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ZCZL Industrial Technology Group Company Limited
中創智領(鄭州)工業技術集團股份有限公司

(A joint stock limited company incorporated in the People's Republic of China with limited liability)

(Stock code: 00564)

POLL RESULTS OF THE ANNUAL GENERAL MEETING OF 2025 HELD ON 26 MAY 2026 DIVIDEND PAYMENT

References are made to the notice (the "**Notice**") and the circular (the "**Circular**") of the Annual General Meeting of 2025 (the "**AGM**") of ZCZL Industrial Technology Group Company Limited (the "**Company**"), both dated 28 April 2026. Unless otherwise defined, the terms used in this announcement shall have the same meanings as defined in the Notice and the Circular.

The Board is pleased to announce that the AGM was held on 26 May 2026 at the Convention Centre of ZCZL Industrial Technology Group Company Limited, No. 167, 9th Street, Zhengzhou Section (Econ-Tech Development Zone) of China (He'nan) Pilot Free Trade Zone, the PRC, and the resolutions set out below were duly passed by way of poll. The AGM was chaired by Mr. JIAO Chengyao, Chairman of the Company. All Directors of the Company attended the AGM. The Company's H Share registrar, Computershare Hong Kong Investor Services Limited, was appointed as the scrutineer at the AGM for the purpose of vote-taking for H Shares. All the resolutions voted by poll were approved by Shareholders.

VOTING RESULTS OF THE AGM

The total number of the issued Shares of the Company as at the date of the AGM was 1,785,399,930, which is the total number of Shares entitling the Shareholders to attend and vote on the resolutions at the AGM. No Shareholder was required to abstain from voting in favour when casting votes on any of the resolutions at the AGM according to Rule 13.40 of the Listing Rules. No Shareholder was required to abstain from voting according to the Listing Rules. Moreover, no Shareholder indicated their intention to vote against or abstain from voting on the relevant resolutions in the Circular despatched by the Company.

Shareholders or their proxies representing 567,541,606 Shares with voting rights in the Company, which represented approximately 31.7879% of the total voting Shares of the Company as at the date of the AGM, attended the AGM.

The poll results in respect of the respective resolutions proposed at the AGM voted by poll were as follows:

ORDINARY RESOLUTIONS		NUMBER OF VOTES (%)[1]		
		FOR	AGAINST	ABSTAIN
1.	Report of the Board for the year 2025;	564,705,606 (99.5003%)	2,522,200 (0.4444%)	313,800 (0.0553%)
2.	Annual report for the year 2025;	564,694,606 (99.4983%)	2,492,700 (0.4392%)	354,300 (0.0625%)
3.	Report of the independent non-executive Directors on their performance for the year 2025;	564,578,706 (99.4779%)	2,535,800 (0.4468%)	427,100 (0.0753%)
4.	Profit distribution plan for the year 2025;	565,901,006 (99.7109%)	1,545,900 (0.2724%)	94,700 (0.0167%)
5.	Provision of guarantees to and among controlling subsidiaries;	564,479,706 (99.4605%)	2,818,800 (0.4967%)	243,100 (0.0428%)
6.	Provision of guarantee on finance lease repurchase and buyer credit to customers;	563,816,706 (99.3437%)	3,530,300 (0.6220%)	194,600 (0.0343%)
7.	Renewal of appointment of the external auditors and internal control auditors for the year 2026;	495,828,081 (87.3642%)	71,524,025 (12.6024%)	189,500 (0.0334%)
8.	Formulation of the Management Rules on Remuneration for Directors and Senior Management;	563,542,106 (99.2953%)	3,631,400 (0.6398%)	368,100 (0.0649%)
9.	The 2026 remuneration scheme for the Company's Directors.	562,949,606 (99.1909%)	3,996,400 (0.7042%)	595,600 (0.1049%)

Note:

1. For the purpose of calculating the result of the resolutions, all the votes for and against shall be regarded as voting rights.

As the above ordinary resolutions 1 to 9 were passed by the affirmative votes representing at least half of the total number of voting Shares held by the Shareholders who attended the AGM in person or by proxy, these resolutions were duly passed as ordinary resolutions of the Company. Except for the above resolutions, the Company has not received any proposal put forward by any Shareholders holding 3% or more of the voting Shares of the Company.

INFORMATION ON PAYMENT OF FINAL DIVIDEND

The Board also announces the following information relating to the payment of a final dividend:

The Company will distribute a final dividend of RMB12.50 (tax inclusive) per 10 Shares for the year ended 31 December 2025 (the "**Final Dividend**"). The Final Dividend is payable to Shareholders whose names appear on the register of members of the Company after the close of the market on Thursday, 11 June 2026 (the "Record Date"). In accordance with the Articles of Association, dividends shall be calculated and declared in Renminbi. Dividends payable to holders of A Shares shall be paid in Renminbi and dividends payable to holders of H Shares shall be paid in Hong Kong dollars. The actual amount of H Share dividends paid in Hong Kong dollars is calculated according to the average central parity rate of Renminbi against Hong Kong dollars as published by the People's Bank of China for the five business days preceding the date of the AGM (i.e. 19 May 2026 to 25 May 2026) (RMB0.87272 against HK$1), being a cash dividend of HK$14.32304 per ten Shares (tax inclusive).

The Company has appointed Bank of China (Hong Kong) Limited as the receiving agent (the "**Receiving Agent**"), which will receive the Final Dividend from the Company on behalf of the holders of H Shares. The Final Dividend will be paid by the Receiving Agent and the dividend warrants will be posted by the H Share registrar of the Company, Computershare Hong Kong Investor Services Limited, by ordinary mail to the registered shareholders of H Shares who are entitled to receive the Final Dividend at their own risk on or around Monday, 6 July 2026.

WITHHOLDING OF INCOME TAXES ON DIVIDENDS PAID TO NON-RESIDENT ENTERPRISE SHAREHOLDERS AND NON-RESIDENT INDIVIDUAL SHAREHOLDERS

In accordance with the Enterprise Income Tax Law of the PRC and its implementation regulations (the "**EIT Law**"), non-resident enterprises shall be subject to an applicable tax rate of 10% on its profits generated within the PRC. As such, any H Shares registered in the name of non-individual enterprises, including HKSCC Nominees Limited, other nominees or trustees, or other organisations and groups, shall be deemed as H Shares held by non-resident enterprise shareholders (as defined in the EIT Law). The Company will distribute dividends to non-resident enterprise shareholders subject to a deduction of 10% enterprise income tax withheld and paid by the Company on their behalf.

Any resident enterprise (as defined under the EIT Law) which is legally incorporated in the PRC or established pursuant to the laws of foreign countries (regions) but has its effective administrative entity located in the PRC and whose name appears on the Company's register of members should deliver a legal opinion ascertaining its status as a resident enterprise furnished by a practicing PRC lawyer (with the official chop of the law firm affixed thereon) and relevant documents to Computershare Hong Kong Investor Services Limited in due course, if the enterprise does not wish to have the 10% enterprise income tax withheld and paid on their behalf by the Company.

Pursuant to the Notice on the Issues on Levy of Individual Income Tax after the Abolishment of Circular SAT 1993 No. 045 (《關於國税發1993045號文件廢止後有關個人所得税徵管問題的通知》) (the "**Notice**") issued by the State Taxation Administration on 28 June 2011, the dividend to be distributed by a domestic non-foreign invested enterprise which has issued shares in Hong Kong, to overseas resident individual shareholders, is subject to individual income tax with a tax rate of 10% in general. However, the tax rates for respective overseas resident individual shareholders may vary, depending on the relevant tax agreements between the countries of their residence and Mainland China. Accordingly, 10% individual income tax will be withheld from the Final Dividend upon such dividends payment to any individual Shareholders of H Shares whose names appear on the H Share register of members of the Company on the Record Date, unless otherwise stated in the relevant taxation regulations, tax treaties or the Notice.

The Company will withhold payment of the relevant income tax strictly in accordance with the relevant laws or requirements of the relevant government departments and strictly based on the Company's H Share register of members on the Record Date. The Company assumes no liability whatsoever in respect of, and will not entertain, any claims arising from any delay in the determination of, or inaccurate determination of, the status of the Shareholders or any disputes over the mechanism of withholding enterprise income tax.

For the purpose of determining the entitlement of holders of H Shares to receive the Final Dividend, the register of members of the Company will be closed from Monday, 8 June 2026 to Thursday, 11 June 2026 (both days inclusive), during which period no transfer of shares will be registered. For the H Shareholders who wish to be entitled to receive the Final Dividend but are not yet registered, all transfer documents accompanied by relevant share certificates must be lodged with the Company's share registrar for H Shares, Computershare Hong Kong Investor Services Limited, at Shops 1712–1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong no later than 4:30 p.m. on Friday, 5 June 2026.

The Company will announce details in respect of the payment of dividend to holders of A Shares and relevant matters in due course.

PROFIT DISTRIBUTION TO INVESTORS OF NORTHBOUND TRADING

For investors of the Hong Kong Stock Exchange (including enterprises and individuals) investing in the A Shares of the Company listed on the Shanghai Stock Exchange (the "Northbound Trading"), their dividends will be distributed in Renminbi by the Company through the Shanghai Branch of China Securities Depository and Clearing Corporation Limited to the account of the nominees holding such shares. The Company will withhold and pay income taxes at the rate of 10% on behalf of those investors and will report to the competent tax authorities for the withholding. For investors of the Northbound Trading who are tax residents of other countries and whose country of domicile is a country which has entered into a tax treaty with the PRC stipulating a dividend tax rate of lower than 10%, those enterprises and individuals may, or may entrust a withholding agent to, apply to the competent tax authorities for the entitlement of the rate under such tax treaty. Upon approval by the competent tax authorities, the paid amount in excess of the tax payable based on the tax rate stipulated in such tax treaty will be refunded.

The Record Date and the date of distribution of cash dividends and other arrangements for the investors of the Northbound Trading will be the same as those for the A Shareholders of the Company.

PROFIT DISTRIBUTION TO INVESTORS OF SOUTHBOUND TRADING

For investors of the Shanghai Stock Exchange and the Shenzhen Stock Exchange (including enterprises and individuals) investing in the H Shares of the Company listed on the Hong Kong Stock Exchange (the "**Southbound Trading**"), the Company has entered into the Agreement on Distribution of Cash Dividends of H Shares for Southbound Trading (《港股通H股股票現金紅利派發協議》) with China Securities Depository and Clearing Corporation Limited, pursuant to which, China Securities Depository and Clearing Corporation Limited or its branches, as the nominee of the holders of H Shares for the Southbound Trading, will receive the cash dividends distributed by the Company and distribute the cash dividends to relevant investors of H Shares of the Southbound Trading through its depositary and clearing system.

Cash dividends for the investors of H Shares of the Southbound Trading will be paid in Renminbi. Pursuant to the relevant requirements under the "Notice on the Tax Policies Concerning the Pilot Programme of the Shanghai-Hong Kong Stock Connect (Cai Shui 2014 No. 81)" (《關於滬港股票市場交易互聯互通機制試點有關稅收政策的通知(財稅201481號)》) and the "Notice on the Tax Policies Concerning the Pilot Programme of the Shenzhen-Hong Kong Stock Connect (Cai Shui 2016 No. 127)" (《關於深港股票市場交易互聯互通機制試點有關稅收政策的通知(財稅2016127號)》), for dividends received by domestic individual investors from investing in H shares listed on the Hong Kong Stock Exchange through the Shanghai-Hong Kong Stock Connect or the Shenzhen-Hong Kong Stock Connect, the companies of such H shares shall withhold individual income tax at the rate of 20% on behalf of the investors. For dividends received by domestic securities investment funds from investing in the shares listed on the Hong Kong Stock Exchange through the Shanghai-Hong Kong Stock Connect or the Shenzhen-Hong Kong Stock Connect, the tax payable shall be the same as that for individual investors. The companies of such H shares will not withhold the income tax for dividends for domestic enterprise investors and such investors shall report and pay relevant tax by themselves.

The Record Date and the date of distribution of cash dividends and other arrangements for the investors of the Southbound Trading will be the same as those for the H Shareholders of the Company.

LAWYER'S CERTIFICATION

Haiwen & Partners (Beijing) witnessed the AGM and certified that the convening and holding procedures, qualification of the attendees and convenor as well as voting procedures of the AGM conformed to the requirements of the relevant laws and the Articles of Association of the Company. The voting results were lawful and valid.

By order of the Board
ZCZL Industrial Technology Group Company Limited
JIAO Chengyao
Chairman

Zhengzhou, PRC, 26 May 2026

As at the date of this announcement, the executive Directors of the Company are Mr. JIAO Chengyao, Mr. JIA Hao, Mr. MENG Hechao and Mr. LI Kaishun, the non-executive Director is Mr. CUI Kai and the independent non-executive Directors are Mr. JI Feng, Mr. FANG Yuan and Ms. YAO Yanqiu.