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ZH INTERNATIONAL HOLDINGS LIMITED

正恒國際控股有限公司

(Incorporated in Hong Kong with limited liability)

(Stock Code: 185)

POLL RESULTS OF THE ANNUAL GENERAL MEETING HELD ON 23 JUNE 2016

The Board is pleased to announce that the resolutions as set out in the AGM Notice dated 29 April 2016 were duly passed at the AGM held on 23 June 2016.

POLL RESULTS OF THE AGM

Reference is made to the notice of AGM (the “AGM Notice”) of ZH International Holdings Limited (the “Company”) dated 29 April 2016. Unless the context otherwise requires, capitalized terms used in this announcement shall have the same meanings as defined in the AGM Notice.

The Board is pleased to announce that the resolutions as set out in the AGM Notice dated 29 April 2016 were duly passed by way of poll at the AGM which was held on 23 June 2016.

As at the date of the AGM, the Company has issued a total of 6,176,819,969 Shares. The total number of Shares entitling the Shareholders to attend and vote for or against the resolutions at the AGM was 6,176,819,969 Shares.

There were no Shares entitling the Shareholders to attend and vote only against the resolutions at the AGM.

The Company's share registrars, Tricor Friendly Limited, has been appointed to act as the scrutineer for the vote-taking at the AGM. The poll results for all the resolutions were as follows:

ORDINARY RESOLUTIONS		Number of votes cast (percentage of total number of votes cast)	
		For	Against
1.	To receive, consider and adopt the audited financial statements, the directors' report and auditors' report of the Company and its subsidiaries for the nine months ended 31 December 2015.	3,589,196,786 (100.00%)	0 (0.00%)
2.(a)(i)	Re-election of Mr. Zhang Guoqiang as an executive Director.	3,579,876,786 (99.74%)	9,320,000 (0.26%)
2.(a)(ii)	Re-election of Mr. Liu Da as an independent non-executive Director.	3,589,196,786 (100.00%)	0 (0.00%)
2.(b)	To authorise the board of directors of the Company (the "Board") to fix the Directors' fees.	3,589,196,786 (100.00%)	0 (0.00%)
3.	To re-appoint Messrs. Deloitte Touche Tohmatsu as auditors of the Company and to authorise the Board to fix auditors' remuneration.	3,589,196,786 (100.00%)	0 (0.00%)
4.	To grant a general mandate to the Directors to issue, allot and otherwise deal with the Company's shares.	3,587,486,786 (99.95%)	1,710,000 (0.05%)
5.	To grant a general mandate to the Directors to repurchase the Company's shares.	3,589,196,786 (100.00%)	0 (0.00%)
6.	To extend the general mandate granted to the Directors to allot, issue and deal with additional shares by addition of the number of the shares repurchased.	3,587,486,786 (99.95%)	1,710,000 (0.05%)

As more than one-half of the votes were cast in favour of each of the ordinary resolution at the AGM, all resolutions as set out in the AGM Notice were duly passed as ordinary resolutions of the Company.

By Order of the Board
ZH International Holdings Limited
Zhang Jingguo
*Chairman, Chief Executive Officer
and Executive Director*

Hong Kong, 23 June, 2016

As at the date of this announcement, the executive Directors are Mr. Zhang Jingguo, Mr. Zhang Guoqiang, Mr. Eric Jackson Chang; the non-executive Director is Ms. Huang Yanping and the independent non-executive Directors are Dr. Liu Qiao, Mr. Liu Da and Mr. Ma Yuntao.