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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 29 JUNE 2020**

The Board is pleased to announce that at the AGM held on 29 June 2020, 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 29 April 2020 (the “**Circular**”) and the notice of annual general meeting (“**AGM**”) of the Company dated 29 April 2020.

The board of directors of the Company (the “**Board**”) is pleased to announce that at the AGM held on 29 June 2020, all the proposed resolutions set out in the notice of AGM of the Company dated 29 April 2020 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:

	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 for the year ended 31 December 2019	2,670,965,635 (100.000000%)	0 (0.000000%)	2,670,965,635
2.	To declare a final dividend of RMB0.063 per ordinary share for the year ended 31 December 2019 to the shareholders of the Company which shall be paid out of the distributable reserve of the Company.	2,684,945,635 (100.000000%)	0 (0.000000%)	2,684,945,635
3(a).	To re-elect Mr. Zhu Dong as an independent non-executive Director.	2,631,109,635 (97.994894%)	53,836,000 (2.005106%)	2,684,945,635
3(b).	To re-elect Mr. Fan Changhong as a non-executive Director.	2,516,783,731 (93.736860%)	168,161,904 (6.263140%)	2,684,945,635
3(c).	To re-elect Mr. Ma Zhaoyang as a non-executive Director.	2,511,439,731 (93.537824%)	173,505,904 (6.462176%)	2,684,945,635
4.	To authorise the board of Directors to fix the remuneration of the Directors.	2,621,615,635 (97.831056%)	58,122,000 (2.168944%)	2,679,737,635
5.	To re-appoint Deloitte & Touche Tohmatsu as auditors of the Company and authorise the board of Directors to fix their remuneration.	2,684,945,635 (100.000000%)	0 (0.000000%)	2,684,945,635

	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 aggregate nominal amount of the issued share capital of the Company as at the date of passing this resolution.	1,780,356,382 (66.437712%)	899,381,253 (33.562288%)	2,679,737,635
7.	To grant a general mandate to the Directors to purchase shares of the Company not exceeding 10% of the aggregate nominal amount of the issued share capital of the Company as at the date of passing this resolution.	2,676,729,635 (99.887750%)	3,008,000 (0.112250%)	2,679,737,635
8.	To extend the general mandate granted under resolution no. 6 by adding the shares purchased pursuant to the general mandate granted by resolution no. 7.	1,443,024,233 (62.665976%)	859,699,402 (37.334024%)	2,302,723,635

Note:

1. Except for Resolution 7, which was passed as special resolution at the AGM (i.e. more than 75% of the votes cast were voted in favour), all the resolutions were passed as ordinary resolutions at the AGM (i.e. more than 50% of the votes cast were voted in favour).

As at the date of the AGM, the total number of issued shares (the “**Shares**”) of the Company was 5,437,257,820 Shares. The total number of Shares entitling the holders to attend and vote for or against resolutions no.1 to no.8 as set out above as 5,437,257,820 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.

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, 29 June 2020

As at the date of this announcement, the executive Directors are Mr. Zhang Jimin and Dr. Ma Weiping, the non-executive Directors are Mr. Ma Zhaoyang, Ms. Liu Yan and Mr. Fan Changhong and the independent non-executive Directors are Mr. Lee Kong Wai, Conway, Mr. Zhu Dong and Mr. Tam King Ching, Kenny.