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阅文集团

CHINA LITERATURE LIMITED

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(incorporated in the Cayman Islands with limited liability)

(Stock Code: 772)

POLL RESULTS OF THE ANNUAL GENERAL MEETING HELD ON JUNE 30, 2020

Reference is made to the circular (the “**Circular**”) of China Literature Limited (the “**Company**”) incorporating, amongst others, the notice (the “**Notice**”) of annual general meeting of the Company (the “**AGM**”), dated May 29, 2020. Unless the context otherwise requires, capitalised terms used herein shall have the same meanings as those defined in the Circular.

POLL RESULTS OF THE AGM

At the AGM held on June 30, 2020, all the proposed resolutions as set out in the Notice were taken by poll.

As at the date of the AGM, the total number of issued shares of the Company was 1,015,781,716 Shares, which was the total number of Shares entitling the holders to attend and vote for or against the resolutions proposed at the AGM.

There was no restriction on any Shareholder casting votes on any of the proposed resolutions at the AGM. There was no Share entitling the Shareholders to attend and vote only against the proposed resolutions at the AGM. No party has stated its intention in the Circular that it would vote against any proposed resolution or that it would abstain from voting at the AGM.

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

ORDINARY RESOLUTIONS		No. of Votes (%)	
		For	Against
1.	To receive and adopt the audited consolidated financial statements of the Company for the year ended December 31, 2019 and the reports of the directors and auditors thereon.	724,226,263 (99.999862%)	1,000 (0.000138%)

ORDINARY RESOLUTIONS		No. of Votes (%)	
		For	Against
2.	(a) To re-elect Mr. Cheng Wu as an executive Director.	720,704,657 (99.487559%)	3,712,206 (0.512441%)
	(b) To re-elect Mr. Hou Xiaonan as an executive Director.	723,100,955 (99.818349%)	1,315,908 (0.181651%)
	(c) To re-elect Mr. James Gordon Mitchell as a non-executive Director.	720,740,602 (99.503345%)	3,597,461 (0.496655%)
	(d) To re-elect Mr. Wu Wenhui as a non-executive Director.	722,841,691 (99.782560%)	1,575,172 (0.217440%)
	(e) To re-elect Mr. Cheng Yun Ming Matthew as a non-executive Director.	721,805,489 (99.639521%)	2,611,374 (0.360479%)
	(f) To re-elect Ms. Yu Chor Woon Carol as an independent non-executive Director.	722,738,550 (99.768322%)	1,678,313 (0.231678%)
	(g) To re-elect Ms. Leung Sau Ting Miranda as an independent non-executive Director.	724,415,573 (99.999822%)	1,290 (0.000178%)
	(h) To authorise the Board to fix the remuneration of the Directors.	722,921,014 (99.820815%)	1,297,690 (0.179185%)
3.	To re-appoint PricewaterhouseCoopers as auditors of the Company to hold office until the conclusion of the next annual general meeting of the Company and to authorise the Board to fix their remuneration for the year ending December 31, 2020.	724,154,873 (99.963834%)	261,990 (0.036166%)
4.	(A) To give a general mandate to the Directors to allot, issue and deal with additional shares in the Company not exceeding 20% of the total number of issued shares of the Company.	681,007,330 (94.033381%)	43,211,374 (5.966619%)
	(B) To give a general mandate to the Directors to buy back shares in the Company not exceeding 10% of the total number of issued shares of the Company.	723,928,454 (99.959922%)	290,250 (0.040078%)
	(C) To extend the general mandate granted to the Directors to allot, issue and deal with shares by the number of shares bought back by the Company.	681,409,530 (94.063179%)	43,007,333 (5.936821%)

ORDINARY RESOLUTIONS		No. of Votes (%)	
		For	Against
5.	To grant the RSU Mandate to the Directors to issue a maximum of 45,710,177 Shares under the restricted share unit scheme of the Company adopted on May 15, 2020.	691,861,670 (95.506014%)	32,555,193 (4.493986%)
As more than 50% of the valid votes were cast in favour of each of the above resolutions at the AGM, all the above resolutions were duly passed by way of poll as ordinary resolutions of the Company.			
SPECIAL RESOLUTION		No. of Votes (%)	
		For	Against
6.	To approve the proposed amendments to the memorandum of association and articles of association of the Company and to adopt the seventh amended and restated memorandum of association and articles of association of the Company.	724,413,863 (99.999586%)	3,000 (0.000414%)
As more than 75% of the valid votes were cast in favour of the above resolution at the AGM, the above resolution was duly passed by way of poll as special resolution of the Company.			

By order of the Board
CHINA LITERATURE LIMITED
Mr. James Gordon Mitchell
Chairman of the Board and Non-executive Director

Hong Kong, June 30, 2020

As at the date of this announcement, the Board of Directors of the Company comprises Mr. Cheng Wu and Mr. Hou Xiaonan as executive Directors; Mr. James Gordon Mitchell, Mr. Wu Wenhui, Mr. Cao Huayi and Mr. Cheng Yun Ming Matthew as non-executive Directors; Ms. Yu Chor Woon Carol, Ms. Leung Sau Ting Miranda and Mr. Liu Junmin as independent non-executive Directors.