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CHINA RONGZHONG FINANCIAL HOLDINGS COMPANY LIMITED
中國融眾金融控股有限公司
(Incorporated in the Cayman Islands with limited liability)
(Stock Code: 03963)

POLL RESULTS OF THE RESCHEDULED EXTRAORDINARY GENERAL MEETING

Reference is made to (i) the circular of China Rongzhong Financial Holdings Company Limited (the “**Company**”) dated 24 January 2022 (the “**Circular**”), (ii) the notice of extraordinary general meeting of the Company (the “**EGM**”) dated 24 January 2022, (iii) the form of proxy for the EGM dated 24 January 2022, (iv) the clarification announcement of the Company regarding the circular, the notice of EGM and proxy form and postponement of the EGM dated 8 February 2022, (v) the revised notice of the Rescheduled EGM dated 10 February 2022 (the “**Revised Notice of EGM**”), and (vi) the revised form of proxy dated 10 February 2022. Unless otherwise stated, capitalised terms used in this announcement shall have the same meanings as defined in the Circular and the Revised Notice of EGM.

POLL RESULTS OF THE RESCHEDULED EGM

The Board hereby announces that at the Rescheduled EGM held on 2 March 2022, the proposed resolution as set out in the Revised Notice of EGM (the “**Resolution**”) was duly passed by the Independent Shareholders by way of poll.

As at the date of Rescheduled EGM, the total number of ordinary shares of the Company in issue was 412,509,000 Shares. As disclosed in the Circular, in view of interest of the Vendor, Ms. Michelle Wong and Ms. Jacqueline Wong in the Acquisition, each of the Vendor, Ms. Michelle Wong and Ms. Jacqueline Wong and their respective associates, who held an aggregate of 164,040,145 Shares, were required to abstain and had abstained from voting on the Resolution at the Rescheduled EGM. Save as disclosed, no other Shareholder was required to abstain from voting at the Rescheduled EGM. Accordingly, the total number of Shares entitling the Independent Shareholders to attend and vote on the Resolution at the Rescheduled EGM was 248,468,855 Shares. No Shareholder was entitled to attend and abstain from voting in favour of the Resolution at the Rescheduled EGM as set out in Rule 13.40 of the Listing Rules. There were no Shareholders stating their intention in the Circular to vote against or to abstain from voting on the Resolution at the Rescheduled EGM.

The following Directors attended the Rescheduled EGM: Ms. Wong Emilie Hoi Yan, Mr. Chen Shuai, Ms. Wong Jacqueline Yue Yee, Ms. Wong Michelle Yatyee, Mr. Wong Ming Bun David, Mr. Lie Chi Wing, Mr. Ng Wing Chung Vincent and Mr. Yu Yang.

The Company's branch share registrar in Hong Kong, Tricor Investor Services Limited, was appointed as the scrutineer for the purpose of vote-taking at the Rescheduled EGM.

The poll results in respect of the Resolution were as follows:–

ORDINARY RESOLUTION		FOR		AGAINST	
		Number of Shares voted	Percent (%)	Number of Shares voted	Percent (%)
1	<p>(a) subject to the fulfillment of the terms and conditions set out in the agreement for sale and purchase dated 26 October 2021 (as supplemented by a supplemental agreement dated 6 December 2021) (the “Agreement for Sale and Purchase”, a copy of which has been produced to the Meeting and signed by the chairman of the Meeting (the “Chairman”) for identification purpose) entered into between the Company and Goldbond Group Holdings Limited (“Vendor”) in relation to the proposed acquisition (the “Acquisition”) of 51% of the issued share capital of the Target Company (as defined in the circular of the Company dated 24 January 2022 (“Circular”)), at the consideration of HK\$17,000,000, which shall be satisfied by the allotment and issue of Convertible Bonds (as defined below) and the Loan Note, the Agreement for Sale and Purchase and the transactions contemplated thereunder be and are hereby approved;</p> <p>(b) the issue of the interest-free convertible bonds in the principal amount of HK\$3,811,500 (the “Convertible Bonds”) and the allotment and issue of new ordinary shares of the Company to holder(s) of the Convertible Bonds upon the exercise of the conversion rights attaching to the Convertible Bonds (the “Conversion Shares”) by the Company be and are hereby approved; and</p> <p>(c) any one director of the Company be and is hereby authorised to do such acts and deeds in his/her sole and absolute discretion and opinion deemed expedient and appropriate to implement and effect the Agreement for Sale and Purchase and the transactions contemplated thereunder.</p>	136,190,015	100.00	0	0.00

As more than 50% of the votes were cast in favour of the above Resolution, the Resolution was duly passed as an ordinary resolution of the Company.

By Order of the Board
China Rongzhong Financial Holdings Company Limited
Wong Emilie Hoi Yan
Executive Director

Hong Kong, 2 March 2022

As at the date of this announcement, the executive Director of the Company is Ms. Wong Emilie Hoi Yan; the non-executive Directors of the Company are Mr. Chen Shuai, Ms. Wong Jacqueline Yue Yee, Ms. Wong Michelle Yatyee and Mr. Wong Ming Bun David; and the independent non-executive Directors of the Company are Mr. Lie Chi Wing, Mr. Ng Wing Chung Vincent and Mr. Yu Yang.