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ZERO2IPO HOLDINGS INC.

清科創業控股有限公司*

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 1945)

POLL RESULTS OF EXTRAORDINARY GENERAL MEETING HELD ON SEPTEMBER 15, 2021

Reference is made to the circular of Zero2IPO Holdings Inc. (the “**Company**”) dated August 27, 2021 (the “**Circular**”). Unless the context otherwise requires, capitalized terms used herein shall have the same meanings as those defined in the Circular.

At the EGM held on September 15, 2021, poll voting was demanded by the chairman of the EGM for voting on all the proposed resolutions, as set out in the notice of the EGM dated August 27, 2021 (the “**Notice**”).

As at the date of the EGM, the total number of issued shares of the Company (the “**Shares**”) was 311,446,800 shares of US\$0.0001 each.

As set out in the Circular, the Connected Grantees (and their respective associates) were required to abstain from voting on the respective resolution on the Proposed RSU Grants to themselves, respectively. As at the date of the EGM, HCS Shanghe Holdings Limited, which is wholly-owned by Ms. FU Xinghua, held 1,257,300 Shares (representing approximately 0.40% of the total number of issued Shares) and has abstained from voting on the ordinary resolution numbered 1, while MRJ Holdings Limited, which is wholly-owned by Ms. ZHANG Yanyan, held 1,279,913 Shares (representing approximately 0.41% of the total number of issued Shares) and has abstained from voting on the ordinary resolution numbered 2. As a result, the total number of Shares entitling the holders to attend and vote on the resolutions numbered 1, 2 and 3 at the EGM was 310,189,500, 310,166,887 and 311,446,800 Shares, respectively.

Save as disclosed above, there were no Shares entitling the holder to attend and abstain from voting in favour of any resolutions proposed at the EGM as set out in Rule 13.40 of the Listing Rules, and no Shareholders were required to abstain from voting at the EGM under the Listing Rules, and none of the Shareholders has stated their intention in the Circular to vote against or to abstain from voting on any of the resolutions proposed at the EGM.

* *For identification purpose only.*

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

ORDINARY RESOLUTIONS		No. of Votes (Approximate %)	
		For	Against
1.	To approve and confirm the grant of 1,637,600 RSUs to Ms. FU Xinghua pursuant to the Post-IPO RSU Scheme, and authorize any one of the Directors to exercise the powers of the Company to allot and issue the shares of the Company pursuant to the proposed RSU grant under the specific mandate granted to the Directors by the Shareholders at the annual general meeting of the Company held on June 4, 2021 in accordance with the terms of the Post-IPO RSU Scheme and/or do all such acts on behalf of the Company as he/she may consider necessary, desirable or expedient for the purpose of, or in connection with the implementation and completion of the transactions contemplated pursuant to the proposed RSU grant to Ms. FU Xinghua.	164,135,391 (98.62%)	2,291,834 (1.38%)
2.	To approve and confirm the grant of 1,637,600 RSUs to Ms. ZHANG Yanyan pursuant to the Post-IPO RSU Scheme, and authorize any one of the Directors to exercise the powers of the Company to allot and issue the shares of the Company pursuant to the proposed RSU grant under the specific mandate granted to the Directors by the Shareholders at the annual general meeting of the Company held on June 4, 2021 in accordance with the terms of the Post-IPO RSU Scheme and/or do all such acts on behalf of the Company as he/she may consider necessary, desirable or expedient for the purpose of, or in connection with the implementation and completion of the transactions contemplated pursuant to the proposed RSU grant to Ms. ZHANG Yanyan.	164,112,778 (98.62%)	2,291,834 (1.38%)

ORDINARY RESOLUTIONS		No. of Votes (Approximate %)	
		For	Against
3.	To approve and confirm the grant of 272,800 RSUs pursuant to the Post-IPO RSU Scheme to Mr. ZHANG Lei, and authorize any one of the Directors to exercise the powers of the Company to allot and issue the shares of the Company pursuant to the proposed RSU grant under the specific mandate granted to the Directors by the Shareholders at the annual general meeting of the Company held on June 4, 2021 in accordance with the terms of the Post-IPO RSU Scheme and/or do all such acts on behalf of the Company as he/she may consider necessary, desirable or expedient for the purpose of, or in connection with the implementation and completion of the transactions contemplated pursuant to the proposed RSU grant to Mr. ZHANG Lei.	165,392,691 (98.63%)	2,291,834 (1.37%)

Note: The full text of the ordinary resolutions is set out in the Notice.

As more than 50% of the votes were casted in favour of each of the above resolutions numbered 1 to 3, all of the above resolutions were duly passed as ordinary resolutions of the Company.

By order of the Board
Zero2IPO Holdings Inc.
NI Zhengdong
Chairman and Chief Executive Officer

Beijing, the PRC, September 15, 2021

As at the date of this announcement, the Board of Directors of the Company comprises Mr. NI Zhengdong, Ms. FU Xinghua and Ms. ZHANG Yanyan as executive Directors, Mr. KUNG Hung Ka as non-executive Director, and Mr. XU Shaochun, Mr. ZHANG Min and Ms. YU Bin as independent non-executive Directors.