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天立国际控股有限公司
Tianli International Holdings Limited

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1773)

**POLL RESULTS OF ANNUAL GENERAL MEETING
HELD ON 28 JANUARY 2026**

The Board announces that all resolutions proposed at the AGM held on 28 January 2026 were duly passed.

Reference is made to the circular of Tianli International Holdings Limited (the “**Company**”) dated 31 December 2025 (the “**Circular**”). Unless otherwise stated, capitalised terms used herein shall bear the same meanings as those defined in the Circular.

POLL RESULTS OF THE AGM

The Board hereby announces that at the AGM held on 28 January 2026, all the resolutions proposed were duly passed by way of poll voting.

Computershare Hong Kong Investor Services Limited, the Company’s branch share registrar in Hong Kong, was appointed as the scrutineer for the purpose of vote-taking at the AGM. The poll results in respect of the resolutions proposed at the AGM were as follows:

ORDINARY RESOLUTIONS		Number of Shares (%)	
		For	Against
1.	To receive and consider the audited consolidated financial statements of the Company and its subsidiaries and the reports of the directors (“ Director(s) ”) and auditor of the Company for the year ended 31 August 2025	1,073,926,981 (100.000000%)	0 (0.000000%)
2.	To declare out of the share premium account of the Company a final dividend of 4.29 HK cents per ordinary share for the year ended 31 August 2025	1,073,926,981 (100.000000%)	0 (0.000000%)
3.	(i) To re-elect Mr. ZHANG Wenzao as a non-executive Director	1,073,594,355 (99.969027%)	332,626 (0.030973%)
	(ii) To re-elect Mr. YANG Dong as an independent non-executive Director	1,071,183,381 (99.744526%)	2,743,600 (0.255474%)
	(iii) To re-elect Mr. CHENG Yiqun as an independent non-executive Director	1,071,933,379 (99.814363%)	1,993,602 (0.185637%)

ORDINARY RESOLUTIONS		Number of Shares (%)	
		For	Against
	(iv) To authorize the board of Directors to fix the remuneration of the respective Directors	1,073,868,979 (99.994599%)	58,002 (0.005401%)
4.	To re-appoint Ernst & Young as the auditor of the Company and to authorise the board of Directors to fix its remuneration	1,073,926,981 (100.000000%)	0 (0.000000%)
5.	To grant a general mandate to the Directors to issue new shares of the Company (including sale and transfer of treasury shares, if any)	1,057,381,809 (98.459376%)	16,545,172 (1.540624%)
6.	To grant a general mandate to the Directors to repurchase shares of the Company	1,073,926,981 (100.000000%)	0 (0.000000%)
7.	To extend the general mandate to issue new shares by adding the number of shares repurchased	1,057,411,209 (98.462114%)	16,515,772 (1.537886%)
SPECIAL RESOLUTION		Number of Shares (%)	
		For	Against
8.	<p>“THAT:</p> <p>(a) the proposed amendments (the “Proposed Amendments”) to the third amended and restated memorandum and articles of association of the Company (the “Existing M&A”), the details of which are set out in Appendix III to the circular of the Company dated 31 December 2025, be and are hereby approved;</p> <p>(b) the fourth amended and restated memorandum and articles of association of the Company incorporating and consolidating all the Proposed Amendments (the “New M&A”), a copy of which has been produced to this meeting and initialled by the chairman of the meeting for the purpose of identification, be and is hereby approved and adopted as the memorandum and articles of association of the Company in substitution for, and to the exclusion of, the Existing M&A with immediate effect; and</p> <p>(c) any director or company secretary of the Company be and is hereby authorized to do all such acts and things and execute all such documents, deeds and make all such arrangements that he/she shall, in his/her absolute discretion, deem necessary or expedient to give effect to the Proposed Amendments and the adoption of the New M&A, including without limitation, attending to the necessary filings with the Registrar of Companies in the Cayman Islands and Hong Kong, respectively.”</p>	1,073,926,981 (100.000000%)	0 (0.000000%)

As majority of the votes were cast in favour of each of the ordinary resolutions, the resolutions numbered 1 to 7 were duly passed. As a majority of not less than three-quarters of the votes were cast in favour of the special resolution, the resolution numbered 8 was duly passed.

As at the date of the AGM, the total number of issued Shares is 2,109,255,000 Shares, which include: (a) 13,227,000 Shares repurchased by the company during the period from 28 August 2025 to 19 September 2025 but not yet canceled and 3,600,000 Shares repurchased by the company during the period from 16 December 2025 to 27 January 2026 and were held as Treasury Shares, which shall not be counted toward the total number of Shares entitling the Shareholders to attend and vote on all the proposed resolutions at the AGM; and (b) 71,065,817 Shares held by The Core Trust Company Limited (being the trustee of the restricted share award scheme of the Company adopted on 26 January 2018 (the “**Pre-IPO Restricted Share Award Scheme**”) and the restricted share award scheme adopted on 17 December 2018), in respect of which The Core Trust Company Limited was required to, and did, abstain from voting on all the resolutions proposed at the AGM pursuant to Rule 17.05A of the Listing Rules. The 71,065,817 Shares held by The Core Trust Company Limited include the 6,521,733 Shares granted and vested to Mr. LUO Shi and the 1,956,520 Shares granted and vested to Ms. TU Mengxuan (the spouse of Mr. LUO Shi) under the Pre-IPO Restricted Share Award Scheme. Accordingly, as at the date of the AGM, the total number of Shares entitling the Shareholders to attend and vote on the resolutions at the AGM was 2,021,362,183.

Save as disclosed above, (1) there were no Shares entitling the Shareholders thereof to attend and abstain from voting in favour of any of the proposed resolutions at the AGM in accordance with Rule 13.40 of the Listing Rules; (2) no Shareholder was required under the Listing Rules to abstain from voting on any of the proposed resolutions at the AGM; and (3) none of the Shareholders had indicated in the Circular and/or the Supplemental Circular that he or she intended to vote against or to abstain from voting on any of the proposed resolutions at the AGM.

All the Directors attended the AGM.

By order of the Board
Tianli International Holdings Limited
LUO Shi
Chairman, Executive Director and Chief Executive Officer

The PRC, 28 January 2026

As at the date of this announcement, the Board comprises Mr. LUO Shi as chairman and executive Director and Mr. WANG Rui as executive Director, Mr. ZHANG Wenzao, Mr. PAN Ping and Ms. LI Xiaomei as non-executive Directors and Mr. LIU Kai Yu Kenneth, Mr. YANG Dong and Mr. CHENG Yiqun as independent non-executive Directors.