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## **SINO-LIFE GROUP LIMITED**

**中國生命集團有限公司**

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock code: 8296)**

### **POLL RESULTS OF EXTRAORDINARY GENERAL MEETING HELD ON 22 NOVEMBER 2021**

References are made to the circular (the “**Circular**”) and the notice (the “**Notice**”) of extraordinary general meeting (the “**EGM**”) of Sino-Life Group Limited (the “**Company**”) both dated 29 October 2021 in relation to the Capital Increase Agreement and the JV Agreement. Unless otherwise defined herein, capitalized terms used in this announcement shall have the same meanings as those defined in the Circular and the Notice.

The Board is pleased to announce the poll results in respect of the resolutions proposed at the EGM as follows:

Ordinary resolutions proposed at the EGM		Number of votes cast (approximate percentage of total number of votes cast)		Total number of votes cast
		For	Against	
1.	To approve the Capital Increase Agreement entered into by Zhongke Xunda, Nanyue CB and Zhongke Zhenhui and the transactions contemplated thereunder	60,169,400 (75.60%)	19,416,000 (24.40%)	79,585,400
2.	To approve the JV Agreement entered into by Zhongke Zhenhui and the JV Partner and the transactions contemplated thereunder	280,644,400 (93.53%)	19,416,000 (6.47%)	300,060,400

On the basis of the votes cast as set out above, all the above resolutions were passed as ordinary resolutions. As at the date of the EGM, the total number of issued shares of the Company (the “**Shares**”) was 742,500,000 Shares, which was the total number of shares entitling the shareholders of the Company (“**Shareholder(s)**”) to attend and vote for or against the resolutions at the EGM. As disclosed in the Circular, Hong Kong Gaoqi Biological Technology Company Limited (being the substantial shareholder of the Company which is interested in an aggregate of 220,475,000 Shares, representing approximately 29.69% of the entire issued share capital of the Company, and is controlled as to over 30% by Mr. Xu Jianchun (“**Mr. Xu**”), therefore, an associate of Mr. Xu) was required to abstain from voting in favour on the proposed resolution number 1 to approve the Capital Increase Agreement and the transactions contemplated thereunder pursuant to Rule 17.47A of the GEM Listing Rule.

Save for the aforesaid, there was no Shareholder that was required to abstain from voting in respect of the proposed resolutions. There were no Shares entitling the Shareholders to attend and abstain from voting in favour pursuant to Rule 17.47A of the GEM Listing Rules. No Shareholder has stated his or her intention in the Circular to vote against the resolutions proposed at the EGM or to abstain from voting. Crowe (HK) CPA Limited, Certified Public Accountants, was appointed as the scrutineer for the purpose of vote-taking at the EGM.

Shareholders may refer to the Circular for details of the above resolutions proposed at the EGM. The Circular may be viewed and downloaded from the Company’s website at <http://www.sinolifegroup.com> or the designated website of The Hong Kong Exchanges and Clearing Limited at [www.hkexnews.hk](http://www.hkexnews.hk).

#### **Scope of work of Crowe (HK) CPA Limited**

The poll results were subject to scrutiny by Crowe (HK) CPA Limited, Certified Public Accountants, whose work was limited to certain procedures requested by the Company to agree the poll results summary prepared by the Company to poll forms collected and provided by the Company to Crowe (HK) CPA Limited. The work performed by Crowe (HK) CPA Limited in this respect did not constitute an assurance engagement in accordance with Hong Kong Standards on Auditing, Hong Kong Standards on Review Engagements or Hong Kong Standards on Assurance Engagements issued by the Hong Kong Institute of Certified Public Accountants nor did it include provision of any assurance or advice on matters of legal interpretation or entitlement to vote.

By Order of the Board  
**Sino-Life Group Limited**  
**XU Jianchun**  
*Chairman and Executive Director*

Hong Kong, 22 November 2021

*As at the date hereof, the Board comprises Mr. XU Jianchun, Mr. LIU Tien-Tsai and Dr. XU Qiang being executive Directors; and Mr. CHAI Chung Wai, Mr. SUN Fei, and Mr. WANG Jun being independent non-executive Directors.*

*This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the Rules Governing the Listing of Securities on GEM of The Stock Exchange of Hong Kong Limited 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 Company Announcements” page of the GEM website at <http://www.hkgem.com> for 7 days from the date of its posting. This announcement will also be posted on the Company’s website at <http://www.sinolifegroup.com>.*