

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this document, 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.



CHINA FIRST CHEMICAL HOLDINGS LIMITED
一化控股(中國)有限公司
(Incorporated in the Cayman Islands with limited liability)
(Stock code: 2121)

**POLL RESULTS OF THE ANNUAL GENERAL MEETING
HELD ON 13 JUNE 2014**

At the annual general meeting (the “AGM”) of China First Chemical Holdings Limited (the “Company”) held on 13 June 2014, all the proposed resolutions as set out in the notice of the AGM dated 28 April 2014 were taken by poll. The poll results are as follows:

Ordinary Resolutions		Number of Votes (%)	
		For	Against
1.	To receive the audited consolidated financial statements and the reports of the directors and auditors for the year ended 31 December 2013.	591,494,000 (100%)	0 (0%)
2.	To declare a final dividend of HK3.90 cents (RMB3.12 cents) per share for the year ended 31 December 2013.	591,494,000 (100%)	0 (0%)
3.	(a) To re-elect Mr. Chen Hong as executive director.	591,494,000 (100%)	0 (0%)
	(b) To re-elect Ms. Miao Fei as executive director.	591,294,000 (99.97%)	200,000 (0.03%)
	(c) To re-elect Mr. Lam Wai Wah as executive director.	591,494,000 (100%)	0 (0%)
	(d) To authorize the board of directors to fix the respective directors’ remuneration.	591,494,000 (100%)	0 (0%)
4.	To re-appoint PricewaterhouseCoopers as auditors and to authorize the board of directors to fix their remuneration.	591,494,000 (100%)	0 (0%)
5.	To give a general mandate to the directors to repurchase 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 of this resolution.	591,494,000 (100%)	0 (0%)
6.	To give a general mandate to the directors to allot, issue and deal with additional 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 of this resolution.	591,021,000 (99.92%)	473,000 (0.08%)
7.	To extend the general mandate granted to the directors to allot and issue additional shares in the capital of the Company by the aggregate nominal amount of the shares repurchased by the Company.	591,021,000 (99.92%)	473,000 (0.08%)

Notes:

- (a) As a majority of the votes were cast in favour of each of the resolutions numbered 1 to 7, all resolutions were duly passed as ordinary resolutions.
- (b) As at the date of the AGM, the total number of shares of the Company in issue was 802,191,000 shares.
- (c) The total number of shares of the Company entitling the holder to attend and vote on the resolutions at the AGM was 802,191,000 shares.
- (d) There were no shares entitling the holder to attend and abstain from voting in favour of the resolutions at the AGM as set out in rule 13.40 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "Listing Rules").
- (e) No shareholder of the Company was required under the Listing Rules to abstain from voting on the resolutions at the AGM.
- (f) None of the shareholders of the Company have stated their intention in the Company's circular dated 28 April 2014 to vote against or to abstain from voting on any of the resolutions at the AGM.
- (g) The Company's share registrar, Tricor Investor Services Limited, acted as the scrutineer for the vote-taking at the AGM.

By Order of the Board
Liem Djiang Hwa
Chairman

Hong Kong, 13 June 2014

As at the date of this announcement, the executive directors of the Company are Mr. Chen Hong, Ms. Miao Fei and Mr. Lam Wai Wah; the chairman and non-executive director is Mr. Liem Djiang Hwa; and independent non-executive directors are Dr. Chen Xiao, Dr. Kou Huizhong and Mr. Li Junfa.

香港交易及結算所有限公司及香港聯合交易所有限公司對本文件的內容概不負責，對其準確性或完整性亦不發表任何聲明，並明確表示，概不對因本公告全部或任何部份內容而產生或因倚賴該等內容而引致的任何損失承擔任何責任。



CHINA FIRST CHEMICAL HOLDINGS LIMITED
一化控股(中國)有限公司
(Incorporated in the Cayman Islands with limited liability)
(Stock code: 2121)

二零一四年六月十三日舉行之股東周年大會的表決結果

一化控股(中國)有限公司(「本公司」)於二零一四年六月十三日舉行之股東周年大會(「股東周年大會」)上，所有列載於二零一四年四月二十八日的股東周年大會通告內的決議案均以一股一票方式進行投票表決。投票表決結果如下：

普通決議案		票數 (%)	
		贊成	反對
1.	接納截至二零一三年十二月三十一日止年度經審核綜合財務報表及董事會報告與核數師報告。	591,494,000 (100%)	0 (0%)
2.	宣派截至二零一三年十二月三十一日止年度的末期股息每股 3.90 港仙(人民幣 3.12 分)。	591,494,000 (100%)	0 (0%)
3.	(a) 重選陳洪先生為執行董事。	591,494,000 (100%)	0 (0%)
	(b) 重選繆妃女士為執行董事。	591,294,000 (99.97%)	200,000 (0.03%)
	(c) 重選林維華先生為執行董事。	591,494,000 (100%)	0 (0%)
	(d) 授權董事會釐定各董事的酬金。	591,494,000 (100%)	0 (0%)
4.	續聘羅兵咸永道會計師事務所為核數師並授權董事會釐定其酬金。	591,494,000 (100%)	0 (0%)
5.	授予董事一般授權，以購回不超過於本決議案獲通過當日本公司的已發行股本面值總額 10% 的本公司股份。	591,494,000 (100%)	0 (0%)
6.	授予董事一般授權，以配發、發行及處理不超過於本決議案獲通過當日本公司的已發行股本面值總額 20% 的本公司額外股份。	591,021,000 (99.92%)	473,000 (0.08%)
7.	擴大授予董事配發及發行本公司股本中額外股份的一般授權，擴大數額為被本公司購回的股份總面額。	591,021,000 (99.92%)	473,000 (0.08%)

附註：

- (a) 由於第 1 項至第 7 項決議案均獲得大部分票數投票贊成，因此所有決議案已正式獲通過為普通決議案。
- (b) 本公司於股東周年大會當日已發行股份總數為 802,191,000 股。
- (c) 賦予股份持有人權利以出席股東周年大會並可於會上對決議案投票的本公司股份總數為 802,191,000 股。
- (d) 概無任何股份賦予股份持有人權利以出席股東周年大會但須根據《香港聯合交易所證券有限公司上市規則》（「《上市規則》」）第 13.40 條所載須放棄表決贊成決議案。
- (e) 概無股東須根據《上市規則》規定於股東周年大會上就任何決議案放棄投票。
- (f) 概無股東於本公司日期為二零一四年四月二十八日之通函中表明彼等打算在股東周年大會上投票反對任何決議案或就任何決議案放棄投票。
- (g) 本公司的股份過戶登記處卓佳證券登記有限公司於股東周年大會上擔任點票的監票員。

承董事會命
主席
林強華先生

香港，二零一四年六月十三日

於本公告日期，本公司執行董事為陳洪先生、繆妃女士及林維華先生；主席兼非執行董事為林強華先生；及獨立非執行董事為陳曉博士、寇會忠博士及李君發先生。