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Zhongtian Construction (Hunan) Group Limited

中天建設（湖南）集團有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 2433)

POLL RESULTS OF THE ANNUAL GENERAL MEETING HELD ON 27 JUNE 2024

References are made to the circular (the “**Circular**”) and notice (the “**Notice**”) of the annual general meeting (the “**AGM**”) of Zhongtian Construction (Hunan) Group Limited (the “**Company**”) both dated 6 June 2024. Unless otherwise defined, capitalised terms used herein shall have the same meanings as those defined in the Circular.

POLL RESULTS OF THE AGM

The Board is pleased to announce that at the AGM held on 27 June 2024 at 10:00 a.m., all proposed resolutions (the “**Resolutions**”) as set out in the Notice were duly passed by the Shareholders by way of poll.

As at the date of the AGM, the total number of issued Shares of the Company was 576,000,000 Shares, being the total number of Shares entitling the Shareholders to attend and vote on the Resolutions at the AGM. There are no treasury Shares held by the Company as at the date of the AGM. There were no Shares entitling the Shareholders to attend and abstain from voting in favour of the Resolutions at the AGM pursuant to Rule 13.40 of the Listing Rules. No Shareholder was required under the Listing Rules to abstain from voting on the Resolutions at the AGM. None of the Shareholders had indicated in the Circular of their intention to vote against or to abstain from voting on any of the Resolutions at the AGM.

The Company’s branch share registrar and transfer office in Hong Kong, Boardroom Share Registrars (HK) Limited, acted as the scrutineer for the vote-taking at the AGM. All Directors attended the AGM either in person or by electronic means.

The poll results of the Resolutions are as follows:

Ordinary Resolutions (Note)		Number of votes cast (approximate percentage of total number of votes cast, %)	
		For	Against
1.	To receive, consider and adopt the audited consolidated financial statements and the reports of the directors and the auditor of the Company for the year ended 31 December 2023.	334,076,256 (100%)	0 (0%)
2.	To re-appoint BDO Limited as the auditor of the Company and authorise the board of the directors of the Company to fix their remuneration.	334,076,256 (100%)	0 (0%)
3.	(a) To re-elect Mr. Yang Zhongjie as an executive director of the Company.	334,076,256 (100%)	0 (0%)
	(b) To re-elect Mr. Liu Xiaohong as an executive director of the Company.	334,076,256 (100%)	0 (0%)
	(c) To re-elect Mr. Min Shixiong as an executive director of the Company.	334,076,256 (100%)	0 (0%)
4.	To authorise the board of the directors of the Company to fix the remuneration of the directors of the Company.	334,076,256 (100%)	0 (0%)
5.	To grant a general and unconditional mandate to the directors of the Company to exercise all power of the Company to allot, issue and otherwise deal with shares of the Company of up to 20% of the total number of issued shares of the Company on the date of passing of this resolution.	333,522,256 (99.83%)	554,000 (0.17%)
6.	To grant a general and unconditional mandate to the directors of the Company to exercise all powers of the Company to repurchase shares of the Company up to 10% of the total number of issued shares of the Company on the date of passing of this resolution.	334,076,256 (100%)	0 (0%)
7.	To extend the general and unconditional mandate granted to the directors of the Company under resolution number 5 above by an amount representing the number of the issued shares of the Company purchased or repurchased by the Company pursuant to the general mandate under resolution number 6 above.	333,522,256 (99.83%)	554,000 (0.17%)

Special Resolutions <i>(Note)</i>		Number of votes cast (percentage of total number of votes cast, %)	
		For	Against
8.	To approve the proposed amendments to the existing amended and restated memorandum and articles of association of the Company and adopt the second amended and restated memorandum and articles of association of the Company.	334,076,256 (100%)	0 (0%)
9.	To authorise any director or officer of the Company to carry out and take all actions necessary and to sign all necessary documents in connection with or to give effect to the above matters.	334,076,256 (100%)	0 (0%)

Note: The above table only provides a summary of the Resolutions. Please refer to the Notice for full text of the Resolutions.

As the majority of the votes were cast in favour of each of the Resolutions numbered 1 to 7, Resolutions numbered 1 to 7 were duly passed as ordinary resolutions of the Company and, as all the votes were cast in favour of each of the Resolution numbered 8 to 9, Resolutions numbered 8 to 9 were duly passed as special resolutions of the Company.

By order of the Board
Zhongtian Construction (Hunan) Group Limited
Mr. Yang Zhongjie
Chairman and Executive Director

Hong Kong, 27 June 2024

As at the date of this announcement, the Board comprises Mr. Yang Zhongjie as Chairman of the Board and executive Director; Mr. Liu Xiaohong, Mr. Min Shixiong, Mr. Long Biwen and Mr. Chen Weiwu as executive Directors; and Dr. Liu Jianlong, Ms. Deng Jianhua and Mr. Lau Kwok Fai Patrick as independent non-executive Directors.