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Zhengwei Group Holdings Company Limited
正味集团控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 2147)

(1) POLL RESULTS OF ANNUAL GENERAL MEETING HELD ON 22 DECEMBER 2025
(2) EFFECTIVE DATE OF THE SHARE CONSOLIDATION

The board of directors (the "**Board**") of Zhengwei Group Holdings Company Limited (the "**Company**") is pleased to announce the voting results of the annual general meeting of the Company (the "**AGM**") held on 22 December 2025.

Reference is made to the circular to the shareholders of the Company (the "**Circular**") and notice of the AGM (the "**Notice**") dated 10 November 2025 and the announcement of the Company dated 1 December 2025 (the "**Announcement**"). Unless otherwise stated, capitalized terms used herein shall have the same meanings as those defined in the Circular, the Notice and the Announcement.

All Directors attended the AGM in person or by electronic means. At the AGM, the voting of the resolutions as set out in the Notice were taken by way of poll. The poll results were as follows:

Ordinary Resolutions		Number of Votes Cast (%)	
		For	Against
1.	To consider and approve the audited financial statements of the Company, the report of the Directors and the report of the independent auditor for the eighteen months ended 30 June 2025	53,887,677 100%	0 0%
2.	To re-elect Mr. Yang Shengyao as an executive Director	53,887,677 100%	0 0%
3.	To re-elect Ms. Lin Qiuyun as an executive Director	53,887,677 100%	0 0%
4.	To re-elect Mr. Yu Chi Kit as an independent non-executive Director	53,887,677 100%	0 0%
5.	To authorise the Board to fix the Directors' remuneration	53,887,677 100%	0 0%
6.	To re-appoint SFAI (HK) CPA Limited as the Company's auditor and to authorise the Board to fix their remuneration	53,887,677 100%	0 0%
7.	To give a general mandate to the Directors to allot, issue and deal with additional shares in the share capital of the Company not exceeding 20% of the total number of issued shares of the Company (excluding any treasury shares) as at the date of the passing of this resolution	53,887,677 100%	0 0%
8.	To give a general mandate to the Directors to repurchase the shares of the Company not exceeding 10% of the total number of issued shares of the Company (excluding any treasury shares) as at the date of the passing of this resolution	53,887,677 100%	0 0%
9.	To extend the general mandate granted to the Directors to allot, issue and deal with additional shares in the share capital of the Company by the total number of shares repurchased by the Company	53,887,677 100%	0 0%

Ordinary Resolutions		Number of Votes Cast (%)	
		For	Against
10.	To approve the adoption of the 2025 share incentive scheme	53,887,677 100%	0 0%
11.	To approve the share consolidation ("**Share Consolidation**") of every twenty (20) issued and unissued ordinary shares in the share capital of the Company into one (1) consolidated ordinary share in the issued and unissued share capital of the Company and to authorise any one or more Directors and such person or persons authorised by the Directors to do all such acts as it considers necessary to give effect to the Share Consolidation	53,887,677 100%	0 0%

Note:

(i) Please refer to the Notice for the full version of the above resolutions.

(ii) The percentage of votes is based on the total number of Shares held by the Shareholders who voted at the AGM in person or by corporate representative or proxy.

As more than 50% of the votes were cast in favour of the resolutions nos. 1-11 at the AGM, resolutions nos. 1-11 were duly passed as ordinary resolutions of the Company.

As at the date of the AGM, the total number of issued Shares was 1,120,000,000 shares, which was the total number of Shares entitling the Shareholders to attend and vote for or against the resolutions at the AGM. There was no restriction on any Shareholders to vote only against the proposed resolutions at the AGM. There were no Shares entitling the Shareholders to attend and abstain from voting in favour of the resolutions at the AGM as set out in Rule 13.40 of the Listing Rules.

No Shareholders were required under the Listing Rules to abstain from voting on the resolutions at the AGM. None of the Shareholders have stated their intention in the Circular to vote against or to abstain from voting on the resolutions at the AGM.

Computershare Hong Kong Investor Services Limited, the Company's Hong Kong branch share registrar, acted as the scrutineer for the vote-taking at the AGM.

EFFECTIVE DATE OF THE SHARE CONSOLIDATION

As all of the conditions of the Share Consolidation as stated in the Circular have been fulfilled, the Share Consolidation will become effective on Monday, 29 December 2025. Please refer to the Circular for the details, including the trading arrangement, the exchange of share certificates and matching services for odd lots in connection with the Share Consolidation. The Shareholders should note that, upon the Share Consolidation becoming effective, new share certificates of the Company will be issued in green colour, while the existing share certificates in blue colour will cease to be valid for delivery, trading and settlement purposes after 4:10 p.m. on Monday, 2 February 2026, but will remain good evidence of legal title.

By order of the Board
Zhengwei Group Holdings Company Limited
Yang Shengyao
Chairman

Hong Kong, 22 December 2025

As at the date of this announcement, the executive Directors are Mr. Yang Shengyao and Ms. Lin Qiuyun; and the independent non-executive Directors are Mr. Hu Ruiwo, Mr. Ye Sangzhi and Mr. Yu Chi Kit.