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東方電氣股份有限公司

Dongfang Electric

Corporation Limited

(China)

ANNOUNCEMENT OF POLL RESULTS ON EXTRAORDINARY GENERAL MEETING

Reference is made to the circular (the “**Circular**”) and the notice (the “**EGM Notice**”) of the 2012 first extraordinary general meeting (the “**EGM**”) of Dongfang Electric Corporation Limited (the “**Company**”) both dated 26 October 2012. Unless otherwise defined herein, terms used in this announcement shall have the same meaning as defined in the Circular.

The board (the “**Board**”) of directors (the “**Directors**”) of the Company is pleased to announce that, the EGM was held on Friday, 14 December 2012 at 9:00 a.m. at the conference room of the Company, No. 333 Shuhan Road, Chengdu City, Sichuan Province, the PRC. Without any new resolution being proposed at the EGM, all resolutions as set out in the EGM Notice were duly passed by way of poll without amendments by the attending shareholders of the Company (the “**Shareholders**”) and the authorized proxies (the “**Authorized Proxies**”) of the Shareholders who were entitled to vote.

Mr. Si Zefu, the chairman of the Company, acted as the chairman of the EGM and presided thereat, and some of the Directors, supervisors and senior management of the Company, attesting lawyers and the scrutineer for the poll attended or observed the EGM.

ShineWing Certified Public Accountants, the auditors of the Company, was appointed as the scrutineer for the poll at the EGM, while the attesting lawyer, the Shareholder representative and supervisor representative of the Company took charge of vote-counting and supervision thereof. The lawyers from King & Wood Mallesons PRC Lawyers attended and witnessed the EGM and had given their legal opinions which are set out as follows: (i) the convening and holding procedures of the EGM are in accordance with the Companies Law, the Securities Law and the Rules Governing the Shareholders' Meeting of the Listed Companies and the relevant laws, administrative regulations, regulatory documents and the articles of association of the Company; (ii) the eligibility of the persons who attended the EGM and the qualification of the convenor are lawful and valid; and (iii) the voting procedures and results of the EGM are lawful and valid.

EGM

As at the date of the EGM, there were a total of 2,003,860,000 Shares in issue (including 1,663,860,000 A Shares and 340,000,000 H Shares) entitling the Shareholders to attend and vote for or against the resolutions at the EGM. There was no restriction on any Shareholder to cast their votes for or against the resolutions at the EGM. There were no Shares entitling the Shareholders to attend and vote only against the resolutions as contained in the EGM Notice. There was no addition, alteration or veto of the resolutions at the EGM.

No Shareholders were required to abstain from voting on any of the resolutions at the EGM. No person was mentioned in the Circular containing the EGM Notice that it/he/she intended to abstain from voting on or vote against any of the resolutions at the EGM, as the Company had not been informed of any of such intention prior to the issue of the Circular.

A total of 10 Shareholders and Authorized Proxies holding an aggregate of 1,122,264,233 Shares attended the EGM, representing 56.01% of the total number of Shares with voting rights. Among which, 1,009,478,121 Shares are held by holders of A Shares, representing 50.38% of the total number of Shares with voting rights while 112,786,112 Shares are held by holders of H Shares, representing 5.63% of the total number of Shares with voting rights.

The poll results for the resolutions as set out in the EGM Notice are as follows:

	SPECIAL RESOLUTIONS	Number of Votes (%)			Total Votes
		FOR	AGAINST	ABSTAIN	
1.	To consider and approve the “H Share Appreciation Rights Scheme of Dongfang Electric Corporation Limited”	1,118,249,620 99.64%	3,897,936 0.35%	116,677 0.01%	1,122,264,233 100%
2.	To consider and approve the “Grant of Authority to the Board of Directors to Deal with the Relevant Matters of H Share Appreciation Rights Scheme”	1,119,396,633 99.74%	2,867,600 0.26%	0 0%	1,122,264,233 100%
3.	Resolutions in relation to the proposed amendments to the Articles of Association				
	(1) Amendment of Article 191 of the Articles of Association	1,122,264,233 100%	0 0%	0 0%	1,122,264,233 100%
	(2) Amendment of Article 198 of the Articles of Association	1,122,264,233 100%	0 0%	0 0%	1,122,264,233 100%
	(3) Amendment of Article 124 of the Articles of Association	1,122,134,233 99.99%	130,000 0.01%	0 0%	1,122,264,233 100%
	(4) Authorisation to the Board to deal with, in its absolute discretion, all matters relating to the proposed amendments to the Articles of Association	1,122,264,233 100%	0 0%	0 0%	1,122,264,233 100%
	ORDINARY RESOLUTIONS	Number of Votes (%)			Total Votes
		FOR	AGAINST	ABSTAIN	
1.	To consider and approve the proposal in relation to the purchase of liability insurance for Directors, supervisors and senior management of the Company	1,013,120,980 90.27%	83,482,020 7.44%	25,661,233 2.29%	1,122,264,233 100%

As more than two-thirds of the votes were cast in favour of each of the EGM Special Resolutions no.1 to no.3, the EGM Special Resolutions no.1 to no.3 were passed.

As more than half of the votes were cast in favour of the EGM Ordinary Resolutions no.1, the EGM Ordinary Resolutions no.1 was passed.

Shareholders may refer to the Circular and the EGM Notice both dated 26 October 2012 for details of the above resolutions.

DOCUMENTS AVAILABLE FOR INSPECTION

1. The minutes and resolutions of the EGM; and
2. The legal opinion issued by King & Wood Mallesons PRC Lawyers in respect of the EGM.

By Order of the Board
Dongfang Electric Corporation Limited
Gong Dan
Company Secretary

Chengdu, Sichuan Province, the PRC

14 December 2012

As at the date of this announcement, the Directors were as follows:

Directors : Si Zefu, Zhang Xiaolun, Wen Shugang,
Huang Wei, Zhu Yuanchao and Zhang Jilie
Independent non-executive Directors : Li Yanmeng, Zhao Chunjun and Peng Shaobing