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TIANLI HOLDINGS GROUP LIMITED

天利控股集團有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 117)

POLL RESULTS OF ANNUAL GENERAL MEETING HELD ON 5 JUNE 2019

The board (the “**Board**”) of directors (the “**Directors**”) of Tianli Holdings Group Limited (the “**Company**”) is pleased to announce the poll results in respect of the resolutions proposed at the annual general meeting of the Company held on 5 June 2019 (the “**AGM**”) as follows:

Resolutions		Number of Votes (%)	
		For	Against
1.	To consider and adopt the audited consolidated financial statements of the Company and its subsidiaries and the reports of the directors and the independent auditor for the year ended 31 December 2018.	395,432,827 (98.4293%)	6,310,002 (1.5707%)
2.	(a) to re-elect Mr. Zhou Chunhua as Director.	395,432,827 (98.4293%)	6,310,002 (1.5707%)
	(b) to re-elect Mr. Jing Wenping as Director.	395,432,827 (98.4293%)	6,310,002 (1.5707%)
	(c) to re-elect Mr. Xu Xuechuan as Director.	395,432,827 (98.4293%)	6,310,002 (1.5707%)
	(d) to re-elect Mr. Chou, Benjamin Bang Yi as Director.	395,432,827 (98.4293%)	6,310,002 (1.5707%)

Resolutions		Number of Votes (%)	
		For	Against
	(e) to authorise the board of Directors to fix the Directors' remuneration.	395,432,827 (98.4293%)	6,310,002 (1.5707%)
3.	To re-appoint Crowe (HK) CPA Limited as the auditor of the Company and to authorise the board of Directors to fix its remuneration.	395,432,827 (98.4293%)	6,310,002 (1.5707%)
4.	To grant a general mandate to the Directors to allot, issue and deal with the Company's shares, in terms as set out in ordinary resolution no. 4 in the notice of the Annual General Meeting.	395,432,827 (98.4293%)	6,310,002 (1.5707%)
5.	To grant a general mandate to the Directors to repurchase the Company's shares, in terms as set out in ordinary resolution no. 5 in the notice of the Annual General Meeting.	395,432,827 (98.4293%)	6,310,002 (1.5707%)
6.	To approve the extension of the general mandate to be granted to the Directors to allot, issue and deal with the Company's shares, in terms as set out in ordinary resolution no. 6 in the notice of the Annual General Meeting.	395,432,827 (98.4293%)	6,310,002 (1.5707%)
As more than 50% of the votes were cast in favour of each of the above resolutions, all resolutions were duly passed as ordinary resolutions.			

Notes:

- (a) As at the date of the AGM, the total number of shares of the Company in issue was 744,750,000 shares, being the total number of shares entitling the holders to attend and vote for or against all the resolutions at the AGM.
- (b) There was no share entitling the holders to attend and abstain from voting in favour pursuant to Rule 13.40 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "Listing Rules").

- (c) None of the shareholders of the Company was required under the Listing Rules to abstain from voting at the AGM.
- (d) Boardroom Share Registrars (HK) Limited, the Company's branch share registrar in Hong Kong, was appointed as the scrutineer for the vote-taking at the AGM.

By Order of the Board
Tianli Holdings Group Limited
Zhou Chunhua
Chairman

Hong Kong, 5 June 2019

As at the date of this announcement, the Board comprises four executive Directors, namely Mr. Zhou Chunhua (Chairman), Mr. Pan Tong (Chief Executive Officer), Mr. Jing Wenping and Mr. Chou, Benjamin Bang Yi; and four independent non-executive Directors, namely Mr. Chu Kin Wang, Peleus, Mr. To Yan Ming, Edmond, Mr. David Tsoi and Mr. Xu Xuechuan.