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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 OF THE ANNUAL GENERAL MEETING HELD ON 24 MAY 2017**

The Board is pleased to announce that all the proposed resolutions as set out in the AGM Notice dated 20 April 2017 were duly passed by the shareholders of the Company at the AGM held on 24 May 2017 by way of poll.

Reference is made to the circular (the “**AGM Circular**”) of Zheng Li Holdings Limited (the “**Company**”) and the notice (the “**AGM Notice**”) of the Annual General Meeting (the “**AGM**”) of the Company both dated 20 April 2017. Terms used in this announcement shall have the same meanings as those defined in the AGM Circular and the AGM Notice unless the context requires otherwise.

#### **POLL RESULTS OF THE AGM**

As at the date of the AGM, the number of Shares in issue was 500,000,000 Shares, which was the total number of Shares entitling the shareholders to attend and vote for or against all the resolutions proposed at the AGM. No Shareholder was required to abstain from voting on any of the resolutions proposed at the AGM. No Shareholder was entitled to attend and vote only against any of the resolutions proposed at the AGM.

The Board is pleased to announce that all the proposed resolutions as set out in the AGM Notice were duly passed by Shareholders by way of poll at the AGM. The poll results of all the resolutions proposed at the AGM are as follows:

Ordinary Resolutions		Number of votes and approximate percentage of total number of votes	
		For	Against
1	To receive and approve the audited consolidated financial statements of the Company and its subsidiaries and the reports of the directors (the “Directors”) and the independent auditors of the Company for the year ended 31 December 2016.	375,000,000 (100%)	0 (0%)
2	To re-elect Mr. Kelvin LIM as an executive Director of the Company.	375,000,000 (100%)	0 (0%)
3	To re-elect Mr. CHUA Boon Hou (Cai Wenhao) as an executive Director of the Company.	375,000,000 (100%)	0 (0%)
4	To re-elect Mr. LIM Kong Joo as an executive Director of the Company.	375,000,000 (100%)	0 (0%)
5	To re-elect Mr. WANG Jingan as an executive Director of the Company.	375,000,000 (100%)	0 (0%)
6	To re-elect Mr. DU Xianjie as a non-executive Director of the Company.	375,000,000 (100%)	0 (0%)
7	To re-elect Ms. POK Mee Yau as an independent non-executive Director of the Company.	375,000,000 (100%)	0 (0%)
8	To re-elect Mr. LIU Ji as an independent non-executive Director of the Company.	375,000,000 (100%)	0 (0%)
9	To re-elect Mr. LEUNG Yiu Cho as an independent non-executive Director of the Company.	375,000,000 (100%)	0 (0%)
10	To authorise the board of Directors (the “Board”) to fix the Directors’ remuneration.	375,000,000 (100%)	0 (0%)
11	To approve the appointment of Mr. WANG Jingan as co-chairman of the Board and the re-designation of Mr.	375,000,000 (100%)	0 (0%)

	Kelvin LIM from the chairman to the co-chairman of the Board.		
12	To approve the payment of S\$100,000 additional annual director's fee to Mr. WANG Jingan as co-chairman of the Board.	375,000,000 (100%)	0 (0%)
13	To re-appoint Ernst and Young as auditors of the Company and to authorise the Board to fix the auditors' remuneration.	375,000,000 (100%)	0 (0%)
14	To grant a general unconditional mandate to the Directors to allot, issue and deal with new shares of the Company with the aggregate nominal value not exceeding 20% of the aggregate nominal value of the share capital of the Company in issue as at the date of passing of the relevant resolution at the Annual General Meeting. (Resolution no. 14 of the notice of the Annual General Meeting)	375,000,000 (100%)	0 (0%)
15	To grant a general unconditional mandate to the Directors to purchase or repurchase the Company's shares of an aggregate nominal value not exceeding 10% of the aggregate nominal value of the share capital of the Company in issue as at the date of passing the relevant resolution at the Annual General Meeting. (Resolution no. 15 of the notice of the Annual General Meeting)	375,000,000 (100%)	0 (0%)
16	To extend the general unconditional mandate granted to the Directors under resolution no. 14 by an amount representing the aggregate nominal value of the shares purchased or repurchased by the Company under resolution no. 15, provided that such amount shall not exceed 10% of the	375,000,000 (100%)	0 (0%)

	aggregate nominal value of the share capital of the Company in issue as at the date of passing of the relevant resolution at the Annual General Meeting. (Resolution no. 16 of the notice of the Annual General Meeting)		
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Tricor Investor Services Limited, the Company's Hong Kong branch share registrar, acted as the scrutineer at the AGM for the purpose of vote-taking. As more than 50% of the votes were cast in favor of each of the above resolutions, all the resolutions were duly passed as ordinary resolutions.

By order of the Board of  
**Zheng Li Holdings Limited**  
**Kelvin LIM**  
*Chairman, Chief Executive Officer*  
*and*  
*Executive Director*

Hong Kong, 24 May 2017

*As at the date of this announcement, the executive Directors are Mr. Kelvin LIM, Mr. CHUA Boon Hou, Mr. LIM Kong Joo and Mr. WANG Jingan, the non-executive Director is Mr. DU Xianjie; and the independent non-executive Directors are Ms. POK Mee Yau, Mr. LIU Ji and Mr. LEUNG Yiu Cho.*

*This announcement, for which the directors of the Company collectively and individually accept full responsibility, includes particulars given in compliance with the Rules Governing the Listing of Securities on the Growth Enterprise Market of The Stock Exchange of Hong Kong Limited 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 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).*