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## **Zheng Li Holdings Limited**

**正力控股有限公司**

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock code: 8283)**

### **POLL RESULTS FOR THE EXTRAORDINARY GENERAL MEETING HELD ON 3 APRIL 2019**

The Board hereby announces that at the EGM held on 3 April 2019, all resolutions set out in the Notice of the EGM were duly passed by Shareholders by way of a poll.

Reference is made to the circular (the “**Circular**”) and the notice (the “**Notice**”) of extraordinary general meeting (the “**EGM**”) of Zheng Li Holdings Limited (the “**Company**”) both dated 14 March 2019. Capitalised terms used herein shall have the same meanings as defined in the Circular unless the context requires otherwise.

#### **POLL RESULTS OF THE EGM**

As at the date of the EGM, the total number of Shares in issue was 500,000,000 Shares. To the best of the Directors’ knowledge, information and belief having made all reasonable enquiries, no Shareholder was required under the GEM Listing Rules to abstain from voting on the resolutions proposed at the EGM. As such, there were a total of 500,000,000 Shares, representing 100% of the issued share capital of the Company as at the date of the EGM, entitling the Shareholders to attend and vote for or against the resolutions proposed at the EGM. There were no Shares entitling the holders to attend and abstain from voting in favour of any resolutions proposed at the EGM as set out in Rule 17.47A of the GEM Listing Rules. None of the Shareholders have stated their intention in the Circular to vote against or abstain from voting on the resolutions proposed at the EGM.

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

Full text of the resolutions was set out in the Notice of EGM. The poll results for the resolutions passed at the EGM were as follows:

<b>Ordinary Resolution</b>		<b>Number of Votes (%)</b>	
		<b>For</b>	<b>Against</b>
1	To approve the share subdivision of every one (1) existing issued and unissued Share of par value of HK\$0.01 each in the share capital of the Company into four (4) Subdivided Shares of par value of HK\$0.0025 each in the share capital of the Company.	325,600,500 (100%)	0 (0%)
<b>Special Resolution</b>		<b>Number of Votes (%)</b>	
		<b>For</b>	<b>Against</b>
2	To approve the proposed amendments to the Memorandum and Articles of Association of the Company and adoption of the second amended and restated Memorandum and Articles of Association.	325,600,500 (100%)	0 (0%)

As more than 50% and 75% of votes were casted in favour of the above ordinary and special resolutions respectively, the above resolutions were duly passed at the EGM.

## **SHARE SUBDIVISION**

As all the conditions of the Share Subdivision as stated in the Circular have been fulfilled as at the date of this announcement, the Share Subdivision will become effective from Thursday, 4 April 2019. Dealings of the Subdivided Shares will commence with effect from 9:00 a.m. on Thursday, 4 April 2019.

Shareholders can submit their existing share certificates for the Shares in orange colour to the Company's branch share registrar and transfer office in Hong Kong, Tricor Investor Services Limited, at Level 22, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong, in exchange for new share certificates for the Subdivided Shares in blue colour free of charge during the period from Thursday, 4 April 2019 to Friday, 17 May 2019 (both days inclusive) between 9:00 a.m. and 4:00 p.m. on any Business Day. After the expiry of such period, existing certificates for the Shares will be accepted for exchange only on payment of a fee of HK\$2.50 (or such higher amount as may from time to time be specified by the Stock Exchange) for each existing share certificate cancelled or new share certificate issued (whichever number of share certificates involved is higher). Existing share certificate(s) for the Shares will continue to be good evidence of legal title and may be exchanged for new

share certificate(s) for the Subdivided Shares at any time after 4: 00 p.m. on Wednesday, 15 May 2019, but will cease to be valid for delivery, trading and settlement purposes. Please refer to the Circular for the details, including the timetable and the trading arrangement, in respect of the Share Subdivision.

By order of the Board of  
**Zheng Li Holdings Limited**  
**YAN Jianqiang**  
*Co-Chairman, Chief Executive Officer and Executive Director*

Hong Kong, 3 April 2019

*As at the date of this announcement, the executive Directors are Mr. CHUA Boon Hou (CAI Wenhao), Mr. YAN Jianqiang and Mr. YUAN Guoshun; the non-executive Director is Mr. WU Tangqing; and the independent non-executive Directors are Mr. LEUNG Yiu Cho, Mr. ZHANG Guangdong and Mr. DENG Bin.*

*This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the GEM Listing Rules for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that, to the best of their knowledge and belief, the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make this announcement or any statement in this announcement misleading.*

*This announcement will remain on the “Latest Listed Company Information” page of the website of the Stock Exchange at [www.hkexnews.hk](http://www.hkexnews.hk) for at least seven days from the day of its posting. This announcement will also be published on the website of the Company at [www.zhengliholdings.com](http://www.zhengliholdings.com).*