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XINYANG MAOJIAN GROUP LIMITED

信陽毛尖集團有限公司

(Incorporated in the Cayman Islands and continued in Bermuda with limited liability)

(Stock Code: 362)

(1) POLL RESULTS OF THE ANNUAL GENERAL MEETING HELD ON 9 DECEMBER 2021 (2) RETIREMENT OF DIRECTOR

The Board is pleased to announce that all the proposed resolutions as set out in the Notice were duly passed by the Shareholders by way of poll at the AGM on 9 December 2021.

References are made to the circular (the “**Circular**”) of Xinyang Maojian Group Limited (the “**Company**”), and the AGM Notice (the “**AGM Notice**”) both dated 16 November 2021 and the clarification announcements dated 23 November 2021 and 26 November 2021. Unless the context otherwise requires, terms defined in this announcement shall have the same meanings as those defined in the Circular.

POLL RESULTS OF THE AGM

At the AGM held on 9 December 2021, all proposed resolutions as set out in the AGM Notice were taken by poll. The Company’s share registrar in Hong Kong, Tricor Tengis Limited, was appointed as the scrutineer at the AGM for the purpose of vote-taking.

As at the date of the AGM, the total number of issued Shares in the Company was 1,773,707,319 Shares, which was the total number of Shares entitling the Shareholders to attend and vote for or against the ordinary resolutions proposed at the AGM. No Shareholder was required to abstain from voting in favour of any of the resolutions at the AGM, and there was no Share entitling the Shareholders to attend and vote only against any of the resolutions at the AGM. No person had indicated in the Circular of his intention to vote against or to abstain from voting on any of the resolutions at the AGM.

The poll results in respect of each of the resolutions proposed at the AGM were as follows:

Ordinary Resolutions		Number of Votes (%)	
		For	Against
1.	To receive and consider the report of the Directors, the report of the independent auditor of the Company and the audited consolidated financial statements of the Company for the year ended 30 June 2021	364,967,558 (99.73%)	1,002,531 (0.27%)
2.	(a) To re-elect Mr. Law Tze Ping as an executive Director	364,967,558 (99.73%)	1,002,531 (0.27%)
	(b) To re-elect Mr. Yu Defa as an executive Director	262,947 (0.07%)	365,707,142 (99.93%)
	(c) To re-elect Mr. Tam Ching Ho as an independent non-executive Director	364,967,558 (99.73%)	1,002,531 (0.27%)
	(d) To authorise the board of Directors to fix the Directors' remuneration	364,967,558 (99.73%)	1,002,531 (0.27%)
3.	To re-appoint Elite Partners CPA Limited as the auditor of the Company and to authorise the board of Directors to fix its remuneration	364,967,558 (99.73%)	1,002,531 (0.27%)
4.	To grant the general mandate to the Directors to issue, allot and otherwise deal with the Shares	364,967,558 (99.73%)	1,002,531 (0.27%)
5.	To grant the general mandate to the Directors to repurchase the Shares	364,967,558 (99.73%)	1,002,531 (0.27%)
6.	To add the nominal amount of the Shares repurchased by the Company to the mandate granted to the Directors under resolution numbered 4	364,967,558 (99.73%)	1,002,531 (0.27%)

Special Resolution		Number of Votes (%)	
		For	Against
7.	<p>(a) Subject to and conditional upon the necessary approval of the Registrar of Companies in Bermuda having been obtained and the completion of the Share Transfer Agreement, to approve the existing primary name of the Company be changed from “Xinyang Maojian Group Limited” to “China Zenith Chemical Group Limited” and the existing secondary name of the Company be changed from “信陽毛尖集團有限公司” to “中國天化工集團有限公司” (collectively, the “Proposed Change of Company Name”)</p> <p>(b) Any one of the Directors or the company secretary of the Company be and is hereby authorised to do all such acts and things and to sign all documents and to take any steps which in his/her absolute discretion considered to be necessary, desirable or expedient for the purpose of implementing and/or giving effect to the proposed change of company name</p>	364,967,558 (99.73%)	1,002,531 (0.27%)

For resolutions numbered 1, 2(a), 2(c), 2(d), 3, 4, 5, 6, as more than 50% of the votes were cast in favour of each of such resolutions, resolutions numbered 1, 2(a), 2(c), 2(d), 3, 4, 5, 6 were duly passed as ordinary resolutions by way of poll at the AGM.

For resolution numbered 2(b), as less than 50% of the votes were cast in favour of the resolution, resolution numbered 2(b) were not passed as ordinary resolutions at the AGM.

For resolution numbered 7, as more than 75% of the votes were cast in favour of the resolution, resolution numbered 7 were duly passed as special resolutions by way of poll at the AGM.

RETIREMENT OF DIRECTOR

As resolution numbered 2(b) regarding the re-election of Mr. Yu Defa (“**Mr. Yu**”) as an executive Director was not passed at the AGM, Mr. Yu retired as an executive Director at the conclusion of the AGM.

The Board is not aware of any disagreement with Mr. Yu or any matters relating to his retirement that need to be brought to the attention of the Shareholders and the Stock Exchange.

The Board expresses its sincere gratitude to Mr. Yu for his contributions to the Company during the tenure of their services.

By Order of the Board of
Xinyang Maojian Group Limited
Chan Yuk Foebe
Chairman and Executive Director

Hong Kong, 9 December 2021

As at the date hereof, Ms. Chan Yuk Foebe, Mr. Gao Ran and Mr. Law Tze Ping Eric are the executive Directors and Mr. Ma Wing Yun Bryan, Mr. Tam Ching Ho and Mr. Hau Chi Kit are the independent non-executive Directors.