

*Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.*

**DONGXIANG**

**China Dongxiang (Group) Co., Ltd.**

**中國動向(集團)有限公司**

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock code: 3818)**

**POLL RESULTS OF THE ANNUAL GENERAL MEETING  
HELD ON 10 MAY 2018**

The board of directors (“Board”) of China Dongxiang (Group) Co., Ltd. (the “Company”) is pleased to announce that all the resolutions set out in the notice of annual general meeting dated 9 April 2018 were approved by the shareholders of the Company by poll voting at its annual general meeting held on 10 May 2018 (the “AGM”). The poll results in respect of the respective resolutions proposed at the AGM are set out as follows:

<b>ORDINARY RESOLUTIONS</b>		<b>Number of votes (Approximate %)</b>	
		<b>For</b>	<b>Against</b>
1	To receive and adopt the audited financial statements and the reports of the directors (“Directors”) and the auditors of the Company for the year ended 31 December 2017.	3,968,702,782 (99.972618%)	1,087,000 (0.027382%)
As more than 50% of the votes were cast in favour of the resolution, the resolution was duly passed as an ordinary resolution.			

ORDINARY RESOLUTIONS		Number of votes (Approximate %)	
		For	Against
2	(a) To declare a final dividend of RMB0.0142 (equivalent to HK\$0.0176) per share for the year ended 31 December 2017 to the shareholders of the Company.	3,968,730,782 (99.972618%)	1,087,000 (0.027382%)
	As more than 50% of the votes were cast in favour of the resolution, the resolution was duly passed as an ordinary resolution.		
	(b) To declare a final special dividend of RMB0.0284 (equivalent to HK\$0.0352) per share for the year ended 31 December 2017 to the shareholders of the Company.	3,968,730,782 (99.972618%)	1,087,000 (0.027382%)
	As more than 50% of the votes were cast in favour of the resolution, the resolution was duly passed as an ordinary resolution.		
3	(a) (i) To re-elect Mr. Chen Yihong as an executive director.	1,477,655,713 (85.888755%)	242,774,069 (14.111245%)
	As more than 50% of the votes were cast in favour of the resolution, the resolution was duly passed as an ordinary resolution.		
	(ii) To re-elect Mr. Zhang Zhiyong as an executive director.	3,779,017,757 (99.278103%)	27,479,000 (0.721897%)
	As more than 50% of the votes were cast in favour of the resolution, the resolution was duly passed as an ordinary resolution.		
	(iii) To re-elect Mr. Gao Yu as an independent non-executive director.	3,824,033,782 (96.327715%)	145,783,000 (3.672285%)
	As more than 50% of the votes were cast in favour of the resolution, the resolution was duly passed as an ordinary resolution.		
	(iv) To re-elect Mr. Chen Johnny as an independent non-executive director.	3,463,259,696 (87.239787%)	506,557,086 (12.760213%)
	As more than 50% of the votes were cast in favour of the resolution, the resolution was duly passed as an ordinary resolution.		
(b) To authorize the Board of the Company to fix the remuneration of the directors.	3,968,709,782 (99.972115%)	1,107,000 (0.027885%)	
As more than 50% of the votes were cast in favour of the resolution, the resolution was duly passed as an ordinary resolution.			

ORDINARY RESOLUTIONS		Number of votes (Approximate %)	
		For	Against
4	To re-appoint Messrs. PricewaterhouseCoopers, Certified Public Accountants, as auditors of the Company and authorise the Board to fix their remuneration.	3,968,720,782 (99.972366%)	1,097,000 (0.027634%)
As more than 50% of the votes were cast in favour of the resolution, the resolution was duly passed as an ordinary resolution.			
5	To grant a general and unconditional mandate to the Directors to allot, issue and deal with additional shares not exceeding 20% of the issued share capital of the Company as at the date of passing of this resolution (the “Issue Mandate”).	3,331,843,225 (83.929374%)	637,974,557 (16.070626%)
As more than 50% of the votes were cast in favour of the resolution, the resolution was duly passed as an ordinary resolution.			
6	To grant a general and unconditional mandate to the Directors to repurchase shares not exceeding 10% of the issued share capital of the Company as at the date of passing of this resolution.	3,968,722,782 (99.972417%)	1,095,000 (0.027583%)
As more than 50% of the votes were cast in favour of the resolution, the resolution was duly passed as an ordinary resolution.			
7	To extend the Issue Mandate granted to the Directors to issue shares by the number of shares repurchased by the Company.	3,309,544,803 (83.367696%)	660,271,979 (16.632304%)
As more than 50% of the votes were cast in favour of the resolution, the resolution was duly passed as an ordinary resolution.			

As at the date of the AGM, the total number of issued shares of the Company is 5,886,121,025 shares, which was the total number of shares entitling the holders to attend and vote for or against all the resolutions at the AGM.

No shareholder of the Company was only entitled to attend and vote against the resolutions at the AGM.

Computershare Hong Kong Investor Services Limited, the Company’s branch share registrar in Hong Kong, acted as scrutineer for the vote-taking at the AGM.

In relation to resolution No. 2(a) and (b) above, the translation of Renminbi (“RMB”) into Hong Kong Dollars (“HK\$”) for the purpose of dividend payment in HK\$ is made at the rate of HK\$1.00 = RMB0.80636, which is the official exchange rate of HK\$ against RMB as quoted on 20 March 2018 by the People’s Bank of China. The dividends will be paid on or about 28 May 2018 to shareholders whose names appear on the register of members of the Company on 18 May 2018.

By order of the Board  
**China Dongxiang (Group) Co., Ltd.**  
**Chen Yihong**  
*Chairman*

10 May 2018

*As at the date of this announcement, the executive directors of the Company are Mr. Chen Yihong, Mr. Zhang Zhiyong and Ms. Chen Chen, and the independent non-executive directors of the Company are Dr. Chen Guogang, Mr. Chen Johnny and Mr. Gao Yu.*