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ZIONCOM HOLDINGS LIMITED

百家淘客股份有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8287)

POLL RESULTS OF THE ANNUAL GENERAL MEETING HELD ON 28 MAY 2021

The board (the “**Board**”) of directors (the “**Directors**”) of Zioncom Holdings 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 28 May 2021 (the “**Annual General Meeting**”).

Reference is made to the circular of the Company (the “**Circular**”) incorporating, amongst others, the notice of the Annual General Meeting dated 21 April 2021 (the “**AGM Notice**”). Unless the context otherwise requires, capitalised terms used herein shall have the same meanings as those defined in the Circular.

At the Annual General Meeting, all the proposed resolutions as set out in the AGM Notice were taken by poll. The Hong Kong share registrar of the Company, Computershare Hong Kong Investor Services Limited, was appointed as the scrutineer at the Annual General Meeting for the purpose of vote-taking.

As at the date of the Annual General Meeting, the total number of issued Shares was 660,000,000 Shares, which represented the total number of Shares entitling the holders to attend and vote on the resolutions proposed at the Annual General Meeting. There was no restriction on any Shareholder casting votes on any of the proposed resolutions at the Annual General Meeting. There were no Shares entitling the Shareholders to attend but abstain from voting in favour of any resolutions proposed at the Annual General Meeting as set out in Rule 17.47A of the GEM Listing Rules nor would any Shareholders be required under the GEM Listing Rules to abstain from voting at the Annual General Meeting. None of the Shareholders have stated their intention in the Circular to vote against or to abstain from voting on any of the proposed resolutions at the Annual General Meeting.

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

Ordinary Resolutions		No. of Votes (%) (Note)	
		For	Against
1.	To receive, consider and adopt the audited consolidated financial statements and the reports of the directors and auditor of the Company for the year ended 31 December 2020.	494,980,000 (100%)	0 (0%)
2.	(A) To re-elect Mr. Kim Byung Kwon as an executive director of the Company.	494,980,000 (100%)	0 (0%)
	(B) To re-elect Mr. Xiao Jingen as an executive director of the Company.	494,980,000 (100%)	0 (0%)
	(C) To re-elect Mr. Kwong Chun Man as an independent non-executive director of the Company.	494,980,000 (100%)	0 (0%)
3.	To authorise the board of directors of the Company to fix the remuneration of the respective directors.	494,980,000 (100%)	0 (0%)
4.	To re-appoint HLB Hodgson Impey Cheng Limited as auditor of the Company and authorise the board of directors of the Company to fix their remuneration for the year ending 31 December 2021.	494,980,000 (100%)	0 (0%)
5.	(A) To grant a general mandate to the directors of the Company to allot, issue and/or otherwise deal with additional shares not exceeding 20% of the total number of issued shares of the Company as at the date of passing this resolution.	198,000,000 (40.0016%)	296,980,000 (59.9984%)
	(B) To grant a general mandate to the directors of the Company to repurchase shares not exceeding 10% of the total number of issued shares of the Company as at the date of passing this resolution.	494,980,000 (100%)	0 (0%)
	(C) Conditional upon the passing of the ordinary resolutions numbered 5(A) and 5(B), to extend the authority given to the directors of the Company pursuant to ordinary resolution numbered 5(A) to issue shares by adding to the number of shares of the Company which may be allotted and issued by the directors of the Company pursuant to such general mandate of an amount representing the number of shares repurchased under ordinary resolution numbered 5(B).	494,980,000 (100%)	0 (0%)

Note: The number of votes and approximate percentage of voting Shares as stated above are based on the total number of issued Shares held by the Shareholders who attended and voted at the Annual General Meeting in person, by authorised representative or by proxy.

As more than 50% of votes were cast in favour of the resolutions numbered 1, 2(A), 2(B), 2(C), 3, 4, 5(B) and 5(C), these resolutions were duly passed as ordinary resolutions of the Company. As less than 50% of votes was cast in favour of resolution numbered 5(A), resolution 5(A) was not passed as an ordinary resolution of the Company at the Annual General Meeting.

By order of the Board
Zioncom Holdings Limited
Kim Byung Kwon
Chairman

Hong Kong, 28 May 2021

As at the date of this announcement, the executive Directors of the Company are Mr. Kim Byung Kwon, Mr. Kim Jun Yeob, Mr. Koo Ja Chun, Mr. Xiao Jingen and Mr. Zhao Xiuming; and the independent non-executive Directors of the Company are Mr. Kwong Chun Man, Mr. Shin Dongmin and Mr. Lee Tsung Wah, Jonathan.

This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the Rules Governing the Listing of Securities on GEM of the Stock Exchange for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that, to the best of their knowledge and belief, the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this announcement misleading.

This announcement will remain on the GEM website at www.hkgem.com on the “Latest Listed Company Information” page for at least 7 days from the date of its posting and on the website of the Company at www.zioncom.net.