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**中国地利集团**  
**China Dili Group**

(Incorporated in the Cayman Islands with limited liability)  
(Stock Code: 1387)

## POLL RESULTS OF THE 2022 ANNUAL GENERAL MEETING HELD ON 20 JUNE 2022

The board of directors (the “**Board**”) of China Dili Group (the “**Company**”) announces that at the 2022 annual general meeting of the Company held on 20 June 2022 (the “**AGM**”), all proposed resolutions as set out in the notice of the AGM were duly passed by the shareholders of the Company (the “**Shareholders**”) by way of poll.

The Company’s branch share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited, was appointed as the scrutineer for the vote-taking at the AGM.

The poll results taken at the AGM are as follows:

| Ordinary Resolutions |  | Number of Votes (%) (Note)     |                           |
|----------------------|--|--------------------------------|---------------------------|
|                      |  | For                            | Against                   |
| 1.                   | To receive and consider the audited consolidated financial statements of the Company and its subsidiaries for the year ended 31 December 2021 together with the reports of the directors of the Company (the “ <b>Directors</b> ”) and the independent auditors. | 6,315,124,524<br>(99.998924%)  | 67,939<br>(0.001076%)     |
| 2.                   | (a) To re-elect Mr. Wang Yan as an executive Director.   | 6,314,190,561<br>(99.984135%)  | 1,001,902<br>(0.015865%)  |
|                      | (b) To re-elect Mr. Liu Lizhen as a non-executive Director.  | 6,315,192,462<br>(100.000000%) | 1<br>(0.000000%)          |
|                      | (c) To re-elect Mr. Wang Yifu as an independent non-executive Director.  | 6,314,309,562<br>(99.986019%)  | 882,901<br>(0.013981%)    |
|                      | (d) To re-elect Mr. Tang Hon Man as an independent non-executive Director.   | 6,314,209,563<br>(99.984436%)  | 982,900<br>(0.015564%)    |
| 3.                   | To authorise the Board to fix the remuneration of the Directors.   | 6,314,826,962<br>(99.994212%)  | 365,501<br>(0.005788%)    |
| 4.                   | To re-appoint Messrs. KPMG as auditors of the Company and to authorise the Board to fix their remuneration.  | 6,315,192,463<br>(100.000000%) | 0<br>(0.000000%)          |
| 5.                   | To grant a general unconditional mandate to the Directors to allot and issue shares of the Company as set out in the ordinary resolution numbered 5 in the notice of AGM.  | 6,286,529,835<br>(99.546132%)  | 28,662,628<br>(0.453868%) |

| Ordinary Resolutions  |   | Number of Votes (%) <i>(Note)</i> |                            |
|---|---|-----------------------------------|----------------------------|
|   |   | For                               | Against                    |
| 6.  | To grant a general unconditional mandate to the Directors to repurchase shares of the Company as set out in the ordinary resolution numbered 6 in the notice of AGM.  | 6,315,192,463<br>(100.000000%)    | 0<br>(0.000000%)           |
| 7.  | To extend the power granted to the Directors under resolution numbered 5 to allot and issue shares as set out in the ordinary resolution numbered 7 in the notice of AGM.   | 6,286,926,835<br>(99.552419%)     | 28,265,628<br>(0.447581%)  |
| As more than 50% of the votes were cast in favour of each of the ordinary resolutions numbered 1 to 7, the resolutions numbered 1 to 7 were duly passed as ordinary resolutions of the Company. |   |                                   |                            |
| Special Resolution  |   | Number of Votes (%) <i>(Note)</i> |                            |
|   |   | For                               | Against                    |
| 8.  | To approve the proposed amendments to the existing memorandum of association and articles of association of the Company and to adopt the third amended and restated memorandum of association and the amended and restated articles of association of the Company in substitution for and to the exclusion of the existing memorandum of association and articles of association of the Company as set out in the special resolution numbered 8 in the notice of AGM. | 6,192,424,534<br>(98.055991%)     | 122,767,929<br>(1.944009%) |
| As more than 75% of the votes were cast in favour of the special resolution numbered 8, the resolution numbered 8 was duly passed as a special resolution of the Company.                       |   |                                   |                            |

*Note:*

*The number of votes and percentage are based on the total number of shares of the Company (the "Shares") held by the Shareholders who voted at the AGM in person or by proxy or corporate representative.*

The total number of Shares in issue as at the date of the AGM, being the total number of Shares entitling the Shareholders thereof to attend and vote for or against the resolutions at the AGM, was 8,896,289,780 Shares. There were no Shares entitling any Shareholders to attend and vote only against the resolutions at the AGM and there were no Shares requiring the Shareholders to abstain from voting for the resolutions at the AGM under the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited. All Directors attended the AGM in person or by electronic means.

For and on behalf of the Board  
**China Dili Group**  
**Hung Fan Kwan**  
*Company Secretary*

Hong Kong, 20 June 2022

*As at the date of this announcement, the Board comprises Mr. Wang Yan, Mr. Dai Bin and Ms. Qin Xiang as executive Directors, Mr. Yin Jianhong and Mr. Liu Lizhen as non-executive Directors and Mr. Fan Ren-Da, Anthony, Mr. Wang Yifu, Mr. Leung Chung Ki and Mr. Tang Hon Man as independent non-executive Directors.*