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# **中国忠旺控股有限公司\***

**China Zhongwang Holdings Limited**

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

**(Stock Code: 01333)**

## **POLL RESULTS OF THE EXTRAORDINARY GENERAL MEETING HELD ON 11 NOVEMBER 2020**

We refer to the circular (the “**Circular**”) of China Zhongwang Holdings Limited (the “**Company**”) and the notice (the “**Notice**”) of the extraordinary general meeting (the “**EGM**”) issued to the Shareholders, both dated 24 October 2020. Unless the context requires otherwise, capitalised terms used in this announcement shall have the same meanings as those defined in the Circular and the Notice.

### **POLL RESULTS**

The board (the “**Board**”) of directors (the “**Directors**”) of the Company is pleased to announce the poll results of the EGM held at Conference Room 2, 39th Floor, Zhongwang Tower, Yuan’an Road, Chaoyang District, Beijing, China on Wednesday, 11 November 2020 at 10:00 a.m. (Beijing time).

The EGM was presided over by Mr. Lu Changqing, an executive Director, the Chairman and the President of the Company.

As at the date of the EGM, the total number of issued Shares of the Company was 5,449,473,140 Shares, being the total number of Shares entitling the Shareholders to attend and vote on the proposed resolutions at the EGM. There were no Shares entitling the holder(s) to attend and abstain from voting in favour of any resolutions proposed to the Shareholders at the EGM as set out in Rule 13.40 of the Listing Rules. No Shareholder was required under the Listing Rules to abstain from voting at the EGM. All the resolutions at the EGM were put to vote by the Shareholders by way of poll and were duly passed as ordinary resolutions.

\* *For identification purposes only*

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

Ordinary Resolutions		Number of Votes (%)		Total Number of Votes
		For	Against	
1	Subject to the relevant regulatory approvals being obtained in the PRC,			
1(a)	to consider and approve: the disposal of 96.55% equity interests in Liaoning Zhongwang Group Co., Ltd. (遼寧忠旺集團有限公司, “ <b>Liaoning Zhongwang</b> ”) to CRED Holding Co., Ltd. (中房置業股份有限公司) (the “ <b>Disposal</b> ”) and relevant arrangements (including the compensation arrangements contemplated under the compensation agreement dated 20 March 2020 (the “ <b>Compensation Agreement</b> ”)) and all relevant documents or agreements in connection therewith or contemplated thereunder be and are hereby approved; and	4,208,873,537 (99.992322%)	323,200 (0.007678%)	4,209,196,737
	The resolution was duly passed as an ordinary resolution.			
1(b)	to consider and approve: the Directors be and are hereby authorised to exercise all powers which they consider necessary and do such other acts and things and execute such other documents as they shall think fit to implement the Disposal and relevant arrangements (including the compensation arrangements contemplated under the Compensation Agreement)	4,208,870,737 (99.992322%)	323,200 (0.007678%)	4,209,193,937
	The resolution was duly passed as an ordinary resolution.			
2	Subject to the relevant regulatory approvals being obtained in the PRC,			
2(a)	to consider and approve: the proposed spin-off of Liaoning Zhongwang by way of a separate listing on the Shanghai Stock Exchange (the “ <b>Proposed Spin-off</b> ”) and all relevant documents or agreements in connection therewith or contemplated thereunder be and are hereby approved; and	4,208,873,537 (99.992322%)	323,200 (0.007678%)	4,209,196,737
	The resolution was duly passed as an ordinary resolution.			
2(b)	to consider and approve: the Directors be and are hereby authorised to implement the Proposed Spin-off and to do all such acts and to enter into all such transactions, arrangements and agreements as may be necessary or expedient in order to give full effect to the Proposed Spin-off.	4,208,873,537 (99.992322%)	323,200 (0.007678%)	4,209,196,737
	The resolution was duly passed as an ordinary resolution.			

This announcement is available for viewing on the designated website of Hong Kong Exchanges and Clearing Limited at [www.hkexnews.hk](http://www.hkexnews.hk) and the website of the Company at [www.zhongwang.com](http://www.zhongwang.com).

By Order of the Board  
**China Zhongwang Holdings Limited**  
**Lu Changqing**  
*Chairman*

Hong Kong, 11 November 2020

As at the date of this announcement, the Board consists of:

*Executive Directors*

Mr. Lu Changqing and Ms. Ma Qingmei

*Non-executive Directors*

Mr. Chen Yan, Mr. Lin Jun and Mr. Wei Qiang

*Independent Non-executive Directors*

Mr. Wong Chun Wa, Mr. Wen Xianjun, Mr. Shi Ketong and Mr. Lo Wa Kei, Roy