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Zhenro Properties Group Limited

正榮地產集團有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 6158)

**POLL RESULTS OF ANNUAL GENERAL MEETING
HELD ON MAY 24, 2019
AND FINAL DIVIDEND PAYMENT**

Reference is made to the notice of the annual general meeting (the “**AGM Notice**”) and the circular (the “**Circular**”) of Zhenro Properties Group Limited (the “**Company**”) both dated April 17, 2019. Unless otherwise indicated, capitalised terms used herein have the same meanings as those defined in the Circular.

Poll Results of AGM

The Board is pleased to announce that at the annual general meeting of the Company (“**AGM**”), all proposed resolutions set out in the AGM Notice were passed by way of poll.

As at the date of the AGM, the total number of issued Shares was 4,123,000,000 Shares, which was the total number of Shares entitling the holders to attend and vote for or against the resolutions proposed at the AGM. There were no Shares entitling the Shareholders to attend and abstain from voting in favour of any of the resolutions proposed at the AGM as set out in Rule 13.40 of the Listing Rules. No Shareholder was required to abstain from voting at the AGM under the Listing Rules. No Shareholder had indicated in the Circular that they intended to vote against or to abstain from voting on any resolutions proposed at the AGM.

The Company’s branch share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited, was appointed as the scrutineer at the AGM for the purpose of vote-taking.

The poll results in respect of all the resolutions were as follows:

| Ordinary Resolutions | | No. of Votes (%) | |
|----------------------|--|-------------------------------|--------------------------|
| | | For | Against |
| 1. | To receive and adopt the audited consolidated financial statements of the Company and the reports of the directors and auditors of the Company for the year ended December 31, 2018. | 2,891,391,756 (100%) | 0 (0%) |
| 2. | To declare a final dividend of HK\$0.15 per Share. | 2,891,391,756 (100%) | 0 (0%) |
| 3. | To re-elect Mr. Huang Xianzhi as an executive Director. | 2,889,705,756 (99.941689%) | 1,686,000 (0.058311%) |
| 4. | To re-elect Mr. Chan Wai Kin as an executive Director. | 2,890,482,756 (99.968562%) | 909,000 (0.031438%) |
| 5. | To re-elect Dr. Loke Yu (alias LOKE Hoi Lam) as an independent non-executive Director. | 2,883,416,585 (99.724175%) | 7,975,171 (0.275825%) |
| 6. | To re-elect Mr. Wang Chuanxu as an independent non-executive Director. | 2,891,391,756 (100%) | 0 (0%) |
| 7. | To authorise the board of the Directors to fix the remuneration of the Directors. | 2,891,391,756 (100%) | 0 (0%) |
| 8. | To re-appoint Ernst & Young as auditors of the Company and authorise the Directors to fix their remuneration. | 2,891,391,756 (100%) | 0 (0%) |
| 9. | To grant a general mandate to the Directors to allot, issue and deal with shares of the Company not exceeding 20% of the total number of shares of the Company in issue as at the date of passing this resolution. | 2,883,416,585 (99.724175%) | 7,975,171 (0.275825%) |
| 10. | To grant a general mandate to the Directors to buy back shares of the Company not exceeding 10% of the total number of shares of the Company in issue as at the date of passing this resolution. | 2,891,391,756 (100%) | 0 (0%) |
| 11. | To extend the general mandate granted under resolution no. 9 by adding the shares bought back pursuant to the general mandate granted by resolution no. 10. | 2,883,998,585 (99.744304%) | 7,393,171 (0.255696%) |

For details of the resolutions, Shareholders may refer to the AGM Notice and Circular.

As more than 50% of the votes present at the AGM in person or by proxy were cast in favour of each of the resolutions, all of the resolutions proposed at the AGM were duly passed as ordinary resolutions of the Company.

Payment of Final Dividend

The proposal for the payment of the final dividend for the year ended December 31, 2018 of HK\$0.15 per share of the Company payable to shareholders of the Company whose names appear on the register of members of the Company on June 3, 2019 was approved at the AGM. For the purpose of determining the entitlement of the final dividend, the register of members of the Company will be closed from Thursday, May 30, 2019 to Monday, June 3, 2019 (both days inclusive), during which period no transfer of shares of the Company will be registered. In order to qualify for the final dividend, all transfer documents accompanied by the relevant share certificates must be lodged with the Company's share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited at Shops 1712—1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong not later than 4:30 p.m. on Wednesday, May 29, 2019.

The dividend warrants will be posted by ordinary mail to Shareholders who are entitled to receive the dividend at their own risk on or about July 10, 2019.

By order of the Board
Zhenro Properties Group Limited
Huang Xianzhi
Chairman

Hong Kong, May 24, 2019

As at the date of this announcement, the executive directors of the Company are Mr. Huang Xianzhi, Mr. Wang Benlong and Mr. Chan Wai Kin, the non-executive directors of the Company are Mr. Ou Guoqiang and Mr. Ou Guowei, and the independent non-executive directors of the Company are Mr. Loke Yu (alias Loke Hoi Lam), Mr. Shen Guoquan and Mr. Wang Chuanxu.