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天立国际控股有限公司  
Tianli International Holdings Limited

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1773)

**POLL RESULTS OF ANNUAL GENERAL MEETING  
HELD ON 30 DECEMBER 2022**

The Board announces that all resolutions proposed at the AGM held on 30 December 2022 were duly passed.

Reference is made to the circular of Tianli International Holdings Limited (the “**Company**”) dated 8 December 2022 (the “**Circular**”). Unless otherwise stated, capitalised terms used herein shall bear the same meanings as those defined in the Circular.

**POLL RESULTS OF THE AGM**

The Board hereby announces that at the AGM held on 30 December 2022, the resolutions proposed were duly passed by way of poll voting.

Computershare Hong Kong Investor Services Limited, the Company’s branch share registrar in Hong Kong, was appointed as the scrutineer for the purpose of vote-taking at the AGM. The poll results in respect of the resolutions proposed at the AGM were as follows:

Ordinary Resolutions		Number of Shares (%)	
		For	Against
1.	To receive and consider the audited consolidated financial statements of the Company and its subsidiaries and the reports of the Directors and auditor of the Company for the year ended 31 August 2022	1,149,192,786 (99.982773%)	198,000 (0.017227%)
2.	To declare out of the share premium account of the Company a final dividend of HK2.49 cents per ordinary share for the year ended 31 August 2022	1,149,390,786 (100.000000%)	0 (0.000000%)
3.	(i) To re-elect Mr. LUO Shi as a Director	1,139,054,019 (99.100674%)	10,336,767 (0.899326%)
	(ii) To re-elect Mr. WANG Rui as a Director	1,084,457,530 (94.350637%)	64,933,256 (5.649363%)
	(iii) To authorize the Board to fix the remuneration of the Directors	1,144,812,786 (99.601702%)	4,578,000 (0.398298%)

Ordinary Resolutions		Number of Shares (%)	
		For	Against
4.	To re-appoint Ernst & Young as auditor of the Company and to authorise the Board to fix its remuneration	1,149,390,786 (100.000000%)	0 (0.000000%)
5.	To grant a general mandate to the Directors to issue new shares of the Company	1,137,750,019 (98.987223%)	11,640,767 (1.012777%)
6.	To grant a general mandate to the Directors to repurchase shares of the Company	1,144,812,786 (99.601702%)	4,578,000 (0.398298%)
7.	To extend the general mandate to issue new shares by adding the number of shares repurchased	1,133,172,019 (98.588925%)	16,218,767 (1.411075%)
Special Resolution		Number of Shares (%)	
		For	Against
8.	To approve the proposed amendments to the amended and restated memorandum and articles of association of the Company (the “ <b>Proposed Amendments</b> ”) and to adopt the second amended and restated memorandum and articles of association of the Company incorporating and consolidating all the Proposed Amendments in substitution for, and to the exclusion of, the amended and restated memorandum and articles of association of the Company	1,147,854,019 (99.866297%)	1,536,767 (0.133703%)

As majority of the votes were cast in favour of each of the ordinary resolutions, all the ordinary resolutions were duly passed.

As a majority of not less than three-quarters of the votes were cast in favour of the special resolution, the special resolution was duly passed.

As at the date of the AGM, the total number of issued shares of the Company was 2,154,000,000 shares, which was the total number of shares of the Company entitling the shareholders of the Company to attend and vote on the resolutions at the AGM. There was no restriction on any shareholders of the Company to cast votes on any of the proposed resolutions at the AGM. All the Directors attended the AGM.

By order of the Board  
**Tianli International Holdings Limited**  
**Luo Shi**  
*Chairman, Executive Director and Chief Executive Officer*

The PRC, 30 December 2022

*As at the date of this announcement, the Board comprises Mr. Luo Shi as chairman and executive Director and Mr. Wang Rui as executive Director and Mr. Liu Kai Yu Kenneth, Mr. Yang Dong and Mr. Cheng Yiqun as independent non-executive Directors.*