

Wafangdian Bearing Co., LTD. 2022 Annual General Meeting Resolution Notice

The Company and all directors, supervisors and senior managers guarantee that the information disclosed is true, accurate and complete without false records, misleading statements or major omissions.

I. Important tips

1. The notice and announcement of this meeting has been published on Securities Times and <http://www.cninfo.com.cn> on April 28, 2023.
2. There was no increase, change or rejection of motions at this general meeting of shareholders.
3. This general meeting of shareholders does not involve any change to the resolutions passed by previous general meetings of shareholders.

II. The convening of the conference

1. Time of meeting
 - (1) On-site meeting time: 14:30 PM, May 31, 2023;
 - (2) Online voting time: May 31, 2023. The voting time through the Shenzhen Stock Exchange trading system is 9:15-9:25, 9:30-11:30, and 13:00-15:00 on May 31, 2023. Votes can be cast through the Shenzhen Stock Exchange Internet Voting system at any time between 9:15 am on May 31, 2023 and 15:00 PM on May 31, 2023.
2. On-site meeting place: Room 1004 of Wazhou Group
3. Meeting method: on-site ballot and online voting are combined
4. Convenor: Wafangdian Bearing Co., LTD. Board of Directors
5. Meeting moderator: Mr. Liu Jun
6. The meeting is held in accordance with the Company Law, stock Listing Rules and articles of Association.

III. Attendance of the meeting

1. There are two shareholders and authorized representatives attending this meeting, representing 323,300,000 shares, accounting for 80.30% of the total number of voting shares of the listed company. Among them, there is one domestic shareholder (representative), representing 244,000,000 shares, accounting for 60.61% of the total number of voting shares of the listed company; There is one foreign shareholder (agent) with voting rights, representing 79,300,000 shares, accounting for 19.70% of the total number of voting shares of the listed company.

(1) There were two shareholders and their authorized representatives attending the meeting, representing 323,300,000 shares, accounting for 80.30% of the total number of voting shares of the listed company.

(2) There are 0 shareholders voting through the trading system and Internet voting system of Shenzhen Stock Exchange, representing 0 shares.

Overall situation of minority shareholders' attendance at the meeting: 0 minority shareholders

voted on site and online, representing 0 shares.

2. Part of the company's directors, supervisors, senior management and hired lawyers attend this meeting.

IV. Review and voting of bills

The shareholders' meeting deliberated and passed the following motions by a combination of on-site secret voting and online voting. The specific voting situation is as follows:

1. Review of the 2022 Annual Board Report

323,300,000 shares approved (including 323,300,000 shares approved by on-site voting and 0 shares approved by online voting), accounting for 100% of the total number of shares with valid voting rights present at the General Meeting of shareholders; Against 0 shares; 0 shares abstained.

Among them, 244,000,000 domestic shares were approved, accounting for 100% of the total number of valid voting shares of domestic shareholders attending the General meeting of shareholders; Against 0 shares; 0 shares abstained. Foreign shareholders agree on 79,300,000 shares, accounting for 100% of the total number of valid voting shares of foreign shareholders attending the General meeting of shareholders, and oppose 0 shares; 0 shares abstained.

Minority shareholders (except the company's directors, supervisors, senior managers and other shareholders holding more than 5% of the company's shares individually or in total) shall vote: approve 0 shares; Zero votes against, zero votes abstained.

Vote: Yes

2. Review of 2022 Report of the Board of Supervisors

323,300,000 shares approved (including 323,300,000 shares approved by on-site voting and 0 shares approved by online voting), accounting for 100% of the total number of shares with valid voting rights present at the General Meeting of shareholders; Against 0 shares; 0 shares abstained.

Among them, 244,000,000 domestic shares were approved, accounting for 100% of the total number of valid voting shares of domestic shareholders attending the General meeting of shareholders; Against 0 shares; 0 shares abstained. Foreign shareholders agree on 79,300,000 shares, accounting for 100% of the total number of valid voting shares of foreign shareholders attending the General meeting of shareholders, and oppose 0 shares; 0 shares abstained.

Minority shareholders (except the company's directors, supervisors, senior managers and other shareholders holding more than 5% of the company's shares individually or in total) shall vote: approve 0 shares; Zero votes against, zero votes abstained.

Vote: Yes

3. Review of the 2022 Annual Report and Executive Summary

323,300,000 shares approved (including 323,300,000 shares approved by on-site voting and 0 shares approved by online voting), accounting for 100% of the total number of shares with valid voting rights present at the General Meeting of shareholders; Against 0 shares; 0 shares abstained.

Among them, 244,000,000 domestic shares were approved, accounting for 100% of the total number of valid voting shares of domestic shareholders attending the General meeting of shareholders; Against 0 shares; 0 shares abstained. Foreign shareholders agree on 79,300,000

shares, accounting for 100% of the total number of valid voting shares of foreign shareholders attending the General meeting of shareholders, and oppose 0 shares; 0 shares abstained.

Minority shareholders (except the company's directors, supervisors, senior managers and other shareholders holding more than 5% of the company's shares individually or in total) shall vote: approve 0 shares; Zero votes against, zero votes abstained.

Vote: Yes

4. Review of the Financial And Final Accounts 2022 (audited)

323,300,000 shares approved (including 323,300,000 shares approved by on-site voting and 0 shares approved by online voting), accounting for 100% of the total number of shares with valid voting rights present at the General Meeting of shareholders; Against 0 shares; 0 shares abstained.

Among them, 244,000,000 domestic shares were approved, accounting for 100% of the total number of valid voting shares of domestic shareholders attending the General meeting of shareholders; Against 0 shares; 0 shares abstained. Foreign shareholders agree on 79,300,000 shares, accounting for 100% of the total number of valid voting shares of foreign shareholders attending the General meeting of shareholders, and oppose 0 shares; 0 shares abstained.

Minority shareholders (except the company's directors, supervisors, senior managers and other shareholders holding more than 5% of the company's shares individually or in total) shall vote: approve 0 shares; Zero votes against, zero votes abstained.

Vote: Yes

5. Review of the 2022 Profit Distribution Plan

323,300,000 shares approved (including 323,300,000 shares approved by on-site voting and 0 shares approved by online voting), accounting for 100% of the total number of shares with valid voting rights present at the General Meeting of shareholders; Against 0 shares; 0 shares abstained.

Among them, 244,000,000 domestic shares were approved, accounting for 100% of the total number of valid voting shares of domestic shareholders attending the General meeting of shareholders; Against 0 shares; 0 shares abstained. Foreign shareholders agree on 79,300,000 shares, accounting for 100% of the total number of valid voting shares of foreign shareholders attending the General meeting of shareholders, and oppose 0 shares; 0 shares abstained.

Minority shareholders (except the company's directors, supervisors, senior managers and other shareholders holding more than 5% of the company's shares individually or in total) shall vote: approve 0 shares; Zero votes against, zero votes abstained.

Vote: Yes

6. Deliberating the Motion on the Provision for Credit Impairment and Asset Impairment in 2022

323,300,000 shares approved (including 323,300,000 shares approved by on-site voting and 0 shares approved by online voting), accounting for 100% of the total number of shares with valid voting rights present at the General Meeting of shareholders; Against 0 shares; 0 shares abstained.

Among them, 244,000,000 domestic shares were approved, accounting for 100% of the total number of valid voting shares of domestic shareholders attending the General meeting of

shareholders; Against 0 shares; 0 shares abstained. Foreign shareholders agree on 79,300,000 shares, accounting for 100% of the total number of valid voting shares of foreign shareholders attending the General meeting of shareholders, and oppose 0 shares; 0 shares abstained.

Minority shareholders (except the company's directors, supervisors, senior managers and other shareholders holding more than 5% of the company's shares individually or in total) shall vote: approve 0 shares; Zero votes against, zero votes abstained.

Vote: Yes

7. Consideration of the Motion on Uncovered Losses Exceeding one third of paid-in Capital Stock

323,300,000 shares approved (including 323,300,000 shares approved by on-site voting and 0 shares approved by online voting), accounting for 100% of the total number of shares with valid voting rights present at the General Meeting of shareholders; Against 0 shares; 0 shares abstained.

Among them, 244,000,000 domestic shares were approved, accounting for 100% of the total number of valid voting shares of domestic shareholders attending the General meeting of shareholders; Against 0 shares; 0 shares abstained. Foreign shareholders agree on 79,300,000 shares, accounting for 100% of the total number of valid voting shares of foreign shareholders attending the General meeting of shareholders, and oppose 0 shares; 0 shares abstained.

Minority shareholders (except the company's directors, supervisors, senior managers and other shareholders holding more than 5% of the company's shares individually or in total) shall vote: approve 0 shares; Zero votes against, zero votes abstained.

Vote: Yes

8. Deliberating the Motion on the Company's Forecast for Daily Connected Party Transactions in 2023

The company's largest shareholder - Wazhou Group of domestic shares held 244,000,000 shares this motion according to the relevant requirements for avoidance. The voting results of the remaining shareholders are:

Agreed to 79.3 million shares (including 79.3 million shares agreed by on-site voting and 0 shares agreed by online voting), accounting for 100% of the total number of shares with valid voting rights present at the General Meeting of shareholders; Against 0 shares; 0 shares abstained.

Minority shareholders (except the company's directors, supervisors, senior managers and other shareholders holding more than 5% of the company's shares individually or in total) shall vote: approve 0 shares; Zero votes against, zero votes abstained.

Vote: Yes

9. Review of the 2023 Budget

323,300,000 shares approved (including 323,300,000 shares approved by on-site voting and 0 shares approved by online voting), accounting for 100% of the total number of shares with valid voting rights present at the General Meeting of shareholders; Against 0 shares; 0 shares abstained.

Among them, 244,000,000 domestic shares were approved, accounting for 100% of the total number of valid voting shares of domestic shareholders attending the General meeting of

shareholders; Against 0 shares; 0 shares abstained. Foreign shareholders agree on 79,300,000 shares, accounting for 100% of the total number of valid voting shares of foreign shareholders attending the General meeting of shareholders, and oppose 0 shares; 0 shares abstained.

Minority shareholders (except the company's directors, supervisors, senior managers and other shareholders holding more than 5% of the company's shares individually or in total) shall vote: approve 0 shares; Zero votes against, zero votes abstained.

Vote: Yes

10. Deliberating the Motion on the Renewal of Accounting Firms

323,300,000 shares approved (including 323,300,000 shares approved by on-site voting and 0 shares approved by online voting), accounting for 100% of the total number of shares with valid voting rights present at the General Meeting of shareholders; Against 0 shares; 0 shares abstained.

Among them, 244,000,000 domestic shares were approved, accounting for 100% of the total number of valid voting shares of domestic shareholders attending the General meeting of shareholders; Against 0 shares; 0 shares abstained. Foreign shareholders agree on 79,300,000 shares, accounting for 100% of the total number of valid voting shares of foreign shareholders attending the General meeting of shareholders, and oppose 0 shares; 0 shares abstained.

Minority shareholders (except the company's directors, supervisors, senior managers and other shareholders holding more than 5% of the company's shares individually or in total) shall vote: approve 0 shares; Zero votes against, zero votes abstained.

Vote: Yes

11. Deliberating the Motion on the Election of Independent Director Candidates for the Ninth Board of Directors of the Company

323,300,000 shares approved (including 323,300,000 shares approved by on-site voting and 0 shares approved by online voting), accounting for 100% of the total number of shares with valid voting rights present at the General Meeting of shareholders; Against 0 shares; 0 shares abstained.

Among them, 244,000,000 domestic shares were approved, accounting for 100% of the total number of valid voting shares of domestic shareholders attending the General meeting of shareholders; Against 0 shares; 0 shares abstained. Foreign shareholders agree on 79,300,000 shares, accounting for 100% of the total number of valid voting shares of foreign shareholders attending the General meeting of shareholders, and oppose 0 shares; 0 shares abstained.

Minority shareholders (except the company's directors, supervisors, senior managers and other shareholders holding more than 5% of the company's shares individually or in total) shall vote: approve 0 shares; Zero votes against, zero votes abstained.

Vote: Yes

12. Deliberating the Motion on Amending the Articles of Association of the Company

323,300,000 shares approved (including 323,300,000 shares approved by on-site voting and 0 shares approved by online voting), accounting for 100% of the total number of shares with valid voting rights present at the General Meeting of shareholders; Against 0 shares; 0 shares

abstained.

Among them, 244,000,000 domestic shares were approved, accounting for 100% of the total number of valid voting shares of domestic shareholders attending the General meeting of shareholders; Against 0 shares; 0 shares abstained. Foreign shareholders agree on 79,300,000 shares, accounting for 100% of the total number of valid voting shares of foreign shareholders attending the General meeting of shareholders, and oppose 0 shares; 0 shares abstained.

Minority shareholders (except the company's directors, supervisors, senior managers and other shareholders holding more than 5% of the company's shares individually or in total) shall vote: approve 0 shares; Zero votes against, zero votes abstained.

Vote: Yes

This motion is a special resolution motion, which is approved by more than two-thirds of the total number of valid voting shares held by shareholders (including shareholders' agents) who have already attended the General meeting of shareholders.

13. Deliberating the Motion on Electing Candidates for Supervisors of the Ninth Board of Supervisors of the Company

323,300,000 shares approved (including 323,300,000 shares approved by on-site voting and 0 shares approved by online voting), accounting for 100% of the total number of shares with valid voting rights present at the General Meeting of shareholders; Against 0 shares; 0 shares abstained.

Among them, 244,000,000 domestic shares were approved, accounting for 100% of the total number of valid voting shares of domestic shareholders attending the General meeting of shareholders; Against 0 shares; 0 shares abstained. Foreign shareholders agree on 79,300,000 shares, accounting for 100% of the total number of valid voting shares of foreign shareholders attending the General meeting of shareholders, and oppose 0 shares; 0 shares abstained.

Minority shareholders (except the company's directors, supervisors, senior managers and other shareholders holding more than 5% of the company's shares individually or in total) shall vote: approve 0 shares; Zero votes against, zero votes abstained.

Vote: Yes

V. Legal opinions issued by lawyers

1. Law Firm Name: Liaoning Huaxia Law Firm

2. Lawyer's name: Bao Jingxin, Liu Cuimei

3. Concluding Comments: The convening and convening procedures of the general meeting of shareholders of the Company comply with laws, regulations and the Articles of Association; The qualifications of the personnel attending the shareholders' meeting are legal and valid; The voting procedure at the shareholders' meeting is legal and effective; Resolutions adopted by the shareholders' general meeting are legal and valid.

VI. Documents for reference

1. Wafangdian Bearing Co., LTD. 2022 annual General Meeting resolution;
2. Liaoning Huaxia Law Firm legal opinion on wafangdian Bearing Co., LTD. 2022 Annual General Meeting of shareholders

Notice is hereby given.

Wafangdian Bearing Co., LTD

May 31, 2023