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Zhong Ao Home Group Limited

中奥到家集团有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1538)

POLL RESULTS OF THE ANNUAL GENERAL MEETING HELD ON 31 MAY 2023

Reference is made to the notice (the “**Notice of AGM**”) of the annual general meeting (the “**AGM**”) of Zhong Ao Home Group Limited (the “**Company**”) and the circular of the Company (the “**Circular**”) both dated 26 April 2023.

The AGM of the Company was held on 31 May 2023. The poll results in respect of the resolutions proposed at the AGM are as follows:

ORDINARY RESOLUTIONS		Number of Votes (%)	
		For	Against
1.	To receive, consider and adopt the audited consolidated financial statements of the Company and the reports of the directors and the auditor of the Company for the year ended 31 December 2022.	418,887,354 (100%)	0 (0%)
2.	To consider and declare a final dividend of HK2.50 cents per share for the year ended 31 December 2022 entirely out of the share premium account of the Company.	418,887,354 (100%)	0 (0%)
3.	To re-elect Mr. Liu Jian as an executive director of the Company (“ Director ”).	418,887,354 (100%)	0 (0%)
4.	To re-elect Mr. Chan Wai Cheung, Admiral as an independent non-executive Director.	418,887,354 (100%)	0 (0%)
5.	To re-elect Mr. Chan Ka Leung, Kevin as an independent non-executive Director.	418,887,354 (100%)	0 (0%)

ORDINARY RESOLUTIONS		Number of Votes (%)	
		For	Against
6.	To authorise the board of Directors (the “ Board ”) to fix the remuneration of the Directors.	418,887,354 (100%)	0 (0%)
7.	To re-appoint Ernst & Young as the independent external auditor to hold office until conclusion of the next annual general meeting and to authorise the Board to fix their remuneration.	418,887,354 (100%)	0 (0%)
8.	To grant a general mandate to the Directors to allot, issue and deal with unissued shares not exceeding 20% of the issued shares of the Company as at the date of passing this resolution.	418,887,354 (100%)	0 (0%)
9.	To grant a general mandate to the Directors to buy back shares not exceeding 10% of the issued shares of the Company as at the date of passing this resolution.	418,887,354 (100%)	0 (0%)
10.	To extend the general mandate granted to the Directors to allot, issue and deal with unissued shares of the Company by an amount not exceeding the amount of the shares bought back by the Company.	418,887,354 (100%)	0 (0%)
SPECIAL RESOLUTION		For	Against
11.	To approve the proposed amendments to the existing amended and restated articles of association of the Company and to adopt the second amended and restated articles of association of the Company in substitution for and to the exclusion of the existing amended and restated articles of association of the Company.	418,887,354 (100%)	0 (0%)

Notes:

- (a) As a majority of the votes were cast in favour of each of the resolutions numbered 1 to 10 and more than 75% of the votes were cast in favour of the resolution numbered 11, all resolutions were duly passed.
- (b) As at the date of the AGM, the total number of shares of the Company in issue was 854,550,000 shares, which was the total number of shares of the Company entitling the holders to attend and vote for or against the resolutions at the AGM.
- (c) A total of 418,887,354 shares were held by the shareholders who have attended and voted for or against the resolutions at the AGM.
- (d) There were no shares entitling any shareholders to attend and abstain from voting in favour of the ordinary resolutions at the AGM as set out in rule 13.40 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”).

- (e) No shareholder of the Company was required under the Listing Rules to abstain from voting on the resolutions at the AGM.
- (f) There was no party who had stated his/her/its intention in the Circular to vote against or to abstain from voting on any of the resolutions at the AGM.
- (g) Computershare Hong Kong Investor Services Limited, the Company's branch share registrar in Hong Kong, acted as the scrutineer for the vote-taking at the AGM.
- (h) All directors of the Company, namely, Mr. Liu Jian, Ms. Chen Zhuo, Mr. Liang Bing, Mr. Long Weimin, Mr. Wu Zhihua, Ms. Jin Keli, Mr. Chan Wai Cheung, Admiral, Mr. Chan Ka Leung, Kevin and Mr. Huang Anxin, attended the AGM in person or by way of electronic means.

By order of the Board
Zhong Ao Home Group Limited
Liu Jian
Chairman and Chief Executive Officer

Hong Kong, 31 May 2023

As at the date of this announcement, the Board comprises Mr. Liu Jian, Ms. Chen Zhuo, Mr. Liang Bing and Mr. Long Weimin as executive directors, Mr. Wu Zhihua and Ms. Jin Keli as non-executive directors, and Mr. Chan Wai Cheung, Admiral, Mr. Chan Ka Leung, Kevin and Mr. Huang Anxin as independent non-executive directors.