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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 MAY 24, 2021  
AND  
APPOINTMENT OF NON-EXECUTIVE DIRECTOR**

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 April 20, 2021. 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 May 24, 2021 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 1,018,805,679 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, 2020 and the reports of the directors and auditors thereon.	652,773,738 (99.95%)	318,600 (0.05%)
2.	(a) To re-elect Mr. Hou Xiaonan as an executive Director.	650,985,852 (99.68%)	2,115,486 (0.32%)
	(b) To re-elect Mr. Cao Huayi as a non-executive Director.	647,582,424 (99.15%)	5,518,914 (0.85%)
	(c) To re-elect Mr. Liu Junmin as an independent non-executive Director.	652,558,248 (99.97%)	213,090 (0.03%)
	(d) To authorise the Board to fix the remuneration of the Directors.	652,672,937 (99.99%)	89,401 (0.01%)
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, 2021.	651,970,053 (99.83%)	1,122,285 (0.17%)
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.	603,533,946 (92.41%)	49,558,392 (7.59%)
	(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.	652,631,136 (99.93%)	461,202 (0.07%)
	(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.	604,251,015 (92.52%)	48,841,323 (7.48%)
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.	611,694,079 (93.66%)	41,398,259 (6.34%)
6.	To adopt the share option plan of the Company.	611,394,963 (93.62%)	41,696,975 (6.38%)
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.			

## APPOINTMENT OF NON-EXECUTIVE DIRECTOR

The Board is pleased to announce that, Mr. Zou Zhengyu (“**Mr. Zou**”) has been appointed as a non-executive Director and a member of the strategy and investment committee of the Board for a term of three years commencing from May 24, 2021. Please see below biographical details of Mr. Zou.

### **Mr. Zou Zhengyu**

Aged 43, joined Tencent Technology (Shenzhen) Co., Ltd. in January 2005 and held several positions in the marketing department and copyright business department consecutively. He currently serves as the vice president of Shanghai Tencent Pictures and Culture Communication Co., Ltd. (“**Tencent Pictures**”) and holds various management positions. Prior to joining Tencent Pictures, Mr. Zou worked as a product manager and a marketing manager of Shenzhen YLINK Computing System Co., Ltd. from December 2001 to December 2004. He has extensive and in-depth management experience in product planning and operation. Mr. Zou has obtained a bachelor’s degree in international corporate management from Dongbei University of Finance and Economics in July 2000.

Mr. Zou will be subject to rotation and re-election at the next following general meeting of the Company in accordance with the Articles of Association. The Company and Mr. Zou have entered into a letter of appointment, pursuant to which Mr. Zou will not receive any director’s fee or any other emoluments.

Save as disclosed above, as at the date of this announcement, Mr. Zou does not (i) have any other position with the Company or any other member of the Group, or any directorships in any public companies the securities of which are listed on any securities market in Hong Kong or overseas in the last three years; (ii) have any relationship with any Director, senior management, substantial or controlling shareholders of the Company (as defined in the Listing Rules); or (iii) have any interest in the shares of the Company within the meaning of Part XV of the Securities and Future Ordinance (Chapter 571 of the Hong Kong Law).

Save as disclosed above, there is no other matter in relation to the appointment of Mr. Zou that needs to be brought to the attention of the Shareholders and there is no other information relating to Mr. Zou which is required to be disclosed pursuant to any of the requirements of Rule 13.51(2)(h) to (v) of the Listing Rules.

The Board wishes to express its warm welcome to Mr. Zou for joining the Board.

By order of the Board  
**CHINA LITERATURE LIMITED**  
**Mr. James Gordon Mitchell**

*Chairman of the Board and Non-executive Director*

Hong Kong, May 24, 2021

*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. Cao Huayi, Mr. Cheng Yun Ming Matthew and Mr. Zou Zhengyu as non-executive Directors; Ms. Yu Chor Woon Carol, Ms. Leung Sau Ting Miranda and Mr. Liu Junmin as independent non-executive Directors.*