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**中国地利集团**  
**China Dili Group**

(formerly known as Renhe Commercial Holdings Company Limited 人和商業控股有限公司\*)  
(Incorporated in the Cayman Islands with limited liability)  
(Stock code: 1387)

## POLL RESULTS OF THE EXTRAORDINARY GENERAL MEETING HELD ON 24 JUNE 2020

Reference is made to the circular of China Dili Group (the “**Company**”) dated 29 May 2020 (the “**Circular**”) and the notice of the EGM dated 29 May 2020 (the “**EGM Notice**”). Unless otherwise defined herein, capitalized terms used in this announcement shall have the same meanings as those defined in the Circular.

The Board is pleased to announce that the proposed ordinary resolution (the “**Resolution**”) as set out in the EGM Notice contained in the Circular was duly passed by the Independent Shareholders by way of poll at the EGM held on 24 June 2020.

The Company’s branch share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited, was appointed as the scrutineer for the vote-taking at the EGM. The poll results taken at the EGM are as follows:

<b>Ordinary Resolution</b>	<b>Number of Votes (%)</b> <sup>(Note 2)</sup>	
	<b>For</b>	<b>Against</b>
To approve the Hada Acquisition and the transactions contemplated thereunder (including the Deed of Amendment, the issue of the Convertible Bond and the Conversion Shares in accordance with the terms and conditions of the Hada Acquisition Agreement, as amended by the Deed of Amendment and the instruments constituting the Convertible Bond, and the termination of the Framework Lease Agreement by the parties thereunder); the grant of the Specific Mandate for the allotment and issue of the Conversion Shares; and to authorise the Directors to take all such steps and execute all such documents in relation to the foregoing. <sup>(Note 1)</sup>	1,579,976,145 (99.590287%)	6,500,000 (0.409713%)

Notes:

1. The full text of the resolution is set out in the EGM Notice.
2. The number of votes and percentage are based on the total number of Shares held by the Independent Shareholders who voted at the EGM in person or by proxy or corporate representative.

\* For identification purpose only

As more than 50% of the votes were cast in favour of the Resolution, the Resolution was duly passed as ordinary resolution of the Company.

As at the date of the EGM, there were a total of 5,715,593,056 Shares in issue. As stated in the Circular, Ms. Zhang Xingmei and her associates (including Mr. Dai Yongge, being spouse of Ms. Zhang) which in aggregate controlled or were entitled to exercise control over the voting rights in respect of 2,942,735,849 Shares (representing approximately 51.49% of the total issued share capital of the Company as at the date of the EGM) were required to abstain and have abstained from voting on the Resolution at the EGM. Save for the above, no other Shareholder was required to abstain from voting at the EGM under the Listing Rules.

Accordingly, the total number of Shares entitling the Independent Shareholders to attend and vote for or against the Resolution at the EGM was 2,772,857,207 Shares (representing approximately 48.51% of the total issued share capital of the Company as at the date of the EGM). There were no Shares entitling the Shareholders to attend and vote only against the Resolution at the EGM and none of the Shareholders have stated their intention in the Circular to vote against the Resolution at the EGM.

For and on behalf of the Board  
**China Dili Group**  
**Hung Fan Kwan**  
*Company Secretary*

Hong Kong, 24 June 2020

*As at the date of this announcement, the Board comprises Mr. Wang Yan, Mr. Dai Bin and Ms. Qin Xiang as executive Directors, Mr. Yin Jianhong and Ms. Yang Yuhua as non-executive Directors and Mr. Fan Ren-Da, Anthony, Mr. Wang Yifu, Mr. Leung Chung Ki and Mr. Tang Hon Man as independent non-executive Directors.*