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## **Ziyuanyuan Holdings Group Limited**

**紫元元控股集團有限公司**

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 8223)**

### **CLARIFICATION ANNOUNCEMENT IN RELATION TO THE NOTICE OF AGM AND THE AGM CIRCULAR**

References are made to the notice of the annual general meeting (the “AGM”) of Ziyuanyuan Holdings Group Limited (the “Company”) dated 29 March 2019 (the “Notice of AGM”) and the circular of the Company containing the Notice of AGM dated 29 March 2019 (the “AGM Circular”). Capitalised terms used herein shall have the same meanings as those defined in the Notice of AGM and the AGM Circular unless otherwise specified.

The board of directors of the Company would like to clarify that there are some inadvertent typographical errors in (i) Notes 2 and 3 of the Notice of AGM and (ii) Notes 2 and 3 of the Notice of the Annual General Meeting within the AGM Circular as follows (with the changes underlined for easy reference):

Notes 2 of the Notice of AGM should be “In order to be valid, the form of proxy together with a power of attorney or other authority, if any, under which it is signed or a notarially certified copy of that power or authority must be deposited at the office of the Hong Kong branch share registrar and transfer office of the Company, Tricor Investor Services Limited, at Level 22, Hopewell Centre, 183 Queen’s Road East, Hong Kong, not less than 48 hours before the time appointed for holding the AGM (i.e. not later than 11:00 a.m. on Tuesday, 7 May 2019) or any adjournment thereof.” instead of “(i.e. not later than 4:30 p.m. on Monday, 6 May 2019)”.

Notes 3 of the Notice of AGM should be “For determining the entitlement to attend and vote at the above meeting, the register of members of the Company will be closed from Monday, 6 May 2019 to Thursday, 9 May 2019, both dates inclusive, during which period no transfer of shares will be registered. In order to be eligible to attend and vote at the AGM, unregistered holders of shares of the Company shall ensure that all transfer documents accompanied by the relevant share certificates must be lodged with the Company’s branch share registrar in Hong Kong, Tricor Investor Services Limited, at Level 22, Hopewell Centre, 183 Queen’s Road East, Hong Kong for registration not later than 4:30 p.m. on Friday, 3 May 2019.” instead of “For determining the entitlement to attend and vote at the above meeting, the register of members of the Company will be closed from Tuesday, 7 May 2019 to Thursday, 9 May 2019, both dates inclusive, during which period no transfer of shares will be registered. In order to be eligible to attend and vote at the AGM, unregistered holders of shares of the Company shall ensure that all transfer documents accompanied by the relevant share certificates must be lodged with the Company’s branch share registrar in Hong Kong, Tricor Investor Services Limited, at Level 22, Hopewell Centre, 183 Queen’s Road East, Hong Kong for registration not later than 4:30 p.m. on Monday, 6 May 2019.”

Notes 2 of the Notice of the Annual General Meeting within the AGM Circular should be “In order to be valid, the form of proxy together with a power of attorney or other authority, if any, under which it is signed or a notarially certified copy of that power or authority must be deposited at the office of the Hong Kong branch share registrar and transfer office of the Company, Tricor Investor Services Limited, at Level 22, Hopewell Centre, 183 Queen’s Road East, Hong Kong, not less than 48 hours before the time appointed for holding the AGM (i.e. not later than 11:00 a.m. on Tuesday, 7 May 2019) or any adjournment thereof.” instead of “(i.e. not later than 4:30 p.m. on Monday, 6 May 2019)”.

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Save as stated above, all other information in the Notice of AGM and the AGM Circular remains unchanged. This clarification announcement is supplemental to and should be read in conjunction with the Notice of AGM and the AGM Circular.

By order of the Board  
**Ziyuanyuan Holdings Group Limited**  
**Zhang Junshen**  
*Chairman and Executive Director*

Hong Kong, 4 April 2019

*As at the date of this announcement, the executive Directors are Mr. Zhang Junshen (Chairman and Chief Executive Officer) and Mr. Zhang Junwei, the non-executive Director is Ms. Shen Qingli, and the independent non-executive Directors are Mr. Chan Chi Fung Leo, Mr. Li Zhensheng and Mr. Chow Siu Hang.*

*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 the 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 “Latest Listed Company Information” page of the GEM website at [www.hkgem.com](http://www.hkgem.com) on the “Latest Company Announcements” page for at least 7 days from the date of its posting and on the website of the Company at [www.ziyygroup.com](http://www.ziyygroup.com).*