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珠光控股
ZHUGUANG HOLDINGS

ZHUGUANG HOLDINGS GROUP COMPANY LIMITED

珠光控股集團有限公司*

(incorporated in Bermuda with limited liability)

(Stock Code: 1176)

**POLL RESULTS OF THE ANNUAL GENERAL MEETING HELD
ON 24 JUNE 2022
AND
PROPOSED AMENDMENTS TO THE BYE-LAWS**

Reference is made to the announcement dated 22 April 2022 and the circular dated 13 May 2022 (“**Circular**”) of Zhuguang Holdings Group Company Limited (“**Company**”). Unless otherwise specified, capitalised terms used in this announcement shall have the same meanings as those defined in the Circular.

POLL RESULTS OF THE ANNUAL GENERAL MEETING HELD ON 24 JUNE 2022

The Board is pleased to announce that at the AGM held on 24 June 2022, all the resolutions as set out in the notice of the AGM dated 13 May 2022 (“**AGM Notice**”) were duly passed by the Shareholders by way of poll. The Company’s branch share registrar in Hong Kong, Tricor Abacus Limited, was appointed as the scrutineer for the vote-taking at the AGM.

* *For identification purpose only*

As at the date of the AGM, there were a total of 7,225,632,753 Shares in issue. To the best of the Directors' knowledge, information and belief having made all reasonable enquiries, no Shareholder was required to abstain from voting on any of the resolutions proposed at the AGM in accordance with the Listing Rules. As such, there were a total of 7,225,632,753 Shares, representing 100% of the issued share capital of the Company as at the date of the AGM, entitling holders thereof to attend and vote on the resolutions at the AGM. None of the Shareholders was entitled to attend and abstain from voting in favour of any of the resolutions at the AGM according to Rule 13.40 of the Listing Rules. None of the Shareholders stated his/her/its intention in the Circular to vote against any of the resolutions or to abstain from voting on any of the resolutions at the AGM.

Full text of the resolutions is set out in the AGM Notice. The poll results of those resolutions are as follows:

Ordinary Resolutions		Number of Votes (%) (Note)	
		For	Against
1.	To receive 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 2021	5,503,434,929 99.93%	3,792,000 0.07%
2.	(i) To re-elect Mr. Liao Tengjia as an executive Director	5,502,761,628 99.92%	4,465,301 0.08%
	(ii) To re-elect Ms. Ye Lixia as an executive Director	5,501,317,628 99.89%	5,909,301 0.11%
	(iii) To re-elect Dr. Feng Ke as an independent non-executive Director	5,495,107,628 99.78%	12,119,301 0.22%
	(iv) To authorise the Board to fix the remuneration of the Directors	5,505,160,929 99.96%	2,066,000 0.04%
3.	To re-appoint Ernst & Young as the auditor of the Company and to authorise the Board to fix their remuneration	5,505,160,929 99.96%	2,066,000 0.04%
4.	(i) To pass the ordinary resolution numbered 4(i) set out in the AGM Notice	5,434,108,345 98.67%	73,118,584 1.33%
	(ii) To pass the ordinary resolution numbered 4(ii) set out in the AGM Notice	5,505,160,929 99.96%	2,066,000 0.04%
	(iii) To pass the ordinary resolution numbered 4(iii) set out in the AGM Notice	5,434,196,345 98.67%	73,030,584 1.33%

Special Resolution		Number of Votes (%) (Note)	
		For	Against
5.	To approve the amended and restated bye-laws of the Company and the adoption of the same and to authorise the Directors to do all things necessary to implement the adoption of the amended and restated bye-laws of the Company	5,357,438,853 97.28%	149,788,076 2.72%

Note: The number of votes and the percentage of the voting as stated above are based on the total number of Shares held by the Shareholders who attended and voted at the AGM in person, by authorised corporate representative or by proxy.

As more than 50% of the votes were cast in favour of each of the above ordinary resolutions, the above ordinary resolutions were duly passed by the Shareholders as ordinary resolutions of the Company.

As more than 75% of the votes were cast in favour of resolution number 5 above, resolution number 5 above was duly passed by the Shareholders as a special resolution of the Company.

All the Directors attended the AGM.

PROPOSED AMENDMENTS TO THE BYE-LAWS

Notwithstanding that resolution number 5 above has been duly passed by the Shareholders as a special resolution of the Company at the AGM, as one of the conditions precedent in relation to the Proposed Amendments remains outstanding as at the date of this announcement, the New Bye-laws will only become effective upon the fulfilment of such last condition precedent. The Company will keep the Shareholders and potential investors informed of any further material developments in connection with the above matter by way of further announcement(s) as and when appropriate.

On behalf of the Board
Zhuguang Holdings Group Company Limited
Chu Hing Tsung
Chairman

Hong Kong, 24 June 2022

As at the date of this announcement, the Board comprises (i) six executive Directors, namely Mr. Chu Hing Tsung (alias Mr. Zhu Qing Yi) (Chairman), Mr. Liu Jie (Chief Executive Officer), Mr. Liao Tengjia (Deputy Chairman), Mr. Huang Jiajue (Deputy Chairman), Mr. Chu Muk Chi (alias Mr. Zhu La Yi) and Ms. Ye Lixia; and (ii) three independent non-executive Directors, namely Mr. Leung Wo Ping JP, Mr. Wong Chi Keung and Dr. Feng Ke.