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**ZHENGYE INTERNATIONAL HOLDINGS COMPANY LIMITED**

**正業國際控股有限公司**

*(Incorporated in Bermuda with limited liability)*

**(Stock Code: 3363)**

**POLL RESULTS FOR ANNUAL GENERAL MEETING HELD ON 23 JUNE 2017  
AND  
PAYMENT OF DIVIDEND**

**Summary**

The Board is pleased to announce that, at the Annual General Meeting held on 23 June 2017, all the proposed resolutions were duly passed by way of poll.

At the annual general meeting (the “**Annual General Meeting**”) of Zhengye International Holdings Company Limited (the “**Company**”) held on 23 June 2017, a poll was demanded by the chairman of the Annual General Meeting for voting on all the proposed resolutions as set out in the notice of the Annual General Meeting dated 28 April 2017 (which was incorporated in the circular of the Company on the same date (the “**Circular**”)).

Unless the context requires otherwise, capitalized terms used in this announcement have the same meanings as those defined in the Circular.

**POLL RESULTS FOR THE ANNUAL GENERAL MEETING**

The poll results in respect of each of the resolutions proposed at the Annual General Meeting are as follows:

<b>ORDINARY RESOLUTIONS</b>		<b>No. of Votes (%)</b>	
		<b>For</b>	<b>Against</b>
1.	To receive and approve the audited consolidated financial statements of the Company and its subsidiaries and the Directors’ report and the Auditors’ report for the year ended 31 December 2016	375,786,000 (100.00%)	0 (0.00%)

2.	To declare a final dividend for the year ended 31 December 2016	376,052,000 (100.00%)	0 (0.00%)
3.	(a) To re-elect Mr. Hu Hancheng as an executive Director	376,052,000 (100.00%)	0 (0.00%)
	(b) To re-elect Mr. Hu Hanxiang as a non-executive Director	376,052,000 (100.00%)	0 (0.00%)
	(c) To re-elect Mr. Chung Kwok Mo John as an independent non-executive Director	375,080,000 (99.74%)	972,000 (0.26%)
	(d) To authorise the board of Directors to fix the remuneration of the Directors	376,052,000 (100.00%)	0 (0.00%)
4.	To re-appoint Deloitte Touche Tohmatsu as the auditors of the Company and authorise the board of Directors to fix their remuneration	375,786,000 (99.93%)	266,000 (0.07%)
5.	To grant a general mandate to the Directors to allot, issue and deal with unissued Shares of HK\$0.10 each in the share capital of the Company, the aggregate nominal amount of which shall not exceed 20% of the aggregate nominal amount of the Company's issued share capital as at the date of passing of this resolution	375,080,000 (99.74%)	972,000 (0.26%)
6.	To grant a general mandate to the Directors to repurchase the Company's shares up to 10% of the issued share capital of the Company as at the date of passing of this resolution	376,052,000 (100.00%)	0 (0.00%)
7.	To add the nominal amount of Shares in the Company purchased by the Company to the general mandate granted to the Directors under resolution no. 5 above	375,080,000 (99.74%)	972,000 (0.26%)

**Note:** The number of votes and percentage of voting Shares are based on the total number of Shares held by the Shareholders who duly voted at the Annual General Meeting in person or by proxy.

As at the date of the Annual General Meeting:

- (1) there were a total of 500,000,000 Shares in issue, which were the total number of Shares entitling the Shareholders to attend and vote for or against the resolutions proposed at the Annual General Meeting;
- (2) none of the Shares entitled the Shareholders to attend and vote only against the resolutions proposed at the Annual General Meeting; and
- (3) no Shareholders had a material interest in the resolutions proposed at the Annual General Meeting and were required to abstain from voting on the resolutions proposed at the Annual General Meeting.

As more than 50% of the votes were cast in favour of each of the resolutions numbered 1 to 7 proposed at the Annual General Meeting, each of the resolutions numbered 1 to 7 was duly passed as an ordinary resolution of the Company.

Tricor Investor Services Limited, the branch share registrar and transfer office of the Company in Hong Kong, was appointed as the scrutineers at the Annual General Meeting for the purpose of vote taking.

## **PAYMENT OF DIVIDEND**

Given that the recommended final dividend of RMB5.50 cents per Share (the “**Dividend**”) for the year ended 31 December 2016 were approved by the Shareholders at the Annual General Meeting and as disclosed in the Circular, the Dividend will be paid to those Shareholders whose names appear on the register of members of the Company on Thursday, 29 June 2017 in Hong Kong dollars. The RMB to Hong Kong dollar exchange rate (offshore RMB) is HK\$1.1285, which is by reference to the opening indicative counter buying telegraphic transfer rate for RMB quoted by The Hong Kong Association of Banks on the date of the Annual General Meeting. The Dividend will be paid on or around Tuesday, 18 July 2017.

By order of the Board  
**Zhengye International Holdings Company Limited**  
**Hu Hanchao**  
*Chairman*

Hong Kong, 23 June 2017

*As at the date of this announcement, the Board comprised Mr. Hu Hanchao, Mr. Hu Hancheng and Mr. Hu Zheng as executive directors, Mr. Hu Hanxiang as non-executive director and Mr. Chung Kwok Mo John, Mr. Wu Youjun and Prof. Zhu Hongwei as independent non-executive directors.*