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ZG Group
找钢网集团
(formerly known as 找钢产业互联集团)
(A company controlled through weighted voting rights, incorporated in the Cayman Islands with limited liability and carrying on business in Hong Kong as ZGW)
(Stock Code: 6676)
(Warrant Code: 2572)

POLL RESULTS OF THE ANNUAL GENERAL MEETING HELD ON FRIDAY, JUNE 26, 2026 AND AMENDMENTS TO THE MEMORANDUM AND ARTICLES OF ASSOCIATION

Reference is made to the circular (the "**Circular**") of ZG Group (the "**Company**") incorporating, amongst others, the notice of the annual general meeting of the Company (the "**Annual General Meeting**") dated May 27, 2026 (the "**Notice**"). Unless the context requires otherwise, the capitalized terms used herein shall have the same meanings as those defined in the Circular.

The board (the "**Board**") of directors (the "**Directors**") of the Company is pleased to announce that at the Annual General Meeting held on Friday, June 26, 2026, all the proposed resolutions as set out in the Notice were taken by poll. The poll results in respect of the resolutions proposed at the Annual General Meeting are as follows:

Ordinary Resolutions			Number of Votes Cast (%)		Total Number of Votes Cast	Total Number of Voting Shares
			For	Against		
1.	To receive, consider, and adopt the audited consolidated financial statements of the Company as of and for the year ended December 31, 2025 and the reports of the directors of the Company and auditor thereon.	Class A Ordinary Shares	17,243,642 (100.00%)	0 (0.00%)	17,243,642	17,243,642
		Class B Ordinary Shares	1,909,458,620 (100.00%)	0 (0.00%)	1,909,458,620	190,945,862
		Total Number (Class A and Class B)	1,926,702,262 (100.00%)	0 (0.00%)	1,926,702,262	208,189,504

Ordinary Resolutions			Number of Votes Cast (%)		Total Number of Votes Cast	Total Number of Voting Shares
			For	Against		
2(a).	(i) To re-elect Mr. Ye Qian as a non-executive director of the Company.	Class A Ordinary Shares	17,243,642 (100.00%)	0 (0.00%)	17,243,642	17,243,642
		Class B Ordinary Shares	190,945,862 (100.00%)	0 (0.00%)	190,945,862	190,945,862
		Total Number (Class A and Class B)	208,189,504 (100.00%)	0 (0.00%)	208,189,504	208,189,504
	(ii) To re-elect Mr. Sun Qingdong as a non-executive director of the Company.	Class A Ordinary Shares	17,243,642 (100.00%)	0 (0.00%)	17,243,642	17,243,642
		Class B Ordinary Shares	190,945,862 (100.00%)	0 (0.00%)	190,945,862	190,945,862
		Total Number (Class A and Class B)	208,189,504 (100.00%)	0 (0.00%)	208,189,504	208,189,504
	(iii) To re-elect Mr. Wang Xiang as an independent non-executive director of the Company.	Class A Ordinary Shares	17,243,642 (100.00%)	0 (0.00%)	17,243,642	17,243,642
		Class B Ordinary Shares	190,945,862 (100.00%)	0 (0.00%)	190,945,862	190,945,862
		Total Number (Class A and Class B)	208,189,504 (100.00%)	0 (0.00%)	208,189,504	208,189,504
	(iv) To re-elect Mr. Chen Yin as an independent non-executive director of the Company.	Class A Ordinary Shares	17,243,642 (100.00%)	0 (0.00%)	17,243,642	17,243,642
		Class B Ordinary Shares	190,945,862 (100.00%)	0 (0.00%)	190,945,862	190,945,862
		Total Number (Class A and Class B)	208,189,504 (100.00%)	0 (0.00%)	208,189,504	208,189,504
2(b).	To authorize the Board to fix the remuneration of the Directors of the Company.	Class A Ordinary Shares	17,243,642 (100.00%)	0 (0.00%)	17,243,642	17,243,642
		Class B Ordinary Shares	190,945,862 (100.00%)	0 (0.00%)	190,945,862	190,945,862
		Total Number (Class A and Class B)	208,189,504 (100.00%)	0 (0.00%)	208,189,504	208,189,504

Ordinary Resolutions			Number of Votes Cast (%)		Total Number of Votes Cast	Total Number of Voting Shares
			For	Against		
3.	To grant a general mandate to the Directors to allot, issue, and deal with additional Class A shares or securities convertible into Class A shares, not exceeding 20% of the total number of issued shares (excluding treasury shares) as at the date of passing of this resolution, during the Relevant Period.	Class A Ordinary Shares	17,243,642 (100.00%)	0 (0.00%)	17,243,642	17,243,642
		Class B Ordinary Shares	1,909,458,620 (100.00%)	0 (0.00%)	1,909,458,620	190,945,862
		Total Number (Class A and Class B)	1,926,702,262 (100.00%)	0 (0.00%)	1,926,702,262	208,189,504
4.	To grant a general mandate to the Directors to repurchase Class A shares of the Company, not exceeding 10% of the total number of issued shares (excluding treasury shares) as at the date of passing of this resolution, during the Relevant Period.	Class A Ordinary Shares	17,243,642 (100.00%)	0 (0.00%)	17,243,642	17,243,642
		Class B Ordinary Shares	1,909,458,620 (100.00%)	0 (0.00%)	1,909,458,620	190,945,862
		Total Number (Class A and Class B)	1,926,702,262 (100.00%)	0 (0.00%)	1,926,702,262	208,189,504
5.	To extend the general mandate granted to the Directors to allot, issue, and deal with additional Class A shares by the aggregate number of shares repurchased by the Company, provided such amount does not exceed 10% of the total number of issued shares (excluding treasury shares) as at the date of passing of this resolution.	Class A Ordinary Shares	17,243,642 (100.00%)	0 (0.00%)	17,243,642	17,243,642
		Class B Ordinary Shares	1,909,458,620 (100.00%)	0 (0.00%)	1,909,458,620	190,945,862
		Total Number (Class A and Class B)	1,926,702,262 (100.00%)	0 (0.00%)	1,926,702,262	208,189,504
6.	To re-appoint Deloitte Touche Tohmatsu as the auditor of the Company until the next annual general meeting and to authorize the Board to fix their remuneration for the year ending December 31, 2026.	Class A Ordinary Shares	17,243,642 (100.00%)	0 (0.00%)	17,243,642	17,243,642
		Class B Ordinary Shares	190,945,862 (100.00%)	0 (0.00%)	190,945,862	190,945,862
		Total Number (Class A and Class B)	208,189,504 (100.00%)	0 (0.00%)	208,189,504	208,189,504

Special Resolution			Number of Votes Cast (%)		Total Number of Votes Cast	Total Number of Voting Shares
			For	Against		
7.	To approve the proposed amendments to the twelfth amended and restated memorandum of association and articles of association of the Company and to adopt the thirteenth amended and restated memorandum of association and articles of association of the Company in substitution for and to the exclusion of the twelfth memorandum of association and articles of association of the Company.	Class A Ordinary Shares	17,243,642 (100.00%)	0 (0.00%)	17,243,642	17,243,642
		Class B Ordinary Shares	190,945,862 (100.00%)	0 (0.00%)	190,945,862	190,945,862
		Total Number (Class A and Class B)	208,189,504 (100.00%)	0 (0.00%)	208,189,504	208,189,504

According to the Articles of Association and the definition of "**Reserved Matters**" set out therein, each Class B Ordinary Share shall entitle the holder thereof to ten (10) votes, and each Class A Ordinary Share shall entitle the holder thereof to one (1) vote (i.e. for resolutions numbered 1, 3, 4, and 5 above), save for resolutions numbered 2, 6 and 7 above, which are Reserved Matters (namely, the appointment, election, or removal of any Director, the appointment or removal of the Company's auditors and the amendments of the Articles of Association), in which case each Class A Ordinary Share and each Class B Ordinary Share shall entitle its holder to one (1) vote.

As a simple majority of the votes was cast in favor of each of the ordinary resolutions numbered 1 to 6 above, all such ordinary resolutions were duly passed as ordinary resolutions of the Company.

As not less than 75% of the votes were cast on favour of the special resolution numbered 7 above, the special resolution was duly passed as a special resolution of the Company.

The total number of issued Shares as at the Shares Record Date (i.e. June 26, 2026) was 1,071,866,752 Shares, comprising 880,920,890 Class A Ordinary Shares and 190,945,862 Class B Ordinary Shares, out of which 460,500 Class A Ordinary Shares are treasury shares held by the Company and the said treasury shares are registered in the Company's name and were excluded from the total number of issued shares entitled to attend and vote on the ordinary resolutions and the special resolution proposed at the Annual General Meeting. Accordingly, the total number of issued Shares as at the Shares Record Date entitling the Shareholders to attend and vote on all resolutions at the Annual General Meeting was 1,071,406,252 Shares, comprising 880,460,390 Class A Shares and 190,945,862 Class B Shares. There were no Shares entitling the holders to attend and abstain from voting in favour at the Annual General Meeting as set out in rule 13.40 of the Listing Rules. JLT Trust (Hong Kong) Limited (the "**Trustee**"), being the trustee holding unvested share awards under the share award scheme adopted by the Company in 2025 (the "**2025 Share Award Scheme**"), held 61,625,437 shares as at the date of this announcement. Save for the Trustee which was required under Rule 17.05A of the Listing Rules and the rules of 2025 Share Award Scheme to abstain from voting on matters that require Shareholders' approval under the Listing Rules and on all the resolutions proposed at the Annual General Meeting, no other Shareholders were required to abstain from voting in respect of any of the resolutions proposed at the Annual General Meeting, and no party has stated its intention in the Circular to vote against or to abstain from voting the resolutions proposed at the Annual General Meeting.

Except Mr. Wang Changhui, executive director, and Mr. Wang Xiang, independent non-executive director, were unable to attend the Annual General Meeting, all Directors, namely Mr. Wang Dong, Ms. Gong Yingxin, Ms. Zhou Min, Mr. Ye Qian, Mr. Sun Qingdong, Mr. Chen Yin and Mr. Wang Weisong, attended the Annual General Meeting either in person or by means of telecommunication.

Tricor Investor Services Limited, the Hong Kong branch share registrar of the Company, acted as the scrutineer for counting of votes at the Annual General Meeting.

AMENDMENT TO THE MEMORANDUM AND ARTICLES OF ASSOCIATION

The Board announces that, pursuant to the special resolution numbered 7 above, the proposed amendments to the existing Memorandum and Articles of Association were approved by the Shareholders at the Annual General Meeting and has become effective on Friday, June 26, 2026. Details of the amendments are set out in the Circular. The full text of the amended Memorandum and Articles of Association will be published on the website of The Stock Exchange of Hong Kong Limited (www.hkexnews.hk) and the Company (ir.zhaogang.com).

By order of the board of directors
ZG GROUP
Wang Dong
Chairman of the board of directors

Hong Kong, June 26, 2026

As at the date of this announcement, the Board comprises: (i) Mr. Wang Dong, Mr. Wang Changhui, Ms. Gong Yingxin and Ms. Zhou Min as executive directors, (ii) Mr. Ye Qian and Mr. Sun Qingdong as non-executive directors and (iii) Mr. Wang Xiang, Mr. Chen Yin and Mr. Wang Weisong as independent non-executive directors.