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Zheng Li Holdings Limited

正力控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8283)

POLL RESULTS OF THE ANNUAL GENERAL MEETING HELD ON 16 NOVEMBER 2021

The Board of Directors (the “**Board**”) of the Company is pleased to announce that all the proposed resolutions as set out in the AGM Notice dated 15 October 2021 and the supplemental AGM Notice dated 26 October 2021 were duly passed by the Shareholders of the Company at the AGM held on 16 November 2021 by way of poll.

Reference is made to the circular (the “**Circular**”) and the notice (the “**AGM Notice**”) of the annual general meeting (the “**AGM**”) of Zheng Li Holdings Limited (the “**Company**”) both dated 15 October 2021 and the supplemental circular (the “**Supplemental Circular**”) and the supplemental notice (the “**Supplemental AGM Notice**”) of the AGM of the Company both dated 26 October 2021. Terms used in this announcement shall have the same meanings as those defined in the Circular, the AGM Notice, the Supplemental Circular and the Supplemental AGM Notice unless the context requires otherwise.

POLL RESULTS OF THE AGM

As at the date of the AGM, the total number of Shares in issue was 2,000,000,000 Shares, which was the total number of Shares entitling the shareholders to attend and vote for or against all the resolutions proposed at the AGM. There was no Share entitling the holder to attend and abstain from voting in favour of any resolutions proposed at the AGM as set out in Rule 17.47A of the GEM Listing Rules. No Shareholder was required under the GEM Listing Rules to abstain from voting on any of the resolutions proposed at the AGM. No Shareholder was entitled to attend and vote only against any of the resolutions proposed at the AGM. No person has stated his/her/its intention to vote against or to abstain from voting on any of the resolutions proposed at the AGM.

The Board announces that the poll results of all the resolutions proposed at the AGM are as follows:

Ordinary Resolutions		Number of votes cast and approximate percentage of total number of votes	
		For	Against
1.	To consider and adopt the audited consolidated financial statements of the Company and its subsidiaries and the reports of the directors (the “ Directors ”) and the independent auditors of the Company for the year ended 31 December 2020.	1,046,710,000 (100.00%)	0 (0.00%)
2.	To re-elect Mr. YAN Jianqiang as an executive Director.	1,046,710,000 (100.00%)	0 (0.00%)
3.	To re-elect Mr. CHUA Boon Hou (CAI Wenhao) as an executive Director.	1,046,710,000 (100.00%)	0 (0.00%)
4.	To authorise the Board to fix the Directors’ remuneration.	1,046,710,000 (100.00%)	0 (0.00%)
5.	To re-appoint CCTH CPA Limited as the auditors of the Company and to authorise the Board to fix the auditors’ remuneration.	1,046,710,000 (100.00%)	0 (0.00%)
6.	To grant a general and unconditional mandate to the Directors to allot, issue and deal with new shares of the Company with the aggregate number not exceeding 20% of the total number of issued shares of the Company as at the date of passing of the relevant resolution at the AGM. (Resolution no. 6 of the AGM Notice)*	1,046,010,000 (99.93%)	700,000 (0.07%)
7.	To grant a general and unconditional mandate to the Directors to purchase or repurchase the Company’s shares of an aggregate number not exceeding 10% of the total number of issued shares of the Company as at the date of passing of the relevant resolution at the AGM. (Resolution no. 7 of the AGM Notice)*	1,046,710,000 (100.00%)	0 (0.00%)

Ordinary Resolutions		Number of votes cast and approximate percentage of total number of votes	
		For	Against
8.	To extend the general and unconditional mandate granted to the Directors under resolution no. 6 by an amount representing the aggregate number of shares purchased or repurchased by the Company under resolution no. 7, provided that such amount shall not exceed 10% of the total number of issued shares of the Company as at the date of passing of the relevant resolution at the AGM. (Resolution no. 8 of the AGM Notice)*	1,046,010,000 (99.93%)	700,000 (0.07%)
9.	To re-elect Mr. ZHAO Wei as an independent non-executive Director.	1,046,710,000 (100.00%)	0 (0.00%)

* *The full text of the resolutions above are set out in the AGM Notice.*

As more than 50% of the votes were cast in favour of each of the above resolutions, all the resolutions were duly passed as ordinary resolutions at the AGM.

Tricor Investor Services Limited, the Company's Hong Kong branch share registrar, acted as the scrutineer at the AGM for the purpose of vote-taking.

By order of the Board
Zheng Li Holdings Limited
YAN Jianqiang
*Co-Chairman, Chief Executive Officer and
Executive Director*

Hong Kong, 16 November 2021

As at the date of this announcement, the Executive Directors are Mr. YAN Jianqiang, Mr. WU Tangqing and Mr. CHUA Boon Hou (CAI Wenhao); and the Non-Executive Director is Mr. YUAN Guoshun; and the Independent Non-Executive Directors are Mr. LEUNG Yiu Cho, Mr. CHEN Huichun and Mr. ZHAO Wei.

This announcement, for which the Directors of the Company collectively and individually accept full responsibility, includes particulars given in compliance with the GEM Listing Rules for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that, to the best of their knowledge and belief, the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this announcement misleading.

This announcement will remain on the “Latest Listed Company Information” page of the GEM website at www.hkgem.com for at least seven days from the day of its posting. This announcement will also be published on the website of the Company at www.zhengliholdings.com.