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ZHONGCHANG INTERNATIONAL HOLDINGS GROUP LIMITED

中昌國際控股集團有限公司

(incorporated in Bermuda with limited liability)

(Stock code: 859)

**POLL RESULTS OF SPECIAL GENERAL MEETING
HELD ON 18 SEPTEMBER 2019**

The Board is pleased to announce that all resolutions set out in the SGM Notice were duly passed by the Shareholders by way of poll at the SGM held on 18 September 2019.

Reference is made to the circular (the “**Circular**”) of Zhongchang International Holdings Group Limited (the “**Company**”) dated 29 August 2019 and the notice of the special general meeting of the Company of even date (the “**SGM Notice**”). Capitalised terms used herein shall have the same meanings as defined in the Circular, unless the context requires otherwise.

The Board is pleased to announce that the proposed resolutions set out in the SGM Notice were duly passed by the Shareholders by way of poll at the SGM held on 18 September 2019.

As at the date of the SGM, there were a total of 1,125,027,072 Shares in issue, which was the total number of Shares that entitled the Shareholders to attend and vote on each of resolutions numbered 2a and 2b as set out in the SGM Notice at the SGM. Sansheng Hongye, holding 843,585,747 Shares (representing approximately 74.98% of the total number of issued Shares) as at the date of the SGM, was required to, and did, abstain from voting on resolution numbered 1 (“**Resolution 1**”) as set out in the SGM Notice. The total number of Shares entitling the Independent Shareholders to vote on the Resolution 1 at the SGM was 281,441,325. To the best of the Directors’ knowledge, information and belief, save as aforesaid, there were no restrictions on any Shareholders to cast votes on any of the resolutions as set out in the SGM Notice and there were no

Shares entitling the holders to attend and abstain from voting in favour of the resolutions at the SGM as set out in Rule 13.40 of the Listing Rules.

Tricor Standard Limited, the branch share registrar of the Company in Hong Kong, acted as the scrutineer for the vote-taking at the SGM. The poll results in respect of the resolutions were as follows:

Ordinary resolutions		No. of Shares represented by valid votes cast and approximate percentage of total no. of valid votes cast		Total no. of valid votes cast
		For	Against	
1.	To approve the Agreement, the terms and the transactions thereunder as set out in the SGM Notice.*	47,664,637 (100%)	0 (0%)	47,664,637
2a.	To re-elect Mr. Pan Gongcheng as an executive director of the Company as set out in the SGM Notice.*	891,250,384 (100%)	0 (0%)	891,250,384
2b.	To re-elect Mr. Wang Xin as a non-executive director of the Company as set out in the SGM Notice.*	891,250,384 (100%)	0 (0%)	891,250,384

* The full text of the resolution is set out in the SGM Notice.

As more than 50% of the votes were cast in favour of the resolutions set out in the SGM Notice, the resolutions were therefore duly passed as ordinary resolutions at the SGM.

By order of the Board of
Zhongchang International Holdings Group Limited
Fan Xuerui
Chairman

Hong Kong, 18 September 2019

As at the date of this announcement, the Board comprises Mr. Fan Xuerui (Chairman), Mr. Pan Gongcheng, Mr. Sun Meng and Ms. Li Guang as executive Directors; Mr. Wang Xin as non-executive Director; and Mr. Hung Ka Hai Clement, Mr. Liew Fui Kiang and Mr. Wong Sai Tat as independent non-executive Directors.