Wafangdian Bearing Company Limited Announcement of Resolution of 2016 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 October 28, 2016. And the Suggestive Announcement for Network polling of Wafangdian Bearing Company limited 2016 1st Extraordinary Shareholders'Meeting was disclosed on the Securities Times, Hongkong Commercial Daily" and the "http//www.cninfo.com.cn" published on November 11 , 2016.

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 ,November 14,2016

b): Internet polling: November 13,2016--- November 14,2016.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 November 14,2016; any time from 3:00 p.m. November 13,2016 to 3:00 p.m November 14,2016 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: Due to the Chairman Mr. Meng Wei can't attend and chair the meeting because of busy work, more than half director recommended Mr.Zhang Xinghai chair the meeting.

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

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1) 3 shareholders (proxy) attended the meeting on behalf of 323,480,000 shares, which take 80.35% of the total voting shares. Of which1 internal capital shareholder (proxy) attended the meeting on behalf of 244,000,000 shares which take 60.61% of the total voting shares. 2 foreign capital shareholders (proxy) attended the meeting on behalf of 79,480,000 shares, which take 19.74% of the total voting shares

a: 2 shareholders (proxy) attended the spot meeting on behalf of 323,300,000shares, which take 80.30% of the total voting shares.

b: 1 shareholders (proxy) vote through network via trading system of Shenzhen Stock Exchange and internet poll system of Shenzhen Stock Exchange on behalf of 180,000 shares, which take 0.0447% of the total voting 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 of adjusting the business of WBC automobile bearing branch, precision cage company, precision roller company, renting out related assets and involving related transaction (Adjusted)

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

79,300,000 shares affirmative(Spot voting 79,300,000 0 shares affirmative and internet polling shares affirmative), which take the 99.77% of the voting right held by non-associated shareholders who attended the meeting, 180,000 share objected(Spot voting 0 shares objected and internet polling 180,000 shares objected) which take the 0.23% of the voting right held by non-associated shareholders who attended the meeting.0 share waived.

The result of voting: approved.

(2) The proposal involving the related transactions and about purchasing the rental equipment from WBGC (after audited).

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

79,300,000 shares affirmative(Spot voting 79,300,000 0 shares affirmative and internet polling shares affirmative), which take the 99.77% of the voting right held by non-associated shareholders who attended the meeting, 180,000 share objected(Spot voting 0 shares objected and internet polling 180,000 shares objected) which take the 0.23% of the voting right held by non-associated shareholders who attended the meeting.0 share waived.

The result of voting: approved.

(3).The proposal of adding to daily related transactions the next half year of 2016.

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

79,300,000 shares affirmative(Spot voting 79,300,000 0 shares affirmative and internet polling shares affirmative), which take the 99.77% of the voting right held by non-associated shareholders who attended the meeting, 180,000 share objected(Spot voting 0 shares objected and internet polling 180,000 shares objected) which take the 0.23% of the voting right held by non-associated shareholders who attended the meeting.0 share waived.

The result of voting: approved.

(4).The proposal of assets sale which involved in related transaction(after audited)

a. The proposal of selling the Pulandian plant to WBGC

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

79,300,000 shares affirmative(Spot voting 79,300,000 0 shares affirmative and internet polling shares affirmative), which take the 99.77% of the voting right held by non-associated shareholders who attended the meeting, 180,000 share objected(Spot voting 0 shares objected and internet polling 180,000 shares objected) which take the 0.23% of the voting right held by non-associated shareholders who attended the meeting.0 share waived.

The result of voting: approved.

b.The proposal of selling the fully depreciated equipment to WBGC automobile bearing branch, precision cage company,precision roller company.

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

79,300,000 shares affirmative(Spot voting 79,300,000 0 shares affirmative and internet polling shares affirmative), which take the 99.77% of the voting right held by non-associated shareholders who attended the meeting, 180,000 share objected(Spot voting 0 shares objected and internet polling 180,000 shares objected) which take the 0.23% of the voting right held by non-associated shareholders who attended the meeting.0 share waived.

The result of voting: approved.

c. The proposal of selling the fully depreciated equipment to WBGC automobile bearing branch, precision cage company, precision roller company

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

79,300,000 shares affirmative(Spot voting 79,300,000 0 shares affirmative and internet polling shares affirmative), which take the 99.77% of the voting right held by non-associated shareholders who attended the meeting, 180,000 share objected(Spot voting 0 shares objected and internet polling 180,000 shares objected) which take the 0.23% of the voting right held by non-associated shareholders who attended the meeting.0 share waived.

The result of voting: approved.

d. The proposal of selling low-value consumption goods whose cost have been amortized to WBGC automobile bearing branch, precision cage company, precision roller company;

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

79,300,000 shares affirmative(Spot voting 79,300,000 0 shares affirmative and internet polling shares affirmative), which take the 99.77% of the voting right held by non-associated shareholders who attended the meeting, 180,000 share objected(Spot voting 0 shares objected and internet polling 180,000 shares objected) which take the 0.23% of the voting right held by non-associated shareholders who attended the meeting.0 share waived.

The result of voting: approved.

e. The proposal of selling idle equipment to WBGC equipment manufacturing Company;

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

79,300,000 shares affirmative (Spot voting 79,300,000 0 shares affirmative and internet polling shares affirmative), which take the 99.77% of the voting right held by non-associated shareholders who attended the meeting, 180,000 share objected(Spot voting 0 shares objected and internet polling 180,000 shares objected) which take the 0.23% of the voting right held by non-associated shareholders who attended the meeting.0 share waived.

The result of voting: approved.

f. The proposal of selling railway private sidings and related assets to WBGC precision forging Company

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

79,300,000 shares affirmative(Spot voting 79,300,000 0 shares affirmative and internet polling shares affirmative), which take the 99.77% of the voting right held by non-associated shareholders who attended the meeting, 180,000 share objected(Spot voting 0 shares objected and internet polling 180,000 shares objected) which take the 0.23% of the voting right held by non-associated shareholders who attended the meeting.0 share waived.

The result of voting: approved.

5. Legal advices showed by lawyer

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

2) Lawyer: Mrs**.** Bao Jingxin, Mrs.Ma Nan

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 2016 1st Extraordinary Shareholders'Meeting.

2) Law opinions report.

3) Other documents required by SZSE.

Wafangdian Bearing Co. Ltd

Board of Directors

November 14,2016