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Sinotruk (Hong Kong) Limited

中國重汽(香港)有限公司

(Incorporated in Hong Kong with limited liability)

(Stock Code: 3808)

POLL RESULTS OF 2016 ANNUAL GENERAL MEETING

The Board hereby announces that all the resolutions set out in the AGM Notice were duly passed by the Shareholders or the Independent Shareholders (as the case may be) by way of poll at the AGM held on 27 June 2016.

References are made to the notice of annual general meeting of Sinotruk (Hong Kong) Limited (the “**Company**”) dated 26 May 2016 (the “**AGM Notice**”) and the circular of the Company dated 26 May 2016 (the “**Circular**”). Terms used herein shall, unless otherwise defined, have the same meanings as those used in the AGM Notice and the Circular.

The Board is pleased to announce that all the resolutions set out in the AGM Notice were duly passed by the Shareholders or the Independent Shareholders (as the case may be) by way of poll at the AGM. The Company’s share registrar, Computershare Hong Kong Investor Services Limited, was appointed as scrutineer for the vote-taking at the AGM.

The poll results in respect of the resolutions proposed at the AGM were as follows:

Ordinary Resolutions		Number of votes cast and percentage of total number of votes cast		Total number of votes
		For	Against	
1.	To receive, consider and adopt the audited consolidated financial statements of the Company and its subsidiaries, the report of the directors of the Company and the report of the independent auditor of the Company for the year ended 31 December 2015	2,364,318,753 (99.837427%)	3,850,000 (0.162573%)	2,368,168,753

2.	To declare a final dividend of HK\$0.03 per share of the Company for the year ended 31 December 2015	2,368,377,253 (99.998712%)	30,500 (0.001288%)	2,368,407,753
3.	A. To re-elect Mr. Cai Dong, a retiring Director, as an executive Director	2,361,327,003 (99.701581%)	7,067,750 (0.298419%)	2,368,394,753
	B. To re-elect Mr. Andreas Hermann Renschler, a retiring Director, as a non-executive Director	2,359,565,497 (99.627205%)	8,829,256 (0.372795%)	2,368,394,753
	C. To re-elect Mr. Joachim Gerhard Drees, a retiring Director, as a non-executive Director	2,361,498,503 (99.708822%)	6,896,250 (0.291178%)	2,368,394,753
	D. To re-elect Dr. Lin Zhijun, a retiring Director, as an independent non-executive Director	2,347,691,649 (99.125859%)	20,703,104 (0.874141%)	2,368,394,753
	E. To re-elect Dr. Wang Dengfeng, a retiring Director, as an independent non-executive Director	2,364,381,753 (99.830560%)	4,013,000 (0.169440%)	2,368,394,753
	F. To re-elect Mr. Zhao Hang, a retiring Director, as an independent non-executive Director	2,364,382,753 (99.830581%)	4,012,500 (0.169419%)	2,368,395,253
	G. To authorise the Board to fix the remunerations of the Directors	2,310,804,503 (99.749440%)	5,804,500 (0.250560%)	2,316,609,003
4.	To re-appoint PricewaterhouseCoopers as the Auditor and to authorise the Board to fix its remuneration	2,364,423,753 (99.831765%)	3,984,500 (0.168235%)	2,368,408,253
5.	To approve the transactions under the 2018 HOWO Loan Agreement (as defined in the Circular) and the annual caps for the transactions thereunder for the three years ending 31 December 2018 as set out in the Circular	866,604,280 (90.269149%)	93,418,370 (9.730851%)	960,022,650

6.	To approve the transactions under the 2018 Sinotruk Deposit Agreement (as defined in the Circular) and the annual caps for the transactions thereunder for the three years ending 31 December 2018 as set out in the Circular	866,577,280 (90.269816%)	93,408,370 (9.730184%)	959,985,650
7.	To approve the Revised Products Sales Annual Caps Confirmation (as defined in the Circular)	956,513,450 (99.612625%)	3,719,700 (0.387375%)	960,233,150

As more than 50% of votes were cast in favour of each of the ordinary resolutions no. 1 to no. 7, all such resolutions were passed as ordinary resolutions of the Company at the AGM.

As at the date of the AGM, the total number of Shares in issue was 2,760,993,339 Shares, which was the total number of Shares entitling the Shareholders to attend and vote on resolutions no. 1 to no. 4 at the AGM.

As stated in the Circular, CNHTC and its associates are required to abstain from voting on resolutions no. 5 to no. 7. Sinotruk (BVI) Limited, a wholly-owned subsidiary of CNHTC and the beneficial owner of 1,408,106,603 Shares (representing approximately 51% of the total number of Shares in issue) as at the date of the AGM, has accordingly abstained from voting in respect of resolutions no. 5 to no. 7 at the AGM. Therefore, the total number of Shares entitling the Independent Shareholders to vote on resolutions no. 5 to no. 7 was 1,352,886,736 Shares (representing approximately 49% of the total number of Shares) as at the date of the AGM.

There were no Shares entitling the holders to attend and abstain from voting in favour of each of the resolutions at the AGM as set out in Rule 13.40 of the Listing Rules. Save for Sinotruk (BVI) Limited as disclosed above, no other Shareholders were required under the Listing Rules to abstain from voting on any of the resolutions at the AGM.

By order of the Board
Sinotruk (Hong Kong) Limited
Ma Chunji
Chairman

Hong Kong, 27 June 2016

As at the date of this announcement, the eight executive directors of the Company are Mr. Ma Chunji, Mr. Cai Dong, Mr. Tong Jingen, Mr. Wang Shanpo, Mr. Kong Xiangquan, Mr. Liu Wei, Mr. Liu Peimin and Mr. Franz Neundlinger; the two non-executive directors of the Company are Mr. Andreas Hermann Renschler and Mr. Joachim Gerhard Drees; and the five independent non-executive directors of the Company are Dr. Lin Zhijun, Mr. Chen Zheng, Mr. Yang Weicheng, Dr. Wang Dengfeng and Mr. Zhao Hang.