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 JUNE 8, 2020 FINAL DIVIDEND PAYMENT CHANGES OF DIRECTORS

Reference is made to the notice of the annual general meeting (the "**AGM Notice**"), the circular (the "**Circular**") both dated April 23, 2020 and the supplemental notice of the annual general meeting (the "**Supplemental AGM Notice**") dated May 22, 2020 of Zhenro Properties Group Limited (the "**Company**"). 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The Board is pleased to announce that at the AGM, all proposed resolutions (except for resolution no. 3 which was withdrawn) set out in the AGM Notice and Supplemental AGM Notice were passed by way of poll.

As at the date of the AGM, the total number of issued Shares was 4,367,756,000 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 for the purpose of vote-taking at the AGM.

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 31 December 2019.	2,561,308,805 (100%)	0 (0%)
2.	To declare a final dividend of HK$0.10 per Share.	2,562,592,805 (100%)	0 (0%)
3.	Has been withdrawn.	–	–
4.	To re-elect Mr. Ou Guowei as a non-executive Director.	2,553,955,624 (99.662951%)	8,637,181 (0.337049%)
5.	To re-elect Mr. Lin Hua as an independent non-executive Director.	2,555,989,275 (99.742311%)	6,603,530 (0.257689%)
6.	To authorise the board of the Directors to fix the remuneration of the Directors.	2,562,592,805 (100%)	0 (0%)
7.	To re-appoint Ernst & Young as auditors of the Company and authorise the Directors to fix their remuneration.	2,561,899,805 (99.972957%)	693,000 (0.027043%)
8.	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.	2,432,582,171 (94.926598%)	130,010,634 (5.073402%)
9.	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.	2,562,592,805 (100%)	0 (0%)
10.	To extend the general mandate granted under resolution no. 8 by adding the shares bought back pursuant to the general mandate granted by resolution no. 9.	2,432,835,171 (94.936471%)	129,757,634 (5.063529%)
11.	To appoint Mr. Liu Weiliang as an executive director.	2,559,381,405 (99.874682%)	3,211,400 (0.125318%)

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

As more than 50% of the votes held by Shareholders present at the AGM in person or by proxy were cast in favour of each of the resolutions (except for resolution no. 3 which was withdrawn), all of the resolutions (except for resolution no. 3 which was withdrawn) 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, 2019 of HK$0.10 per share of the Company payable to shareholders of the Company whose names appear on the register of members of the Company on June 14, 2020 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 Friday, June 12, 2020 to Sunday, June 14, 2020 (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 Thursday, June 11, 2020.

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 16, 2020.

RETIREMENT OF NON-EXECUTIVE DIRECTOR

Mr. Ou Guoqiang ("**Mr. Ou GQ**") did not offer himself for re-election as a non-executive director at the AGM due to his other work commitment. Accordingly, Mr. Ou GQ retired as a non-executive director of the Company from the conclusion of the AGM. Mr. Ou GQ has confirmed that he has no disagreement with the Board and there are no matters relating to his retirement that needs to be brought to the attention of the Shareholders.

The Board would like to express its gratitude for the invaluable contribution of Mr. Ou GQ to the Group during his tenure of office.

APPOINTMENT OF EXECUTIVE DIRECTOR

Mr. Liu Weiliang ("**Mr. Liu**") was appointed as an executive director at the AGM. Biographical details of Mr. Liu are set out as follows:

Mr. Liu Weiliang, aged 36, was appointed as the vice president of the Company on 10 November 2019. Mr. Liu is mainly responsible for the management of the strategic investment centre, the audit and risk control department and the legal affairs department. He has over 12 years of experience in the real estate industry. Mr. Liu joined the Group in June 2016, and has held key positions in several subsidiaries of the Group, including: (i) the deputy general manager of Zhenro (Changsha) Real Estate Co., Ltd (正榮(長沙)置業有限公司) and the project manager for real estate project of Zhenro Properties Holdings Company Limited (正榮地產控股股份有限公司) ("**Zhenro Properties Holdings**") in Yichun from June 2016 to August 2017; (ii) the general manager of the merger department of the strategic investment centre and subsequently the general manager of the strategic investment centre of Zhenro Properties Holdings from August 2017 to May 2019; (iii) the assistant to the chief executive officer of Zhenro Properties Holdings from May 2019 to November 2019. Mr. Liu has held several positions in Zhenro Group Co., Ltd. (正榮集團有限公司) ("**Zhenro Group Company**") since November 2018. He served successively as the deputy general manager of the strategic operation centre, the general manager of the human resources department and the assistant to the chief executive officer of Zhenro Group Company. Before joining our Group, Mr. Liu worked in several real estate companies in the PRC, including (i) the development manager of Evergrande Properties Changsha Real Estate Co., Ltd (恒大地產長沙置業公司) and the deputy general manager of Chenzhou Real Estate Co., Ltd (郴州置業公司) successively from July 2008 to May 2012; (ii) the deputy general manager of Heneng Properties Real Estate Co., Ltd (合能地產長沙置業公司) from May 2012 to June 2016. Mr. Liu obtained a bachelor's degree in engineering management from Changsha University of Science & Technology in 2007.

As at the date of this announcement, Mr. Liu has not been a director in any other public companies the securities of which are listed in Hong Kong or overseas in the last three years. Save as disclosed above, Mr. Liu does not have any relationship with other directors, senior management or substantial shareholders or controlling shareholders of the Company. Mr. Liu does not have any interests in the shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

The Company will enter into a service agreement with Mr. Liu for a term of 3 years commencing from June 8, 2020, determinable by either party giving three months' written notice. Mr. Liu is entitled to a salary of RMB2,715,100 per annum and a discretionary bonus.

Save as disclosed above, there are no other matters that need to be brought to the attention of the Shareholders in respect of Mr. Liu's appointment and there is no other information relating to Mr. Liu that should be disclosed pursuant to Rule 13.51(2)(h) to (v) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited.

The Board would like to take this opportunity to welcome Mr. Liu to take up the new appointment.

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

Hong Kong, June 8, 2020

As at the date of this announcement, the executive directors of the Company are Mr. Huang Xianzhi, Mr. Chan Wai Kin and Mr. Liu Weiliang, the non-executive director of the Company is Mr. Ou Guowei, and the independent non-executive directors of the Company are Dr. Loke Yu (alias Loke Hoi Lam), Mr. Wang Chuanxu and Mr. Lin Hua.