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河北建设集團股份有限公司

## **HEBEI CONSTRUCTION GROUP CORPORATION LIMITED**

(A joint stock company incorporated in the People's Republic of China with limited liability)

(Stock Code: 1727)

## POLL RESULTS OF 2019 FIRST EXTRAORDINARY GENERAL MEETING AND APPOINTMENT OF EXECUTIVE DIRECTOR

Reference is made to the notice of 2019 first extraordinary general meeting (the "**Notice of EGM**") dated 9 January 2019 and the circular of 2019 first extraordinary general meeting (the "**Circular of EGM**") dated 14 January 2019 of Hebei Construction Group Corporation Limited (the "**Company**"). Unless otherwise stated, capitalized terms herein shall have the same meanings as those defined in the Circular of EGM.

As of the date of the EGM, the total number of issued shares of the Company is 1,761,383,500 Shares, comprising 461,383,500 H Shares and 1,300,000,000 Domestic Shares, which represent the total shares entitling the holders to attend and vote for or against the resolutions proposed at the EGM. There are no Shares entitling any Shareholders to attend but requiring them to abstain from voting in favor of or voting on the resolutions at the EGM pursuant to Rule 13.40 of the Listing Rules. No Shareholder has stated its intention in the Circular of EGM to vote against or to abstain from voting on the resolutions proposed at the EGM.

The Shareholders or their proxy present at the EGM represent a total of 1,300,915,000 Shares carrying voting rights of the Company, representing approximately 73.86% of the entire issued shares of the Company as of the date of the EGM.

The EGM has been legally and validly convened and held in accordance with the Company Law of the PRC and the Articles of Association. The EGM was chaired by Mr. Li Baozhong, the chairman of the Company.

At the EGM held by Company on 25 February 2019, all the proposed resolutions set out in the Notice of EGM have been voted on by poll. The Company's H share registrar and transfer office in Hong Kong, Tricor Investor Services Limited was appointed as the scrutineer for the poll at the EGM.

The Board is pleased to announce that all the proposed resolutions have been duly passed by Shareholders by way of poll at the EGM. The poll results of the resolutions are as follows:

Ordinary Resolutions		<b>Votes</b> (%)		
		For	Against	Abstain
1.	Appointment of executive director	1,300,915,000 (100%)	0 (0%)	0 (0%)
2.	Change in use of net proceeds from the Global Offering	1,300,915,000 (100%)	0 (0%)	0 (0%)

As more than 50% of votes cast were in favour of Ordinary Resolutions 1 to 2, both the above resolutions have been duly passed at the EGM.

## **APPOINTMENT OF EXECUTIVE DIRECTOR**

Reference is made to the announcement of the Company dated 8 January 2019 in relation to the proposed change of executive Director. Ms. Liu Shuzhen resigned as an executive Director, a vice president and the chief economic officer of the first session of the Board of the Company from 8 January 2019. As approved by the EGM, Mr. Zhao Wensheng was appointed as an executive Director of the first session of the Board, for a term commencing from 25 February 2019 to the expiration of the term of the current session of the Board. Mr. Zhao Wensheng shall be eligible for re-election upon expiry of the term in accordance with the Articles of Association.

The biographical details of Mr. Zhao Wensheng, which are required to be disclosed pursuant to Rule 13.51(2) of the Listing Rules, are set out as follows:

Mr. Zhao Wensheng, aged 49, is the chief accountant and the director of finance of the Company since 23 January 2013 and serves as the executive Director of the Company since 25 February 2019. Mr. Zhao also serves as the chairman of the board of supervisors of HCG Zhuocheng Road and Bridge Engineering Co., Ltd. (河北建設集團卓誠路橋工程有限公司), HCG Installment Engineering Co., Ltd. (河北 建設集團安裝工程有限公司), HCG Decoration Engineering Co., Ltd. (河北建設集團裝飾工程 有限公司) and Zhongji United Investment Holdings Co., Ltd. (中冀聯合投資控股有限公司), and a supervisor of HCG Tianchen Construction Engineering Co., Ltd. (河北建設集團天辰建築工程有限 公司). Zhongcheng Real Estate Development Co., Ltd. (中誠房地產開發股份有限公司), Baoding Mancheng Zhongbao Investment Co., Ltd. (保定市滿城區中寶投資有限公司), Hebei Lvjian Investment Company (河北綠建投資股份公司) and Hebei Construction Group Qiangiu Management Co., Ltd. (河北建設集團千秋管業有限公司) respectively. Mr. Zhao is also a standing member of China Construction Accounting Institute (中國建設會計學會) and a vice president of Hebei Institute of Construction Accounting (河北省建設會計協會). Mr. Zhao's previous primary work experience includes: serving as an accountant of No. 1 Construction Engineering Company of Hebei Province (河 北省第一建築工程公司) from July 1989 to January 1997; the head of finance department of HCG Decoration Engineering Co., Ltd. from January 1997 to July 2005; a deputy head of the Financial Audit Department of the Company from June 2005 to April 2006; and the head of Financial Management Department of the Company from April 2006 to January 2013.

Mr. Zhao obtained a bachelor's degree in management majoring in accounting (self-study) from Hebei University of Economics and Business in Shijiazhuang, the PRC in June 2004. Mr. Zhao obtained the qualification of senior accountant from Qualification Reform Leading Group Office of Hebei Province (河 北省職稱改革領導小組辦公室) in June 2009.

As of the date of this announcement, Mr. Zhao Wensheng held 1,000,000 shares of Zhongru Investment Co., Ltd., which is a controlling Shareholder of the Company.

During his term of office as an executive Director of the Company, Mr. Zhao Wensheng is entitled to a remuneration determined based on the overall remuneration structure of the Company. Mr. Zhao Wensheng will enter into the director's service contract with the Company for a term commencing from 25 February 2019 to the expiration of the first session of the Board of the Company.

Save for the above, as of the date of this announcement, Mr. Zhao Wensheng has confirmed that: (i) he did not hold other directorships in any public companies listed in Hong Kong or overseas in the last three years or other positions in the Group; (ii) he did not have any relationships with any Directors, supervisors, senior management, substantial Shareholders or controlling Shareholders of the Company; (iii) he was not interested in the shares of the Company or its associated corporations (within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong)); and (iv) there were no any other matters with respect to his appointment that are required to be notified to the Shareholders and there was no information that is required to be disclosed pursuant to the provisions of Rule 13.51(2) of the Listing Rules or any other matters that need to be brought to the attention of the Shareholders or the Stock Exchange.

By Order of the Board Hebei Construction Group Corporation Limited LI Baozhong Chairman and Executive Director

Hebei, the PRC 25 February 2019

As of the date of this announcement, the executive Directors are Mr. LI Baozhong, Mr. SHANG Jinfeng, Mr. LIU Yongjian and Mr. ZHAO Wensheng; the non-executive Directors are Mr. LI Baoyuan and Mr. CAO Qingshe; and the independent non-executive Directors are Mr. XIAO Xuwen, Ms. SHEN Lifeng, Ms. CHEN Xin and Mr. CHAN Ngai Sang Kenny.