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**DIT GROUP LIMITED**  
**築友智造科技集團有限公司**  
*(Incorporated in Bermuda with limited liability)*  
**(Stock Code: 726)**

**POLL RESULTS OF  
THE SPECIAL GENERAL MEETING**

Reference is made to (i) the circulars of DIT Group Limited (the “**Company**”) dated 16 June 2020 and 29 June 2020 (together, the “**Circulars**”), (ii) the notices of the special general meeting of the Company (the “**SGM**”) dated 16 June 2020 and 29 June 2020 (the “**SGM Notices**”) and (iii) the supplemental notice of the SGM dated 2 July 2020 (the “**Supplemental SGM Notice**”). Unless the context otherwise requires, capitalized terms used in this announcement shall have the same meanings as those defined in the Circulars where applicable.

**POLL RESULTS OF THE SGM**

The Board is pleased to announce, at the SGM held on 17 July 2020, each of the proposed ordinary resolutions (the “**Resolutions**”, and each a “**Resolution**”) as set out in the Supplemental SGM Notice were duly passed by the Shareholders by wall of poll. The Company’s branch share registrar and transfer office in Hong Kong, Computershare Hong Kong Investor Services Limited, was appointed as the scrutineer for the purpose of vote-taking at the SGM.

The poll results in respect of the Resolutions based on the voting instructions submitted by holders or proxies present and voting in respect of the Resolutions were as follows:

<b>ORDINARY RESOLUTIONS*</b>		<b>Number of Votes (approximate %)</b>	
		<b>For</b>	<b>Against</b>
1.	To confirm, approve and ratify the EPC Service Arrangement, the terms of the EPC Service Arrangement contemplated under the Framework Agreement I and the estimated transaction values under the EPC Service Arrangement and authorize any one Director to do all such acts and things and sign, seal, execute and deliver all such documents in connection with the EPC Service Arrangement contemplated under the Framework Agreement I.	979,144,599 (100%)	0 (0%)
2.	To confirm, approve and ratify the Supply Arrangement, the terms of the Supply Arrangement contemplated under the Framework Agreement I and the Proposed Supply Arrangement Annual Cap and authorize any one Director to do all such acts and things and sign, seal, execute and deliver all such documents in connection with the Supply Arrangement contemplated under the Framework Agreement I.	979,144,599 (100%)	0 (0%)
3.	To confirm, approve and ratify the Park Design Service Arrangement, the terms of the Park Design Service Arrangement contemplated under the Framework Agreement II and the estimated transaction values under the Park Design Service Arrangement and authorize any one Director to do all such acts and things and sign, seal, execute and deliver all such documents in connection with the Park Design Service Arrangement contemplated under the Framework Agreement II.	979,144,599 (100%)	0 (0%)
4.	To approve and adopt the New Share Option Scheme, and to authorise the Board to grant Options under the New Share Option Scheme and to allot and issue Shares pursuant to the exercise of any Options to be granted pursuant to the New Share Option Scheme.	8,097,584,599 (100%)	0 (0%)
5.	To approve the termination of the Existing Share Option Scheme.	8,097,584,599 (100%)	0 (0%)

\* Full text of each Resolution is set out in the Supplemental Notice.

As at the date of the SGM, the total number of issued Shares was 11,209,602,920 Shares.

As disclosed in the circular of the Company dated 16 June 2020 and as at the date of the SGM, (1) Jiayao Global Investments Limited, Jiacheng (Holding) Investment Limited, Jiaheng (Holding) Investment Limited, Jiaxin (Holding) Investment Limited, Jianuo (Holding) Investment Limited and Jiamin (Holding) Investment Limited, which are indirect wholly-owned subsidiaries of Drawin Manufacture which is in turn indirectly wholly-owned by Mr. Wu Po Sum (an executive Director), and (2) Joy Bright Investments Limited, which is directly wholly-owned by Mr. Wu Po Sum (an executive Director), collectively control and are collectively entitled to exercise control over the voting right in respect of 7,121,769,700 Shares, thus were required to abstain from voting in respect of the Resolutions numbered 1 to 3 at the SGM.

In addition, as disclosed in the announcement of the Company dated 13 July 2020, Joy Bright Investments Limited agreed to purchase and Mr. Zhu Yuehai agreed to dispose of 978,940,000 Shares and the completion of such share transfer is scheduled to a date after the date of the SGM. For good governance purpose and for the purpose of dispelling any doubts any Shareholder may have about the Resolutions numbered 1 to 3 at the SGM, after due consideration, the chairman of the SGM declared that the votes by Mr. Zhu Yuehai in respect of the Resolutions numbered 1 to 3 at the SGM should not be counted for the best interests of the Company and the Shareholders as a whole. Accordingly, the poll results in respect of the Resolutions, excluding the votes cast by Mr. Zhu Yuehai in respect of the Resolutions numbered 1 to 3 through voting instructions, were as follows:

<b>ORDINARY RESOLUTIONS*</b>		<b>Number of Votes (approximate %)</b>	
		<b>For</b>	<b>Against</b>
1.	To confirm, approve and ratify the EPC Service Arrangement, the terms of the EPC Service Arrangement contemplated under the Framework Agreement I and the estimated transaction values under the EPC Service Arrangement and authorize any one Director to do all such acts and things and sign, seal, execute and deliver all such documents in connection with the EPC Service Arrangement contemplated under the Framework Agreement I.	204,599 (100%)	0 (0%)
2.	To confirm, approve and ratify the Supply Arrangement, the terms of the Supply Arrangement contemplated under the Framework Agreement I and the Proposed Supply Arrangement Annual Cap and authorize any one Director to do all such acts and things and sign, seal, execute and deliver all such documents in connection with the Supply Arrangement contemplated under the Framework Agreement I.	204,599 (100%)	0 (0%)

<b>ORDINARY RESOLUTIONS*</b>		<b>Number of Votes (approximate %)</b>	
		<b>For</b>	<b>Against</b>
3.	To confirm, approve and ratify the Park Design Service Arrangement, the terms of the Park Design Service Arrangement contemplated under the Framework Agreement II and the estimated transaction values under the Park Design Service Arrangement and authorize any one Director to do all such acts and things and sign, seal, execute and deliver all such documents in connection with the Park Design Service Arrangement contemplated under the Framework Agreement II.	204,599 (100%)	0 (0%)
4.	To approve and adopt the New Share Option Scheme, and to authorise the Board to grant Options under the New Share Option Scheme and to allot and issue Shares pursuant to the exercise of any Options to be granted pursuant to the New Share Option Scheme.	8,097,584,599 (100%)	0 (0%)
5.	To approve the termination of the Existing Share Option Scheme.	8,097,584,599 (100%)	0 (0%)

As such, after deducting the 7,121,769,700 Shares controlled by Mr. Wu Po Sum (an executive Director) and the 978,940,000 Shares held by Mr. Zhu Yuehai, the total number of issued Shares held by the Shareholders who were entitled to attend and vote for or against the Resolutions numbered 1 to 3 would be 3,108,893,220, and after deducting the 7,121,769,700 Shares controlled by Mr. Wu Po Sum (an executive Director), the total number of issued Shares held by the Shareholders who were entitled to attend and vote for or against the Resolutions numbered 4 and 5 at the SGM would be 11,209,602,920 Shares.

Save as disclosed above, no other Shareholder was required to abstain from voting on the Resolutions at the SGM. None of the Shareholders were entitled to attend and abstain from voting in favour of the Resolutions at the SGM (as set out in Rule 13.40 of the Listing Rules) or were required under the Listing Rules to abstain from voting at the SGM. None of the Shareholders have stated their intention in the Circulars to vote against or to abstain from voting on any of the Resolutions at the SGM.

As more than 50% of the votes were cast in favour of each of the Resolutions numbered 1 to 5, each of the Resolutions numbered 1 to 5 was duly passed at the SGM as an ordinary resolution of the Company.

By order of the Board of  
**DIT Group Limited**  
**Wu Po Sum**  
*Chairman and Executive Director*

Hong Kong, 17 July 2020

*As at the date of this announcement, the Board comprises Mr. Wu Po Sum (Chairman) and Mr. Guo Weiqiang as executive Directors; Ms. Wu Wallis (alias Li Hua) and Mr. Wang Jun as non-executive Directors; Mr. Jiang Hongqing, Mr. Lee Chi Ming and Mr. Ma Lishan as independent non-executive Directors.*