

Wafangdian Bearing Company Limited Announcement of Resolution of 2019 1st Extraordinary Shareholders' Meeting

The Company, all the members of the Board of Directors, supervisors and top management hereby guarantee the truth, accuracy and completeness of the information disclosure, no any false records, misleading statements and major missing contents.

1. Important notes

- a. The notification of the meeting has announced on the Securities Times, Hongkong Commercial Daily" and the "http://www.cninfo.com.cn" published on August 20, 2019.
- b. No rejection proposals situation occurred during the meeting.
- c. No adding and change of the proposals situation occurred during the meeting.

2. Information of the meeting

1) Time

a): On-site meeting: 14:30 P.M , September 6, 2019

b): Internet polling: September 5, 2019—September 6, 2019. Of which the poll through network via trading system of Shenzhen Stock Exchange will be at 9:30—11:30 a.m. and 1:00-3:00 p.m. dated September 6, 2019; any time from 3:00 p.m. September 5, 2019 to 3:00 p.m September 6, 2019 will available for polling through internet poll system of Shenzhen Stock Exchange.

2) On-site meeting Place: 309 meeting room at ZWZ Group headquarter

3) Way of meeting: on-site votes plus network polling

4) Convener: Board of directors of Wafangdian Bearing Co., Ltd.

5) Preside: Zhao Yang

6) Holding of the meeting abides by the Company Law, Regulation of Listing of Stock and the Articles of Association of the Company.

3. Attendance information

1) 2 shareholders (proxy) attended the meeting on behalf of 323,300,000 shares, which take 80.31% of the total voting shares. Of which 1 internal capital shareholder (proxy) attended the meeting on behalf of 244,000,000 shares which take 60.61% of the total voting shares. 1 foreign capital shareholders (proxy) attended the meeting on behalf of 79,300,000 shares, which take 19.70% of the total voting

shares.

a: 2 shareholders (proxy) attended the spot meeting on behalf of 323,300,000 shares, which take 80.31% of the total voting shares.

b: 0 shareholders (proxy) vote through network trading system of Shenzhen Stock Exchange and internet poll system of Shenzhen Stock Exchange on behalf of 0 shares.

General instruction for the minority shareholders: 0 minority shareholders attend the meeting by spot or network via trading system of Shenzhen Stock Exchange and internet poll system of Shenzhen Stock Exchange with 0 shares.

2). Several directors, supervisors and top management as well as lawyer attend the meeting.

4. Discussion of the proposal and the information of voting

(1) The proposal to amend the articles of association and attachments of the company

The result of voting: 323,300,000 shares affirmative (Spot voting 323,300,000 shares affirmative and internet polling 0 shares affirmative), which take 100% of the valid voting right held by the shareholders who attended the meeting; 0 share objected; 0 share waived.

244,000,000 internal capital shares affirmative, which takes 100% of the valid voting right held by all the internal capital shareholders who attended the meeting. 79,300,000 foreign capital shares affirmative, which take 100% of the valid voting right held by all foreign capital shareholders who attended the meeting, 0 share objected; 0 share waived.

The minority shareholders (in addition to the company's directors, supervisors and senior management personnel and other shareholders, alone or together hold more than 5% of the company's shareholders) voting for: 0 share agree, 0 share objected, 0 shares abstained.

The proposal was adopted by more than 2/3 of the total number of valid voting shares attending the shareholders' meeting.

Voting result: approved.

(2) Proposal on adding the estimated amount of daily related transactions in 2019

The first shareholder of WBC is ZWZ Group, who held 244,000,000 internal capital shares abided all the terms in accordant requirement all the items. The voting results of other shareholders:

79,300,000 shares affirmative, which take the 100% of the voting right held by non-associated shareholders who attended the meeting, 0 share objected; 0 share waived.

The minority shareholders (in addition to the company's directors, supervisors and senior

management personnel and other shareholders, alone or together hold more than 5% of the company's shareholders) voting for: 0 share agree, 0 share objected, 0 shares abstained.

The result of voting: approved.

(3) Proposal on election of the board of directors

As for the proposal of general election of the board of directors, 8 non-independent directors shall be elected. This proposal will be voted by cumulative voting system.

Candidate (non-independent director)	Total vote result		Itemized result					
			Voting result of domestic capital shares		Voting result of foreign capital shares		Voting result of minority shareholders	
	Agreed to Number of shares	Proportion of the total number of voting shares present at the meeting	Agreed to Number of shares	Proportion of the total number of voting shares of domestic capital stocks attending the meeting	Agreed to Number of shares	Proportion of the total number of voting shares of foreign capital stocks attending the meeting	Agreed to Number of shares	Proportion of the total number of voting shares present at the meeting
Liu Jun	323,300,000	100%	244,000,000	100%	79,300,00	100%	-	-
Zhao Yang	323,300,000	100%	244,000,000	100%	79,300,00	100%	-	-
Zhang Xinghai	323,300,000	100%	244,000,000	100%	79,300,00	100%	-	-
Sun Najuan	323,300,000	100%	244,000,000	100%	79,300,00	100%	-	-
Chen Jiajun	323,300,000	100%	244,000,000	100%	79,300,00	100%	-	-
Tan Jianguang	323,300,000	100%	244,000,000	100%	79,300,00	100%	-	-
Tang Yurong	323,300,000	100%	244,000,000	100%	79,300,00	100%	-	-
Fang Bo	323,300,000	100%	244,000,000	100%	79,300,00	100%	-	-

(4) The proposal on the nomination of candidates for independent directors

As for the proposal of general election of the board of directors, 4 independent directors shall be elected.

This proposal will be voted by cumulative voting system.

Candidate (independent director)	Total vote result		Itemized result					
			Voting result of domestic capital shares		Voting result of foreign capital shares		Voting result of minority shareholders	
	Agreed to Number of shares	Proportion of the total number of voting shares	Agreed to Number of shares	Proportion of the total number of voting shares of	Agreed to Number of shares	Proportion of the total number of voting shares of foreign	Agreed to Number of shares	Proportion of the total number of voting shares present at

		present at the meeting		domestic capital stocks attending the meeting		capital stocks attending the meeting		the meeting
Liang Shuang	323, 300, 000	100%	244, 000, 000	100%	79, 300, 00	100%	-	-
Sun Kun	323, 300, 000	100%	244, 000, 000	100%	79, 300, 00	100%	-	-
Liu Yuping	323, 300, 000	100%	244, 000, 000	100%	79, 300, 00	100%	-	-
Wen Bo	323, 300, 000	100%	244, 000, 000	100%	79, 300, 00	100%	-	-

(5) Proposal on the election of the board of supervisors

As for the proposal of general election of the board of directors, 3 supervisors shall be elected. This proposal will be voted by cumulative voting system.

Candidate (supervisors)	Total vote result		Itemized result					
			Voting result of domestic capital shares		Voting result of foreign capital shares		Voting result of minority shareholders	
	Agreed to Number of shares	Proportion of the total number of voting shares present at the meeting	Agreed to Number of shares	Proportion of the total number of voting shares of domestic capital stocks attending the meeting	Agreed to Number of shares	Proportion of the total number of voting shares of foreign capital stocks attending the meeting	Agreed to Number of shares	Proportion of the total number of voting shares present at the meeting
Sun Shicheng	323, 300, 000	100%	244, 000, 000	100%	79, 300, 00	100%	-	-
Li Xiumin	323, 300, 000	100%	244, 000, 000	100%	79, 300, 00	100%	-	-
Wang Fuxing	323, 300, 000	100%	244, 000, 000	100%	79, 300, 00	100%	-	-

According to the provisions of the company's articles of association, the eighth board of supervisors has two staff representatives as supervisors. Two representative supervisors, Mr. Gao ping and Mr. Duan tongjiang, have been approved by the staff and workers congress of the company to directly enter the eighth board of supervisors of the company.

5. Legal advices showed by lawyer

1) **Name of the law office:** Dalian Huaxia law office

2) **Lawyer:** Mrs. Bao Jingxin, Mrs.Liu Cuimei

3) Conclusion: The holding and convening of the shareholders' meeting conforms to the relative laws, rules and the Article of Association. The qualification of people who attended the meeting is legal and valid. The voting procedure is legal and valid. The resolution of the meeting is legal and valid.

6. Reference document

- 1) Resolution of 2019 1st Extraordinary Shareholders' Meeting.
- 2) Law opinions report.
- 3) Other documents required by SZSE.

Wafangdian Bearing Co. Ltd

Board of Directors

September 6, 2019