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京西重工國際有限公司
BEIJINGWEST INDUSTRIES INTERNATIONAL LIMITED
(Incorporated in the Cayman Islands with limited liability)
(Stock code: 2339)

**VOTING RESULTS OF THE EXTRAORDINARY GENERAL MEETING
HELD ON 19 DECEMBER 2014**

The Board announces that all the resolutions set out in the EGM Notice were duly passed by the Independent Shareholders and/or the Shareholders (as the case may be) by way of poll at the EGM held on 19 December 2014.

Reference is made to the circular of the Company dated 27 November 2014 (the “**Circular**”) to the Shareholders regarding (1) very substantial acquisition and connected transaction; (2) reverse takeover involving a new listing application; (3) continuing connected transactions; (4) reclassification of Class B Shares and amendments to the Memorandum and Articles and notice of EGM (the “**EGM Notice**”). Capitalized terms used herein shall have the same meanings as defined in the Circular unless the context requires otherwise. The Circular may be viewed at, and downloaded from, the website of the Company at <http://www.irasia.com/listco/hk/bwi/> and the website of Hong Kong Exchanges and Clearing Limited at www.hkexnews.hk.

VOTING RESULTS OF THE EGM

The Board announces that all the resolutions set out in the EGM Notice contained in the Circular were duly passed by the Independent Shareholders and/or the Shareholders (as the case may be) by way of poll at the EGM held on 19 December 2014.

The Company’s share registrar, Tricor Investor Services Limited, was appointed the scrutineer at the EGM for the purpose of vote-taking.

As at the date of the EGM, the total number of issued Shares was 2,818,923,201. As disclosed in the Circular, Shougang Corporation, Fangshan SOA Management, BWI, the Vendor and SAL and their respective associates were required to abstain from voting on the ordinary resolutions no. 1 to 4 at the EGM. To the best of the Directors’ knowledge, information and belief having made all reasonable enquiries, as at the date of the EGM, Shougang Corporation, Fangshan SOA Management, BWI, the Vendor and SAL and their respective associates were beneficially interested in 1,462,478,156 Shares (representing approximately 51.88% of the existing issued share capital of

the Company) and they had abstained from voting on the ordinary resolutions no. 1 to 4 at the EGM. Accordingly, the total number of Shares entitling the Independent Shareholders to attend and vote for or against the ordinary resolutions no. 1 to 4 at the EGM was 1,356,445,045. Save as disclosed above, there was no other Shareholder required to abstain from voting in favour of ordinary resolutions no. 1 to 4 at the EGM.

No Shareholder was required to abstain from voting on the ordinary resolution no. 5 and the special resolution no. 6 at the EGM. Accordingly, the total number of Shares entitling the Shareholders to attend and vote for or against the ordinary resolution no. 5 and the special resolution no. 6 at the EGM was 2,818,923,201.

The voting results in respect of the resolutions as set out in the EGM Notice are as follows:-

ORDINARY RESOLUTIONS	Number of votes cast (percentage of total number of votes cast)		Total number of votes cast
	For	Against	
1. To approve, confirm and ratify the acquisition agreement dated 5 August 2014 between Billion Million (HK) Limited (the “Purchaser”), a wholly-owned subsidiary of the Company, the Company, BWI Company Limited and BeijingWest Industries Co., Ltd. in relation to the acquisition of the entire issued share capital of BWI Europe Company Limited S.A. by the Purchaser at the consideration of HK\$997,000,000; to confirm and approve the allotment and issue of the Consideration Shares (as defined in the circular of the Company dated 27 November 2014 (the “Circular”)) as part settlement of the consideration; to confirm and approve the allotment and issue of the Conversion Shares (as defined in the Circular) upon the conversion of the Convertible Bonds (as defined in the Circular); and to authorise any director of the Company to do all such further acts and sign all such documents and to take all steps to give effect to the transaction contemplated under the acquisition agreement.	77,839,490 (99.9998%)	180 (0.0002%)	77,839,670

ORDINARY RESOLUTIONS	Number of votes cast (percentage of total number of votes cast)		Total number of votes cast
	For	Against	
2. To approve and confirm the Parts and Components Supply Agreement (as defined in the Circular) and the annual caps and to authorise any director of the Company to do all such further acts and sign all such documents and to take all steps to give effect to the transaction contemplated under the Parts and Components Supply Agreement.	77,839,490 (99.9998%)	180 (0.0002%)	77,839,670
3. To approve and confirm the Mutual Technical Services Agreement (as defined in the Circular) and the annual caps and to authorise any director of the Company to do all such further acts and sign all such documents and to take all steps to give effect to the transaction contemplated under the Mutual Technical Services Agreement.	77,839,490 (99.9998%)	180 (0.0002%)	77,839,670
4. To approve and confirm the Technology License Agreement (as defined in the Circular) and the annual caps and to authorise any director of the Company to do all such further acts and sign all such documents and to take all steps to give effect to the transaction contemplated under the Technology License Agreement.	77,839,490 (99.9998%)	180 (0.0002%)	77,839,670
5. To reclassify the Class B Shares and re-designate the terms thereof in the share capital of the Company as ordinary shares.	1,540,317,646 (99.9999%)	180 (0.0001%)	1,540,317,826

SPECIAL RESOLUTION	Number of votes cast (percentage of total number of votes cast)		Total number of votes cast
	For	Against	
6. To approve the amendments to the memorandum of association and articles of association of the Company and to adopt the amended and restated memorandum and articles of association of the Company.	1,540,219,246 (99.9936%)	95,580 (0.0064%)	1,540,317,826

As more than 50% of the votes were cast in favour of ordinary resolutions no. 1 to 5, ordinary resolutions no. 1 to 5 were passed by the Independent Shareholders and the Shareholders (as the case may be) by way of poll at the EGM.

As more than 75% of the votes were cast in favour of special resolution no. 6, special resolution no. 6 was passed by the Shareholders by way of poll at the EGM.

By Order of the Board
BeijingWest Industries International Limited
Jiang Yunan
Managing Director

Hong Kong, 19 December 2014

As at the date of this announcement, the Board comprises Mr. Xu Ning (Chairman), Mr. Jiang Yunan (Managing Director), Mr. Li Shaofeng (Executive Director), Mr. Craig Allen Diem (Executive Director), Mr. Bogdan Józef Such (Executive Director), Mr. Zhang Yaochun (Non-executive Director), Mr. Tam King Ching, Kenny (Independent Non-executive Director), Mr. Leung Kai Cheung (Independent Non-executive Director) and Mr. Yip Kin Man, Raymond (Independent Non-executive Director).