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ZO FUTURE GROUP

大象未來集團

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 2309)

POLL RESULTS OF EXTRAORDINARY GENERAL MEETING HELD ON 28 JUNE 2024

References are made to the circular (the “Circular”) and the notice of extraordinary general meeting (the “EGM Notice”) of ZO Future Group (the “Company”) both dated 7 June 2024. Unless otherwise defined, capitalised terms used herein shall have the same meaning as those defined in the Circular.

POLL RESULTS OF THE EGM

The Board is pleased to announce that the proposed ordinary resolution as set out in the EGM Notice (the “Ordinary Resolution”) was duly passed by the Independent Shareholders at the EGM held on Friday, 28 June 2024 by way of poll.

As at the date of the EGM, (i) the total number of Shares in issue was 815,257,419 Shares; (ii) there were no treasury shares held by the Company (including any treasury shares held or deposited with the Central Clearing and Settlement System) and as such no voting rights of treasury shares were exercised at the EGM; and (iii) there were no Shares repurchased by the Company pending cancellation which should therefore be excluded from the total number of issued Shares entitled to attend and vote at the EGM.

As at the date of the EGM, Mr. Vong Pech and his associates (including GRED and Ever Depot) held 203,415,179 Shares, representing approximately 24.95% of the issued share capital of the Company, were required to abstain and have abstained from voting on the Ordinary Resolution. Accordingly, the total number of Shares entitling the Shareholders to attend and vote for or against the Ordinary Resolution at the EGM was 611,842,240 Shares. Save as aforesaid, (i) there were no Shares entitling any Shareholders to attend and abstain from voting in favour of the Ordinary Resolution at the EGM as set out in Rule 13.40 of the Listing Rules; and (ii) no Shareholders have stated their intention in the Circular to vote against or to abstain from voting on the Ordinary Resolution at the EGM.

Details of the poll results are set out as follows:

Ordinary Resolution <i>(Note)</i>		Number of votes (approximate%)	
		For	Against
1	To confirm, approve and ratify the Side Letter and the transactions contemplated thereunder, including the Annual Caps.	348,775,840 (100.00%)	0 (0.00%)

Note: Please refer to the EGM Notice for full text of the Ordinary Resolution.

As more than 50% of the votes were cast in favour of the Ordinary Resolution, it was duly passed as ordinary resolution of the Company at the EGM.

Tricor Tengis Limited, the Company's branch share registrar and transfer office in Hong Kong, acted as the scrutineer for vote-taking at the EGM.

Except for Dr. Guo Honglin, all Directors attended the EGM either in person or by electronic means.

By Order of the Board
ZO Future Group
Zhao Wenqing
Chairman

Hong Kong, 28 June 2024

As at the date of this announcement, the Board comprises eight Directors, namely Mr. Zhao Wenqing (Chairman), Mr. Huang Dongfeng (Chief Executive Officer), Mr. Yiu Chun Kong and Dr. Guo Honglin as Executive Directors; Mr. Sue Ka Lok as Non-executive Director; and Mr. Pun Chi Ping, Ms. Leung Pik Har, Christine and Mr. Yeung Chi Tat as Independent Non-executive Directors.