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SANY HEAVY EQUIPMENT INTERNATIONAL HOLDINGS COMPANY LIMITED

三一重裝國際控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 631)

POLL RESULTS FOR THE EXTRAORDINARY GENERAL MEETING HELD ON 7 DECEMBER 2023

Reference is made to the circular of Sany Heavy Equipment International Holdings Company Limited (the “**Company**”) dated 20 November 2023 (the “**Circular**”), and the notice of the extraordinary general meeting (“**EGM**”) of the Company dated 20 November 2023 (the “**EGM Notice**”). Unless otherwise stated herein, terms used in this announcement shall have the same meanings as those defined in the Circular and the EGM Notice.

RESULTS OF THE EGM

The Board is pleased to announce that the resolutions proposed at the EGM convened and held on 7 December 2023 were duly passed by the Shareholders by way of poll. Computershare Hong Kong Investor Services Limited, the Company’s branch share registrar in Hong Kong, was appointed as the scrutineer at the EGM for the purpose of vote-taking.

Details of the poll results in respect of the resolutions proposed at the EGM were as follows:

Ordinary Resolutions		Number of vote (%)	
		For	Against
1.	(1) To approve, confirm and ratify the 2023 Supplemental Products Sales Agreement (as defined in the circular of the Company dated 20 November 2023) dated 30 October 2023 entered into between the Company and Sany Group; and (2) To approve, confirm and ratify the annual caps for the transactions under the 2023 Supplemental Products Sales Agreement.	296,969,451 100%	0 0%

Ordinary Resolutions		Number of vote (%)	
		For	Against
2.	(1) To approve, confirm and ratify the 2023 Supplemental Master Purchase Agreement (as defined in the circular of the Company dated 20 November 2023) dated 30 October 2023 entered into between the Company and Sany Group; and (2) To approve, confirm and ratify the annual caps for the transactions under the 2023 Supplemental Master Purchase Agreement.	296,969,451 100%	0 0%
3.	(1) To approve, confirm and ratify the 2023 Supplemental Equipment Sales and Leasing Framework Agreement (as defined in the circular of the Company dated 20 November 2023) dated 30 October 2023 entered into between the Company and Sany Group; and (2) To approve, confirm and ratify the annual caps for the transactions under the 2023 Supplemental Equipment Sales and Leasing Framework Agreement.	296,969,451 100%	0 0%

As at the date of the EGM, the total number of Shares in issue was 3,189,660,321 Shares. There were no Shares entitling the Shareholders to attend and abstain from voting in favour of the proposed resolutions at the EGM as set out in Rule 13.40 of the Listing Rules. No Shareholder has stated his or her intention in the Circular to vote against or to abstain from voting on the resolutions proposed at the EGM. As disclosed in the Circular, the relevant interested Shareholders, namely, Sany Hong Kong, Mr. Liang Wengen, Mr. Tang Xiuguo, Mr. Xiang Wenbo and their respective associates, who held an aggregate of 2,115,637,688 Shares, representing approximately 66.33% of the issued share capital of the Company, were required to abstain and had abstained from voting on the ordinary resolutions in relation to the approval of the 2023 Supplemental Products Sales Agreement, the 2023 Supplemental Master Purchase Agreement, the 2023 Supplemental Equipment Sales and Leasing Framework Agreement and the respective transactions contemplated thereunder at the EGM. The trustee of the share award scheme of the Company, which held a total of 14,433,955 Shares as at the date of the EGM, should not vote and did not exercise the voting rights in respect of such Shares held under the trust. Save as disclosed above, no other Shareholder was required to abstain from voting at the EGM. Accordingly, the total number of Shares entitling the Shareholders to attend and vote on the resolutions proposed at the EGM was 1,059,588,678 Shares. There were no Shares actually voted but excluded from calculating the poll results of the EGM.

All the Directors, namely Mr. Liang Zaizhong, Mr. Qi Jian, Mr. Fu Weizhong, Mr. Tang Xiuguo, Mr. Xiang Wenbo, Mr. Ng Yuk Keung, Mr. Poon Chiu Kwok and Mr. Hu Jiquan attended the EGM either in person or by electronic means.

As more than half of the votes were cast in favour of each resolution proposed at the EGM, all of the above resolutions were duly passed as ordinary resolutions of the Company at the EGM.

By the Order of the Board
Sany Heavy Equipment International Holdings Company Limited
Liang Zaizhong
Chairman

Hong Kong, 7 December 2023

As at the date of this announcement, the executive Directors are Mr. Liang Zaizhong, Mr. Qi Jian and Mr. Fu Weizhong, the non-executive Directors are Mr. Tang Xiuguo and Mr. Xiang Wenbo, and the independent non-executive Directors are Mr. Ng Yuk Keung, Mr. Poon Chiu Kwok and Mr. Hu Jiquan.