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# China Youzan Limited

中國有贊有限公司

(Incorporated in Bermuda with limited liability)

(Stock Code: 8083)

## POLL RESULTS OF ANNUAL GENERAL MEETING HELD ON 29 JUNE 2023

The Board is pleased to announce that all the resolutions set out in the notice of the AGM were duly passed by the Shareholders at the AGM held on 29 June 2023 by way of poll.

Reference is made to the circular (the “**Circular**”) dated 30 May 2023 of the Company. Unless otherwise indicated, capitalized terms used herein shall have the same meanings as those defined in the Circular.

The Board is pleased to announce that all the resolutions proposed at the AGM held on 29 June 2023 were duly passed by the Shareholders by way of poll. The poll results at the AGM are as follows:

ORDINARY RESOLUTIONS		Number of votes (%)	
		For	Against
1.	To approve ordinary resolution no. 1 as set out in the notice of the AGM (to consider and approve the audited consolidated financial statements and the reports of the directors of the Company and the auditors of the Company for the year ended 31 December 2022).	3,887,384,120 (100.00%)	0 (0.00%)
2.	To approve ordinary resolution no. 2 set out in the notice of the AGM (to give a general mandate to the directors to issue shares in the Company).	2,484,258,759 (63.91%)	1,403,125,361 (36.09%)

ORDINARY RESOLUTIONS		Number of votes (%)	
		For	Against
3.	To approve ordinary resolution no. 3 set out in the notice of the AGM (to give a general mandate to the directors to repurchase shares in the Company).	3,887,384,120 (100.00%)	0 (0.00%)
4.	To approve ordinary resolution no. 4 set out in the notice of the AGM (to extend the general mandate to issue shares under ordinary resolution no. 2 by adding the number of shares repurchased under ordinary resolution no. 3).	3,521,024,797 (90.58%)	366,359,323 (9.42%)
5.	(i) To re-elect Mr. Zhu Ning as an executive Director.	3,821,259,925 (98.30%)	66,124,195 (1.70%)
	(ii) To re-elect Mr. Cui Yusong as an executive Director.	3,609,644,120 (92.86%)	277,740,000 (7.14%)
	(iii) To re-elect Mr. Yu Tao as an executive Director.	3,609,644,120 (92.86%)	277,740,000 (7.14%)
	(iv) To re-elect Ms. Ying Hangyan as an executive Director.	3,609,884,120 (92.86%)	277,500,000 (7.14%)
	(v) To authorise the board of directors to fix the remuneration of the Directors.	3,887,384,120 (100.00%)	0 (0.00%)
6.	To re-appoint RSM Hong Kong as Auditors of the Company and authorise the board of directors to fix their remuneration.	3,887,384,120 (100.00%)	0 (0.00%)
7.	To approve ordinary resolution no. 7 set out in the notice of the AGM (to approve the Increase in Authorised Share Capital).	3,873,074,450 (99.63%)	14,309,670 (0.37%)
8.	To approve ordinary resolution no. 8 set out in the notice of the AGM (to terminate of the existing share option scheme and adopt a new share option scheme for the Company).	3,535,100,797 (90.94%)	352,283,323 (9.06%)
9.	To approve ordinary resolution no. 9 set out in the notice of the AGM (to approve the proposed amendments of the share award scheme of the Company).	3,535,100,797 (90.94%)	352,283,323 (9.06%)
10.	To approve ordinary resolution no. 10 set out in the notice of the AGM (to approve the scheme mandate limit for all share schemes of the Company).	2,498,334,759 (64.27%)	1,389,049,361 (35.73%)
11.	To approve ordinary resolution no. 11 set out in the notice of the AGM (to approve the service provider sublimit for all share schemes of the Company).	3,535,100,797 (90.94%)	352,283,323 (9.06%)

SPECIAL RESOLUTION		Number of votes (%)	
		For	Against
12.	To approve special resolution no. 12 set out in the notice of the AGM (to approve the proposed amendments to the existing by-laws of the Company).	3,826,663,925 (98.44%)	60,720,195 (1.56%)

As more than 50% of the votes were cast in favour of each of the above ordinary resolutions numbered 1 to 11, and as not less than 75% of the votes were cast in favour of the above special resolution numbered 12, all of the above resolutions were duly passed at the AGM.

As at the date of the AGM, the total number of issued Shares was 18,421,642,097. Computershare Hong Kong Trustees Limited (in its capacity as the trustee of the share award scheme adopted by the Company on 31 May 2018) held 79,850,340 Shares, representing 0.43% of the issued share capital of the Company as at the date of the AGM, was required to abstain and did abstain from voting on the resolutions proposed at the AGM. Accordingly, the total number of Shares entitling the Shareholders to attend and vote for or against the resolutions proposed at the AGM was 18,341,791,757. Save as disclosed above, there were no Shares entitling the Shareholders to attend and abstain from voting in favour of the resolutions at the AGM as set out in Rule 17.47A of the GEM Listing Rules. No Shareholders were required under the GEM Listing Rules to abstain from voting at the AGM. None of the Shareholders had stated their intention to vote against or to abstain from voting on any of the resolutions at the AGM.

The Company's share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited, acted as the scrutineer for the purpose of vote-taking of the poll at the AGM.

The following directors of the Company attended the AGM in person, namely Mr. Yu Tao and Dr. Fong Chi Wah, while the other directors attended the AGM by electronic means.

By order of the Board  
**China Youzan Limited**  
**Zhu Ning**  
*Chairman*

Hong Kong, 29 June 2023

*As at the date of this announcement, the Board comprises four executive Directors, namely Mr. Zhu Ning, Mr. Cui Yusong, Mr. Yu Tao and Ms. Ying Hangyan; and three independent non-executive Directors, namely Dr. Fong Chi Wah, Mr. Deng Tao and Mr. Li Shaojie.*

*This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the GEM Listing Rules 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 Stock Exchange's website at [www.hkexnews.hk](http://www.hkexnews.hk) on the "Latest Listed Company Information" page for at least 7 days from the date of its publication and on the Company's website at [www.chinayouzan.com](http://www.chinayouzan.com).*