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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 2017**

The board of directors (the “**Board**”) 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 2017 (the “**AGM**”) as follows:

<b>Ordinary Resolutions</b>		<b>Number of votes (%)</b>	
		<b>For</b>	<b>Against</b>
1.	To consider and adopt the audited consolidated financial statements of the Company and the reports of the directors and that of the auditor for the year ended 31 December 2016.	460,662,392 (100%)	0 (0%)
2.	(a) to re-elect Mr. Jing Wenping as Director;	460,440,392 (99.95%)	222,000 (0.05%)
	(b) to re-elect Mr. Xue Hongjian as Director;	460,662,392 (100%)	0 (0%)
	(c) to re-elect Mr. Chan Chi On, Derek as Director;	460,662,392 (100%)	0 (0%)
	(d) to re-elect Mr. To Yan Ming, Edmond as Director;	460,662,392 (100%)	0 (0%)
	(e) to authorise the board of Directors to fix the Directors’ remuneration.	460,662,392 (100%)	0 (0%)
3.	To re-appoint Crowe Horwath (HK) CPA Limited as the auditor of the Company and to authorise the board of Directors to fix its remuneration.	460,662,392 (100%)	0 (0%)

Ordinary Resolutions		Number of votes (%)	
		For	Against
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 AGM.	460,432,392 (99.95%)	230,000 (0.05%)
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 AGM.	460,662,392 (100%)	0 (0%)
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 AGM.	460,432,392 (99.95%)	230,000 (0.05%)

*Notes:*

- (a) As more than 50% of the votes were casted in favour of each of the resolutions, all ordinary resolutions were duly passed by way of poll.
- (b) The total number of shares of the Company in issue as at the date of the AGM was 744,750,000.
- (c) The total number of shares entitling the holder to attend and vote for or against the resolutions at the AGM was 744,750,000. There were no restrictions on any shareholders to cast votes on any of the resolutions at the AGM.
- (d) There is no share entitling the holder to attend and vote only against any of the resolutions at the AGM.
- (e) None of the shareholders of the Company was required to abstain from voting on any of the resolutions at the AGM.
- (f) The Company's Branch Share Registrar in Hong Kong, Boardroom Share Registrars (HK) Limited, acted as the scrutineer for the vote-taking at the AGM.

By Order of the Board  
**Tianli Holdings Group Limited**  
**Huang Mingxiang**  
*Chairman*

Hong Kong, 5 June 2017

*As at the date of this announcement, the Board comprises six Executive Directors, namely, Mr. Huang Mingxiang, Mr. Jing Wenping, Mr. Kwok Oi Lung Roy, Mr. Xue Hongjian, Mr. Zhou Chunhua and Mr. Zhu Xiaodong; one Non-executive Director, namely, Mr. Sue Ka Lok and four Independent Non-executive Directors, namely Mr. Chan Chi On, Derek, Mr. Chu Kin Wang, Peleus, Mr. To Yan Ming, Edmond and Mr. Xu Xuechuan.*