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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 15 JUNE 2015

At the annual general meeting (the “AGM”) of China First Chemical Holdings Limited (the “Company”) held on 15 June 2015, all the proposed resolutions as set out in the notice of the AGM dated 28 April 2015 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 2014.	439,321,888 (100.00%)	0 (0.00%)
2.	To declare a final dividend of HK\$2.68 cents (RMB2.13 cents) per share for the year ended 31 December 2014.	439,321,888 (100.00%)	0 (0.00%)
3.	(a) To re-elect Mr. Liem Djiang Hwa as a non-executive director.	439,074,888 (99.94%)	247,000 (0.06%)
	(b) To re-elect Dr. Kou Huizhong as an independent non-executive director.	439,321,888 (100.00%)	0 (0.00%)
	(c) To re-elect Mr. Li Junfa as an independent non-executive director.	439,121,888 (99.95%)	200,000 (0.05%)
	(d) To authorize the board of directors to fix the respective directors’ remuneration.	439,321,888 (100.00%)	0 (0.00%)
4.	To re-appoint PricewaterhouseCoopers as auditors and to authorize the board of directors to fix their remuneration.	439,321,888 (100.00%)	0 (0.00%)
5.	To give a general mandate to the directors to repurchase shares of the Company not exceeding 10% of total number of issued shares of the Company as at the date of passing of this resolution.	439,321,888 (100.00%)	0 (0.00%)
6.	To give a general mandate to the directors to issue, allot and deal with additional shares of the Company not exceeding 20% of the total number of issued shares of the Company as at the date of passing of this resolution.	439,074,888 (99.94%)	247,000 (0.06%)
7.	To extend the general mandate granted to the directors to issue, allot and deal with additional shares in the capital of the Company by the aggregate number of the shares repurchased by the Company.	439,074,888 (99.94%)	247,000 (0.06%)

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 2015 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
Mr. Liem Djiang Hwa
Chairman

Hong Kong, 15 June 2015

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

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CHINA FIRST CHEMICAL HOLDINGS LIMITED

一化控股(中國)有限公司

(於開曼群島註冊成立的有限公司)

(股份代號：2121)

二零一五年六月十五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」)於二零一五年六月十五日舉行之股東周年大會(「股東周年大會」)上，所有列載於二零一五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.	省覽截至二零一四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。	439,321,888 (100.00%)	0 (0.00%)
2.	宣派截至二零一四年十二月三十一日止年度的末期股息每股 2.68 港仙 (人民幣 2.13 分)。	439,321,888 (100.00%)	0 (0.00%)
3.	(a) 重選林強華先生為非執行董事。	439,074,888 (99.94%)	247,000 (0.06%)
	(b) 重選寇會忠博士為獨立非執行董事。	439,321,888 (100.00%)	0 (0.00%)
	(c) 重選李君發先生為獨立非執行董事。	439,121,888 (99.95%)	200,000 (0.05%)
	(d) 授權董事會釐定各董事的酬金。	439,321,888 (100.00%)	0 (0.00%)
4.	續聘羅兵咸永道會計師事務所為核數師及授權董事會釐定其酬金。	439,321,888 (100.00%)	0 (0.00%)
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份總數 10% 的本公司股份。	439,321,888 (100.00%)	0 (0.00%)
6.	授予董事一般授權，以發行、配發及處理不超過於本決議案獲通過當日本公司的已發行股份總數 20% 的本公司額外股份。	439,074,888 (99.94%)	247,000 (0.06%)
7.	擴大授予董事的一般授權，以發行、配發及處理本公司股本中的額外股份，數額為本公司購回股份的總數。	439,074,888 (99.94%)	247,000 (0.06%)

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《香港聯合交易所有限公司證券上市規則》（「《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二零一五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，二零一五年六月十五日

於本公告日期，董事會包括主席兼非執行董事林強華先生、執行董事陳洪先生、繆妃女士及林維華先生及獨立非執行董事陳曉博士、寇會忠博士及李君發先生。