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SHANGHAI JIAODA WITHUB
INFORMATION INDUSTRIAL COMPANY LIMITED*

上海交大慧谷信息產業股份有限公司

(a joint stock company incorporated in the People’s Republic of China with limited liability)

(Stock Code: 8205)

**POLL RESULTS OF ANNUAL GENERAL MEETING
HELD ON 20 JUNE 2023 AND AMENDMENTS TO
THE ARTICLES OF ASSOCIATION**

RESULTS OF ANNUAL GENERAL MEETING

References are made to the notice of annual general meeting dated 31 March 2023 and the supplemental notice of the annual general meeting dated 24 April 2023 (collectively referred to as the “**AGM Notices**”) and the circular (the “**Circular**”) of 上海交大慧谷信息產業股份有限公司 (Shanghai Jiaoda Withub Information Industrial Company Limited*) (the “**Company**”) dated 31 March 2023.

The board of directors (the “**Board**”) of the Company is pleased to announce the poll results in respect of the resolutions proposed at the annual general meeting of the Company held on 20 June 2023 (the “**AGM**”).

All the proposed resolutions set out in the AGM Notices were voted by way of poll and the poll results of the votes are as follows:

ORDINARY RESOLUTIONS		Number of Votes (approximate %)	
		For	Against
1.	To consider and approve the report of the Directors for 2022	288,000,000 (100.000%)	0 (0.000%)
2.	To consider and approve the report of the Supervisory Committee for 2022	288,000,000 (100.000%)	0 (0.000%)
3.	To consider and approve the audited consolidated financial statements and auditor’s report for the year ended 31 December 2022	288,000,000 (100.000%)	0 (0.000%)

ORDINARY RESOLUTIONS		Number of Votes (approximate %)	
		For	Against
4.	To consider and approve the dividend distribution proposal for 2022	288,000,000 (100.000%)	0 (0.000%)
5.	To consider and approve the appropriation to statutory surplus reserve and statutory public welfare fund for 2022	288,000,000 (100.000%)	0 (0.000%)
6.	To consider and approve the reappointment of ShineWing Certified Public Accountants (Special General Partnership) as the Company's auditor for 2023 and to authorise the Directors of the Company to fix their remuneration	288,000,000 (100.000%)	0 (0.000%)
7.	To consider and approve the remuneration proposals for directors and supervisors of the Company for 2023 and to authorise the directors of the Company to fix their remuneration	288,000,000 (100.000%)	0 (0.000%)
8.	To consider and approve the re-election of each of the following candidates as the directors of the Company each for a term of three years:		
	(a) Mr. Shuai Ge	288,000,000 (100.000%)	0 (0.000%)
	(b) Mr. Shang Ling	288,000,000 (100.000%)	0 (0.000%)
	(c) Ms. Gu Xiaomin	288,000,000 (100.000%)	0 (0.000%)
	(d) Mr. Sun Jingchen	288,000,000 (100.000%)	0 (0.000%)
9.	To consider and approve the re-election of each of the following candidates as the Supervisors of the Company each for a term of three years:		
	(a) Mr. Yang Qing	288,000,000 (100.000%)	0 (0.000%)
	(b) Ms. Pan Li	171,000,000 (59.375%)	117,000,000 (40.625%)
10.	To consider and approve the change of scope of business	288,000,000 (100.000%)	0 (0.000%)
SPECIAL RESOLUTIONS		Number of Votes (approximate %)	
		For	Against
11.	To consider and approve the grant of a general mandate to the Board of Directors to allot, issue and deal in additional Domestic Shares and H Shares	288,000,000 (100.000%)	0 (0.000%)
12.	To approve the proposed amendments to the existing articles of association of the Company and the adoption of the amended articles of association of the Company.	288,000,000 (100.000%)	0 (0.000%)

As at the date of the AGM, the issued share capital of the Company was 132,000,000 H shares and 348,000,000 Domestic shares, which were the total number of shares entitling the shareholders to attend and vote for or against the resolutions at the AGM. There were no restrictions on shareholders to cast votes on any of the resolutions at the AGM and no shareholder of the Company was required to vote only against any of the proposed resolutions at the AGM. Shareholders of the Company and authorized proxies holding an aggregate of 288,000,000 shares, representing 60.00% of the total issued shares of the Company, were present at the AGM.

The Company's auditor, ShineWing Certified Public Accountants (Special General Partnership), was appointed as scrutineer at the AGM for the purpose of vote-taking.

As the above resolutions numbered 1 to 10 were passed by a simple majority, these resolutions were duly passed as ordinary resolutions. As the above resolutions numbered 11 to 12 was passed by two-thirds of the votes, these resolutions were duly passed as special resolutions.

AMENDMENTS TO THE ARTICLES OF ASSOCIATION OF THE COMPANY

Upon approval at the AGM, the proposed amendments to the articles of association of the Company were duly passed as a special resolution. For details of the proposed amendments to the articles of association of the Company, please refer to the Circular. The relevant amendments to the Articles of Association are subject to all the necessary approvals and filing procedures obtained therefor from the relevant competent authorities in the PRC.

All Directors attended the AGM accordingly.

By Order of the Board
Shanghai Jiaoda Withub Information Industrial Company Limited*
Chang Jiang
Chairman

Shanghai, the PRC, 20 June 2023

As at the date of this announcement, the Board consists of:

Executive Directors

Chang Jiang, Shuai Ge, Shang Ling, Hu Lunjie,
Gu Xiaomin and Sun Jingchen

Independent Non-executive Directors

Yuan Shumin, Zhou Guolai and Liu Feng

This announcement, for which the directors of the Company 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 given information with regard to the Company. The directors of the Company, 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 in this announcement misleading.

This announcement will remain on the “Latest Listed Company Information” page of the HKEx website at www.hkexnews.hk for at least 7 days from the date of its posting and on the website of the Company at <http://www.withub.com.cn>.

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