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ZHIDAO INTERNATIONAL (HOLDINGS) LIMITED

志道國際(控股)有限公司*

(Incorporated in Bermuda with limited liability)

(Stock code: 01220)

POLL RESULT OF THE SPECIAL GENERAL MEETING HELD ON 3 JUNE 2021

The Board is pleased to announce that the ordinary resolution as set out in the notice of SGM dated 18 May 2021 was duly passed by the Shareholders by way of poll at the SGM held on 3 June 2021.

Reference is made to the circular (the “**Circular**”) and the notice of special general meeting (the “**Notice**”) of Zhidao International (Holdings) Limited (the “**Company**”) both dated 18 May 2021. Unless otherwise defined, terms used in this announcement shall have the same meanings as defined in the Circular.

RESIGNATION OF AUDITOR

The Board is pleased to announce that the ordinary resolution as set out in the Notice was duly passed by the Shareholders by way of poll at the SGM held on 3 June 2021. The Company’s branch share registrar in Hong Kong, Tricor Tengis Limited, was appointed as scrutineer for the purpose of vote-taking at the SGM.

* For identification purposes only

The voting result in respect of the resolution is as follows:

Ordinary Resolution	Number of votes cast and percentage of total number of votes cast	
	For	Against
To appoint Crowe as the auditor of the Company and to hold office until the conclusion of the next annual general meeting of the Company and to authorise the Board to fix their remuneration	536,060,220 (100%)	0 (0%)

Please refer to the Notice for full version of the ordinary resolution. As over 50% of the votes were cast in favour of the above resolution, the resolution was duly passed as ordinary resolution by the Shareholders at the SGM.

As at the date of the SGM, the total number of issued ordinary shares of the Company was 1,980,000,000 Shares, which was the total number of Shares entitling the Shareholders to attend and vote for or against the ordinary resolution proposed at the SGM, representing 100% of the entire issued ordinary share capital of the Company. None of the Shares entitled their holders to attend and vote only against the ordinary resolution at the SGM as set out in Rule 13.40 of the Listing Rules. Save as disclosed herein and in the Circular, there was no restriction on any Shareholders to cast votes on the ordinary resolution at the SGM. No Shareholders were required to abstain from voting on the ordinary resolution.

By order of the Board
Zhidao International (Holdings) Limited
Fung Kwok Kit
Chairman

Hong Kong, 3 June 2021

As at the date of this announcement, the Board comprises seven Directors. The executive Directors are Mr. Fung Kwok Kit (Chairman), Mr. Zhong Can, Mr. Kwong Kin Fai, Eric and Mr. Lam Chun Bun. The independent non-executive Directors are Mr. Li Kam Chung, Mr. Kwok Lap Fung, Beeson and Mr. Wong Wing Cheung.