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## Zhongliang Holdings Group Company Limited

### 中梁控股集团有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 2772)

### POLL RESULT OF THE EXTRAORDINARY GENERAL MEETING HELD ON 28 DECEMBER 2023

References are made to the notice (the “**Notice**”) of the extraordinary general meeting (the “**EGM**”) and the circular (the “**Circular**”) of Zhongliang Holdings Group Company Limited (the “**Company**”), both dated 12 December 2023. Unless the context otherwise requires, capitalised terms used herein shall have the same meanings as those defined in the Circular.

At the EGM held on 28 December 2023, the proposed resolution as set out in the Notice (the “**Resolution**”) was duly passed by the Shareholders by way of poll and the poll result were as follows:

Ordinary Resolution		Number of Votes (%)	
		For	Against
1.	To approve, confirm and ratify the Issue of Convertible Bonds and the transactions contemplated thereunder and any director of the Company be and is authorised to do all such acts and things to give effect to or in connection with the same, and to grant a specific mandate to the directors of the Company to exercise the powers of the Company to allot, issue and deal with the CB Conversion Shares.	442,442,467 (99.9999%)	500 (0.0001%)

The full text of the Resolution is set out in the Notice.

As at the date of the EGM, the total number of Shares in issue was 3,581,791,500 Shares. Liangzhong International Co., Ltd., and Ms. Xu Xiaoqun, being the spouse of the executive Director, Mr. Yang Jian, and through her discretionary trust, holding in total 2,881,581,899 Shares (representing approximately 80.45% of the total number of issued Shares as at the date of the EGM), and being interested in the transactions contemplated under the Scheme Consideration, abstained from voting at the EGM. Accordingly, the total number of Shares entitling the Shareholders to attend and vote on the Resolution proposed at the EGM was 700,209,601 Shares.

Save as disclosed above, to the best of the Directors' knowledge, information and belief having made all reasonable enquiries, no Shareholders were entitled to attend the EGM but were required to abstain from voting in favour of the Resolution proposed at the EGM as set out in Rule 13.40 of the Listing Rules. None of the Shareholders was required to abstain from voting on the Resolution proposed at the EGM. There were no restrictions on any Shareholders to cast votes on the Resolution proposed at the EGM and there was no party who had stated his/her/its intention in the Circular to vote against or abstain from voting on the Resolution proposed at the EGM.

As more than 50% of the votes were cast in favour of the above Resolution, the Resolution was duly passed by the Shareholders as ordinary resolution.

The executive Directors, Mr. Yang Jian, Mr. Chen Hongliang, Mr. He Jian, Mr. Yau Sze Ka (Albert), and the independent non-executive Directors, Mr. Wang Kaiguo, Mr. Wu Xiaobo and Mr. Au Yeung Po Fung attended the EGM, either in person or by electronic means.

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

By order of the Board  
**Zhongliang Holdings Group Company Limited**  
**Yang Jian**  
*Chairman*

Hong Kong, 28 December 2023

*As at the date of this announcement, Mr. Yang Jian, Mr. Chen Hongliang, Mr. He Jian and Mr. Yau Sze Ka (Albert) are the executive Directors, and Mr. Wang Kaiguo, Mr. Wu Xiaobo and Mr. Au Yeung Po Fung are the independent non-executive Directors.*