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China Zenith Chemical Group Limited

中國天化工集團有限公司

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

(Stock Code: 362)

POLL RESULTS OF THE ANNUAL GENERAL MEETING HELD ON 14 DECEMBER 2022

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 14 December 2022.

References are made to the circular (the “**Circular**”) of China Zenith Chemical Group Limited (the “**Company**”), and the AGM Notice (the “**AGM Notice**”) both dated 14 November 2022 and 17 November 2022. 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 14 December 2022, 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 3,014,560,978 Shares, which was the total number of Shares entitling the Shareholders to attend and vote for or against the ordinary resolutions and special resolution 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 of the Company, the report of the independent auditor of the Company and the audited consolidated financial statements of the Company for the year ended 30 June 2022	358,349,279 (98.92%)	3,910,000 (1.08%)
2.	(a) To re-elect Mr. Gao Ran as an executive Director	358,349,279 (98.92%)	3,910,000 (1.08%)
	(b) To re-elect Mr. Liu Yangyang as a non-executive Director	358,349,279 (98.92%)	3,910,000 (1.08%)
	(c) To re-elect Mr. Ma Wing Yun Bryan as an independent non-executive Director	358,349,279 (98.92%)	3,910,000 (1.08%)
	(d) To authorise the board of Directors to fix the remuneration of the Directors	358,349,279 (98.92%)	3,910,000 (1.08%)
3.	To re-appoint McMillan Woods (Hong Kong) CPA Limited as the Company's auditor and to authorise the board of Directors to fix its remuneration	358,349,279 (98.92%)	3,910,000 (1.08%)
4.	To grant the general mandate to the Directors to issue, allot and otherwise deal with the Shares	358,349,279 (98.92%)	3,910,000 (1.08%)
5.	To grant the general mandate to the Directors to repurchase the Shares	358,349,279 (98.92%)	3,910,000 (1.08%)
6.	To add the nominal amount of the Shares repurchased by the Company to the mandate granted to the Directors under resolution numbered 4	358,349,279 (98.92%)	3,910,000 (1.08%)
7.	To adopt the new share option scheme and to terminate the share option scheme adopted on 20 December 2012	358,349,279 (98.92%)	3,910,000 (1.08%)
Special Resolution		Number of Votes (%)	
		For	Against
8.	To approve the amendments to the Bye-laws	358,349,279 (98.92%)	3,910,000 (1.08%)

For resolutions numbered 1 to 7, as more than 50% of the votes were cast in favour of each of such resolutions, resolutions numbered 1 to 7 were duly passed as ordinary resolutions by way of poll at the AGM.

For resolution numbered 8, as more than 75% of the votes were cast in favour of the resolution, resolution numbered 8 was duly passed as special resolution by way of poll at the AGM.

By Order of the Board of
China Zenith Chemical Group Limited
Chan Yuk Foebe
Chairman and Executive Director

Hong Kong, 14 December 2022

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