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Jujiang Construction Group Co., Ltd.

巨匠建設集團股份有限公司

(A joint stock limited liability company established in the People's Republic of China)
(Stock Code: 1459)

POLL RESULTS OF ANNUAL GENERAL MEETING HELD ON 28 JUNE 2019

The Board is pleased to announce that all the resolutions proposed as set out in the Notice of AGM and Supplemental Notice of the AGM were duly passed by the Shareholders by way of poll at the AGM.

References are made to the notice of the annual general meeting (the “**AGM**”) and the circular of the AGM (the “**Circular**”) of Jujiang Construction Group Co., Ltd. (the “**Company**”) both dated 30 April 2019 (the “**Notice of AGM**”) and the supplemental circular of the AGM (the “**Supplemental Circular**”) and the supplemental notice of the AGM (the “**Supplemental Notice of the AGM**”) of the Company both dated 12 June 2019. Capitalised terms used herein shall have the same meanings as those defined in the Circular and the Supplemental Circular unless the context requires otherwise.

POLL RESULTS OF THE AGM

The Board is pleased to announce that all the resolutions proposed as set out in the Notice of AGM and Supplemental Notice of the AGM were duly passed by the Shareholders by way of poll at the AGM.

The poll results in respect of all the resolutions proposed at the AGM are as follows:

ORDINARY RESOLUTIONS		Number of Shares Actually Voted (%)		
		For	Against	Abstain
1.	To consider and approve the report of the board (the “ Board ”) of directors of the Company (the “ Directors ”) for the year ended 31 December 2018	408,701,030 (100.00%)	0 (0.00%)	0 (0.00%)
2.	To consider and approve the report of the board of supervisors of the Company for the year ended 31 December 2018	408,701,030 (100.00%)	0 (0.00%)	0 (0.00%)
3.	To consider and approve the report of the auditors and the audited consolidated financial statements of the Company for the year ended 31 December 2018	408,701,030 (100.00%)	0 (0.00%)	0 (0.00%)
4.	To consider and approve the proposals of profit distribution for 2018	408,701,030 (100.00%)	0 (0.00%)	0 (0.00%)
5.	To consider and approve the reappointment of Ernst & Young as the auditor of the Company, to hold office until the conclusion of the next annual general meeting of the Company and to authorise the Board to fix their remuneration	408,701,030 (100.00%)	0 (0.00%)	0 (0.00%)
6.	To authorise the Board to fix the remuneration of the Directors and Supervisors	408,701,030 (100.00%)	0 (0.00%)	0 (0.00%)
SPECIAL RESOLUTIONS		Number of Shares Actually Voted (%)		
		FOR	AGAINST	ABSTAIN
7.	To grant a general mandate to the Board to, during the relevant period, allot, issue and deal with additional domestic shares not exceeding 20% of the domestic shares of the Company in issue and additional H shares not exceeding 20% of the H Shares of the Company in issue	408,701,030 (100.00%)	0 (0.00%)	0 (0.00%)
8.	To approve the Company’s merger by consolidation of Zhejiang Jujiang Municipal Landscaping Engineering Co., Ltd.	408,701,030 (100.00%)	0 (0.00%)	0 (0.00%)
9.	To approve the Company’s merger by consolidation of Zhejiang Kepuao Building Materials Trading Co., Ltd.	408,701,030 (100.00%)	0 (0.00%)	0 (0.00%)
10.	To approve the Company’s merger by consolidation of Zhejiang Jujiang Construction Surveying and Design Co., Ltd.	408,701,030 (100.00%)	0 (0.00%)	0 (0.00%)

SPECIAL RESOLUTIONS		Number of Shares Actually Voted (%)		
		FOR	AGAINST	ABSTAIN
11.	To consider and approve the resolution for the proposed expansion of the scope of business and the corresponding amendments of the articles of association of the Company	408,701,030 (100.00%)	0 (0.00%)	0 (0.00%)
12.	The Directors, acting collectively and individually, be and are hereby authorised to take all such steps, do all such acts and things and to sign, execute, seal (where required) and deliver all such documents which he/she may in his/her absolute discretion, consider necessary, appropriate, desirable or expedient in connection with or to implement or give effect to the above resolutions and all of the transactions contemplated thereunder	408,701,030 (100.00%)	0 (0.00%)	0 (0.00%)
13.	To consider and approve the continuing connected transaction, that is, the 2019 Master Agreement, the Proposed Annual Caps and the transactions contemplated hereunder.	204,701,030 (100.00%)	0 (0.00%)	0 (0.00%)
14.	To consider and approve the major transaction that is contemplated by the Company to proceed with the PPP Contract and the Transaction contemplated therein	408,701,030 (100.00%)	0 (0.00%)	0 (0.00%)
15.	To consider and approve the major transaction that is contemplated by the Company to proceed with the JV Agreement and the transaction contemplated therein	408,701,030 (100.00%)	0 (0.00%)	0 (0.00%)
16.	The directors of the Company, acting collectively and individually, be and are hereby authorised to take all such steps, do all such acts and things and to sign, execute, seal (where required) and deliver all such documents which he/she may in his/her absolute discretion, consider necessary, appropriate, desirable or expedient in connection with or to implement or give effect to the above resolutions and all of the transactions contemplated thereunder	408,701,030 (100.00%)	0 (0.00%)	0 (0.00%)

As more than one-half of the votes were cast in favour of each of the resolutions numbered 1 to 6 above, these proposed resolutions were duly passed as ordinary resolutions of the Company.

As more than two-thirds of the votes were cast in favour of each of the resolutions numbered 7 to 16 above, these proposed resolutions were duly passed as special resolutions of the Company.

Notes:

1. As at the date of the AGM, the total number of issued Shares was 533,360,000 Shares, comprising 133,360,000 H Shares and 400,000,000 Domestic Shares, which represented the total number of Shares entitling the Shareholders to attend and vote on the proposed resolutions (other than the special resolution numbered (13)) at the AGM.
2. As explained in the Supplemental Circular, Jujiang Holdings, being the controlling shareholder of the Company and one of the parties to the 2018 Master Agreement, and its associates, who together held 204,000,000 Shares, representing 38.25% of the issued share capital of the Company as at the date of the AGM, were required to, and did, abstain from voting in relation to the special resolution numbered (13). Accordingly, there were in aggregate 329,360,000 Shares entitling the Shareholders of which to attend and vote for or against the special resolution numbered (13) at the AGM.

Saved as disclosed above, there were no Shares entitling the Shareholders to attend and abstain from voting in favour of any of the resolutions at the AGM, as set out in Rule 13.40 of the Listing Rules, nor were there any restriction on any Shareholders to cast votes on any of the proposed resolutions at the AGM as set out in the Listing Rules.

3. Saved as disclosed above, none of the Shareholders have stated their intention in the Circular or the Supplemental Circular to vote against or to abstain from voting on any of the resolutions at the AGM.
4. For the above resolutions, the Shareholders, proxies or authorised representatives holding in aggregate of 408,701,030 Shares, representing approximately 76.63% of the total voting Shares, were present in person or by proxy at the AGM.
5. The Company's H share registrar, Tricor Investor Services Limited, was appointed as the scrutineer at the AGM for the purpose of vote-taking.

DISTRIBUTION OF FINAL DIVIDEND FOR 2018

At the AGM, the resolution regarding the proposed final dividend of the Company for 2018 was duly approved by the Shareholders.

The Company will distribute a final dividend of 4.0 HK cents in cash (before tax) for the year ended 31 December 2018 to the Shareholders whose names appear on the register of members of the Company on Wednesday, 10 July 2019 (the "**Record Date**"). The register of members of H Shares of the Company will be closed from Friday, 5 July 2019 to Wednesday, 10 July 2019, both days inclusive, during which no transfer of H Shares will be registered. In order to qualify for the entitlement to the final dividend, all transfer instruments of the H Shares together with the relevant share certificates shall be lodged with the Company's H Shares registrar, Tricor Investor Services Limited, Level 22, Hopewell Centre, 183 Queen's Road East, Hong Kong, before 4:30 p.m., on Thursday, 4 July 2019 for registration. The dividend will be denominated and declared in Hong Kong Dollar, and distributed to the domestic shareholders in RMB and to the overseas shareholders in Hong Kong Dollar. The exchange rate for the dividend calculation in RMB is based on the average benchmark exchange rate of Hong Kong Dollar against RMB as published by the People's Bank of China one week preceding the date of the declaration of such dividend, being HK\$1.0000: RMB0.8785. Based on the above exchange rate, a final dividend of RMB3.5 cents (before tax) will be payable per domestic Share.

The Company expects to pay the dividend to shareholders on 23 August 2019.

On behalf of the Board
Jujiang Construction Group Co., Ltd.
Mr. Lyu Yaoneng
Chairman

Hong Kong, 28 June 2019

As of the date of this announcement, the Board of the Company comprises Mr. Lyu Yaoneng, Mr. Lyu Dazhong, Mr. Li Jinyan, Mr. Lu Zhicheng, Mr. Shen Haiquan and Mr. Zheng Gang, as executive Directors; and Mr. Yu Jingxuan, Mr. Lin Tao, and Mr. Wong Kai Wai, as independent non-executive Directors.