-executive Directors), Mr. Lee Kong Wai Conway, Mr. Tam King Ching Kenny and Mr. Feng Tao (as independent non-executive Directors) attended in person;
- Mr. Wang jinqian (as a non-executive Director) and Mr. Zhu Dong (as an independent non-executive Director) attended by teleconferencing.

Computershare Hong Kong Investor Services Limited, the Hong Kong branch share registrar of the Company, was appointed as the scrutineer for the purpose of the poll-taking at the AGM.

By Order of the Board
West China Cement Limited
Zhang Jimin
Chairman

Hong Kong, 25 May 2023

As at the date of this announcement, the executive Directors are Mr. Zhang Jimin, Mr. Cao Jianshun, Mr. Wang Fayin and Mr. Chu Yufeng, the non-executive Directors are Mr. Ma Zhaoyang, Mr. Wang Jingqian and Mr. Fan Changhong, and the independent non-executive Directors are Mr. Lee Kong Wai, Conway, Mr. Zhu Dong, Mr. Tam King Ching, Kenny and Mr. Feng Tao.