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ZHONG HUA INTERNATIONAL HOLDINGS LIMITED

中華國際控股有限公司

(Incorporated In Bermuda with limited liability)

(Stock Code: 1064)

POLL RESULTS OF ADJOURNED ANNUAL GENERAL MEETING 2023

This announcement is issued by Zhong Hua International Holdings Limited (the “Company”) pursuant to Rule 13.39(5) of Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “Listing Rules”).

Reference is made to the circulars to shareholders of the Company dated 6 and 13 June 2023 (collectively the “AGM Circulars”) and announcement of Notice of Adjournment of Annual General Meeting dated 18 July 2023 in relation to the Adjourned AGM. Terms used in this announcement shall have the same meanings as those defined in the AGM Circulars unless otherwise specifies.

POLL RESULTS AT THE AGM

The Board is pleased to announce the poll results in respect of the resolutions proposed at the Adjourned AGM held on 28 July 2023 as set out in the AGM Circulars.

As at the date of the Adjourned AGM, there was a total number of 768,616,520 Shares in issue which the Shareholders thereof were entitled to attend and vote on the resolutions at the Adjourned AGM. None of the Shareholders was required to abstain from voting on the resolutions tabled at the Adjourned AGM. No shares entitling the holder to attend and abstain from voting in favour the resolutions at the Adjourned AGM pursuant to Rule 13.40 of the Listing Rules.

Tricor Tengis Limited, the branch share registrar of the Company in Hong Kong, acted as scrutineer for the poll at the Adjourned AGM. Set out below are the poll results in respect of the respective resolutions put to vote at the Adjourned AGM:

Ordinary Resolutions		Number of Votes (approximate percentage)	
		FOR	AGAINST
1.	To receive and consider the audited financial statements of the Company, reports of the directors and auditor of the Company, all for the year ended 31 December 2022	111,122,666 (99.99%)	1,700 (0.01%)
2.	To authorise the board of directors of the Company to fix the remuneration of the directors.	111,122,666 (99.99%)	1,700 (0.01%)
3.	To re-appoint the auditor for the ensuing year and to authorise the board of directors of the Company to fix their remuneration.	111,122,666 (99.99%)	1,700 (0.01%)
4.	To re-elect Tam Kong, Lawrence as a director of the Company.	111,122,666 (99.99%)	1,700 (0.01%)
5.	To re-elect Wong Miu Ting, Ivy as a director of the Company.	111,122,666 (99.99%)	1,700 (0.01%)
6.	To grant a general mandate to the directors to issue, allot and deal with additional shares not exceeding 20% of the aggregate nominal amount of the issued share capital of the Company.	111,122,666 (99.99%)	1,700 (0.01%)
7.	To grant a general mandate to the directors to repurchase shares not exceeding 10% of the aggregate nominal amount of the issued share capital of the Company.	111,122,666 (99.99%)	1,700 (0.01%)
8.	Conditional upon the passing of Resolutions Nos.6 and 7, the aggregate nominal amount of the shares of the Company repurchased under Resolution No.7 shall be added to the aggregate nominal amount of the shares that may be issued, allotted under Resolution No.6.	111,122,666 (99.99%)	1,700 (0.01%)
Special Resolution		Number of Votes (approximate percentage)	
		FOR	AGAINST
9.	To approve the proposed amendments to the existing bye-laws of the Company by way of adoption of the new bye-laws of the Company (in the terms as set out in the special resolution in the notice of annual general meeting).	111,122,666 (99.99%)	1,700 (0.01%)

As more than 50% of the votes were cast in favour of each of the ordinary resolutions nos. 1 to 8, and more than 75% of the votes were cast in favour of the special resolution no. 9, all the above resolutions were carried.

All Directors of the Company attended the Adjourned AGM in person or by electronic means..

By Order of the Board
Zhong Hua International Holdings Limited
Chun Wai Yin
Company Secretary

Hong Kong, 28 July 2023

As at the date of this announcement, the board of directors of the Company comprises:(i) Ho Kam Hung as executive director; (ii) Young Kwok Sui as non-executive director; and (iii) Lawrence K. Tam, Wong Miu Ting, Ivy and Wong Kui Fai as independent non-executive directors.