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Zhong Ao Home Group Limited

中奧到家集團有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1538)

POLL RESULTS OF THE ANNUAL GENERAL MEETING HELD ON 29 MAY 2019

Reference is made to the notice (the “**Notice of AGM**”) of the annual general meeting (the “**AGM**”) of Zhong Ao Home Group Limited (the “**Company**”) and the circular of the Company (the “**Circular**”) both dated 26 April 2019.

The AGM of the Company was held on 29 May 2019. The poll results in respect of the resolutions proposed at the AGM are as follows:

| ORDINARY RESOLUTIONS | | Number of Votes (%) | |
|-----------------------------|--|-----------------------------|-------------------|
| | | For | Against |
| 1. | To receive, consider and adopt the audited consolidated financial statements of the Company and the reports of the directors and the auditor of the Company for the year ended 31 December 2018. | 490,576,635 (99.99999%) | 50 (0.00001%) |
| 2. | To consider and declare a final dividend of HK2.5 cents per share for the year ended 31 December 2018 entirely out of the Share Premium Account of the Company. | 490,576,633 (99.999989%) | 52 (0.000011%) |
| 3. | To re-elect Mr. Long Weimin as an executive director. | 490,576,628 (99.999988%) | 57 (0.000012%) |
| 4. | To re-elect Mr. Wei Zhe as a non-executive director. | 490,576,631 (99.999989%) | 54 (0.000011%) |
| 5. | To re-elect Ms. Wu Qimin as a non-executive director. | 490,576,629 (99.999989%) | 56 (0.000011%) |
| 6. | To re-elect Mr. Zhang Weilun as an independent non-executive director. | 490,576,635 (99.99999%) | 50 (0.00001%) |

| ORDINARY RESOLUTIONS | | Number of Votes (%) | |
|----------------------|---|-----------------------------|----------------------|
| | | For | Against |
| 7. | To authorise the board of Directors (the “ Board ”) to fix the remuneration of the Directors. | 490,574,635 (99.999582%) | 2,050 (0.000418%) |
| 8. | To re-appoint Ernst & Young as the independent external auditor to hold office until conclusion of the next annual general meeting and to authorise the Board to fix their remuneration. | 490,576,635 (99.99999%) | 50 (0.00001%) |
| 9. | To grant a general mandate to the Directors to allot, issue and deal with unissued shares not exceeding 20% of the issued shares of the Company as at the date of passing this resolution. | 490,576,635 (99.99999%) | 50 (0.00001%) |
| 10. | To grant a general mandate to the Directors to buy back shares not exceeding 10% of the issued shares of the Company as at the date of passing this resolution. | 490,576,635 (99.99999%) | 50 (0.00001%) |
| 11. | To extend the general mandate granted to the Directors to allot, issue and deal with unissued shares of the Company by an amount not exceeding the amount of the shares bought back by the Company. | 490,576,635 (99.99999%) | 50 (0.00001%) |

Notes:

- (a) As a majority of the votes were cast in favour of each of the resolutions numbered 1 to 11, all resolutions were duly passed as ordinary resolutions.
- (b) As at the date of the AGM, the total number of shares of the Company in issue was 817,622,000 shares.
- (c) The total number of shares of the Company entitling the holder to attend and vote on the resolutions at the AGM was 817,622,000 shares.
- (d) There were no shares entitling any shareholders to attend and abstain from voting in favour of the ordinary resolutions at the AGM as set out in rule 13.40 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”).
- (e) No shareholder of the Company was required under the Listing Rules to abstain from voting on the resolutions at the AGM.
- (f) There was no party who had stated his/her/its intention in the Circular to vote against or to abstain from voting on any of the resolutions at the AGM.

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

By order of the Board
Zhong Ao Home Group Limited
Yu Ho Ming
Company Secretary

Hong Kong, 29 May 2019

As at the date of this announcement, the Board comprises Mr. Liu Jian, Ms. Chen Zhuo, Mr. Liang Bing, Mr. Long Weimin as executive directors, Mr. Wei Zhe, Ms. Wu Qimin, Mr. Zheng Dong as non-executive directors, and Mr. Zhang Weilun, Mr. Chan Wai Cheung, Admiral, Mr. Chan Ka Leung, Kevin and Mr. Huang Anxin as independent non-executive directors.