

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.



Zhengwei Group Holdings Company Limited
正味集团控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 2147)

POLL RESULTS OF ANNUAL GENERAL MEETING
HELD ON 31 MAY 2024

The board of directors (the “**Board**”) of Zhengwei Group Holdings Limited (the “**Company**”) is pleased to announce the voting results of the annual general meeting of the Company (the “**AGM**”) held on 31 May 2024.

Reference is made to the circular to the shareholders of the Company (the “**Circular**”) and notice of the AGM (the “**Notice**”) dated 30 April 2024. Unless otherwise stated, capitalized terms used herein shall have the same meanings as those defined in the Circular and the Notice.

Except Mr. Li Hui, all Directors attended the AGM in person or by electronic means. At the AGM, the voting of the resolutions as set out in the Notice were taken by way of poll. The poll results were as follows:

Ordinary Resolutions		Number of Votes Cast (%)	
		For	Against
1.	To consider and approve the audited financial statements of the Company, the report of the Directors and the report of the independent auditor for the year ended 31 December 2023	289,810,882 100.00%	0 0.00%
2.	To re-elect Mr. Li Hui as an executive Director	255,385,220 88.12%	34,425,662 11.88%
3.	To re-elect Mr. Lau Jing Yeung William as an independent non-executive Director	282,466,882 97.47%	7,344,000 2.53%
4.	To re-elect Mr. Hu Ruiwo as an independent non-executive Director	282,466,882 97.47%	7,344,000 2.53%
5.	To re-elect Mr. Ye Sangzhi as an independent non-executive Director	282,466,882 97.47%	7,344,000 2.53%
6.	To authorise the Board to fix the Directors' remuneration	289,810,882 100.00%	0 0.00%
7.	To re-appoint CCTH CPA Limited as the Company's auditor and to authorise the Board to fix their remuneration	289,810,882 100.00%	0 0.00%
8.	To give a general mandate to the Directors to allot, issue and deal with additional shares in the share capital of the Company not exceeding 20% of the total number of issued shares of the Company as at the date of the passing of this resolution	271,328,606 93.62%	18,482,276 6.38%
9.	To give a general mandate to the Directors to repurchase the shares of the Company not exceeding 10% of the total number of issued shares of the Company as at the date of the passing of this resolution	289,810,882 100.00%	0 0.00%
10.	To extend the general mandate granted to the Directors to allot, issue and deal with additional shares in the share capital of the Company by the total number of shares repurchased by the Company	278,672,606 96.16%	11,138,276 3.84%

Note:

- (i) Please refer to the Notice for the full version of the above resolutions.
- (ii) The percentage of votes is based on the total number of Shares held by the Shareholders who voted at the AGM in person or by corporate representative or proxy.

As more than 50% of the votes were cast in favour of the resolutions nos. 1-10 at the AGM, resolutions nos. 1-10 were duly passed as ordinary resolutions of the Company.

As at the date of the AGM, the total number of issued Shares was 800,000,000 shares, which was the total number of Shares entitling the Shareholders to attend and vote for or against the resolutions at the AGM. There was no restriction on any Shareholders to vote only against the proposed resolutions at the AGM. There were no Shares entitling the Shareholders to attend and abstain from voting in favour of the resolutions at the AGM as set out in Rule 13.40 of the Listing Rules.

No Shareholders were required under the Listing Rules to abstain from voting on the resolutions at the AGM. None of the Shareholders have stated their intention in the Circular to vote against or to abstain from voting on the resolutions at the AGM.

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

By order of the Board
Zhengwei Group Holdings Company Limited
Mr. Yang Shengyao
Chairman

Hong Kong, 31 May 2024

As at the date of this announcement, the executive Directors are Mr. Yang Shengyao, Ms. Lin Qiuyun and Mr. Li Hui; and the independent non-executive Directors are Mr. Lau Jing Yeung William, Mr. Hu Ruiwo and Mr. Ye Sangzhi.