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**沈機集團昆明機床股份有限公司**  
**SHENJI GROUP KUNMING MACHINE TOOL COMPANY LIMITED**  
*(A joint stock limited company incorporated in the People's Republic of China with limited liability)*  
**(Stock Code: 0300)**

**Announcement on Resolutions Passed**  
**At the 45<sup>th</sup> Meeting of the 8<sup>th</sup> Term of the Board of Directors**

The board of directors (the “Board”) of Shenji Group Kunming Machine Tool Company Limited (the “Company”) and all members of the Board warrant that there are no false representations, misleading statements and material omissions in this announcement, and are severally and jointly responsible for the authenticity, accuracy and completeness of the content herein.

**IMPORTANT CONTENTS:**

- All directors of the Company attended the 45<sup>th</sup> meeting of the 8<sup>th</sup> Board of the Company (the “Meeting”);
- All resolutions have been passed at the Meeting.

**I. CONVENING OF THE MEETING**

1. The Meeting complied with the relevant laws, administrative regulations, departmental regulations, regulatory documents and the Articles of Association of the Company.
2. The information of the Meeting was sent to directors on 15 February 2017.
3. The Meeting was held on 17 February 2017 at Kunming City and the voting is by way of communication.
4. All 12 eligible directors attended the Meeting.
5. The Meeting was presided at the acting chairman of the Board of the Company.

**II. CONSIDERATION AND VOTING RESULTS OF THE MEETING**

1. To elect Mr. Wang He to serve as the chairman of the Board of the Company, chairman of the Strategic Committee of the Board of the Company and the legal representative of the Company.

There were 12 affirmative votes, 0 dissenting vote and 0 abstaining vote on this resolution and the resolution was passed at the Meeting.

2. To elect Mr. Peng Liangfeng to serve as a member of the Strategic Committee of the Board of the Company.

There were 12 affirmative votes, 0 dissenting vote and 0 abstaining vote on this resolution and the resolution was passed at the Meeting.

Board of Directors  
**Shenji Group Kunming Machine Tool Company Limited**

Kunming, PRC, 17 February 2017

*As at the date of this announcement, the Company's executive directors are Mr. Wang He, Mr. Zhang Xiaoyi, Mr. Peng Liangfeng and Mr. Jin Xiaofeng; non-executive directors are Mr. Zhang Tao, Mr. Liu Yan, Ms. Liu Haijie and Mr. Zhang Zeshun; and the independent non-executive directors are Mr. Yang Xiongsheng, Mr. Tang Chunsheng, Mr. Chen Fusheng and Mr. Liu Qiang.*