

*Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.*

**Duiba Group**

**兑吧集团**

**DUIBA GROUP LIMITED**

**兑吧集团有限公司**

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 1753)**

**POLL RESULTS OF THE ANNUAL GENERAL MEETING  
HELD ON 28 MAY 2021  
AND RETIREMENT AND APPOINTMENT OF DIRECTORS**

At the annual general meeting (the “**AGM**”) of Duiba Group Limited (the “**Company**”) held on 28 May 2021, voting on all the proposed resolutions (the “**Resolutions**”) as set out in the notice of the AGM dated 27 April 2021 (the “**AGM Notice**”) was taken by poll.

The total number of shares of the Company (the “**Share(s)**”) entitling the holders to attend and vote on the Resolutions at the AGM was 1,076,823,200 Shares. No shareholder of the Company was required to abstain from voting on the Resolutions under the Rules Governing the Listing of Securities (the “**Listing Rules**”) on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”). There were no Shares entitling the holder to attend the AGM and abstain from voting in favour of the Resolutions under Rule 13.40 of the Listing Rules. None of the shareholders of the Company have stated their intention in the circular to vote against or to abstain from voting on any of the Resolutions proposed 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 Resolutions were as follows:

ORDINARY RESOLUTIONS			Number of Votes (%)	
			For	Against
1.	To receive and consider the audited financial statements, the report of the directors and the independent auditor's report of the Company for the year ended 31 December 2020.		498,689,562 100.00%	0 0.00%
2.	(a)	(1) To re-elect Mr. Zhu Jiangbo as a director of the Company.	492,122,762 98.68%	6,566,800 1.32%
		(2) To re-elect Mr. Chen Xiuyi as a director of the Company.	498,689,562 100.00%	0 0.00%
	(b)	To elect Mr. Yao Wenquan as a director of the Company.	498,689,562 100.00%	0 0.00%
	(c)	To authorise the board of directors of the Company (the " <b>Board</b> ") to fix the directors' remuneration.	498,689,562 100.00%	0 0.00%
3.	To re-appoint Ernst & Young as the auditor of the Company and authorise the Board to fix their remuneration.		498,689,562 100.00%	0 0.00%
4.*	(a)	To grant a general mandate to the directors of the Company to allot, issue or otherwise deal with the Company's shares.	489,640,629 98.19%	9,048,933 1.81%
	(b)	To grant a general mandate to the directors of the Company to repurchase the Company's shares.	498,689,562 100.00%	0 0.00%
	(c)	To extend the general mandate granted to the directors of the Company to issue the Company's shares by the amount of shares repurchased.	489,640,629 98.19%	9,048,933 1.81%

\* The full text of the Resolution 4 is set out in the AGM Notice

As more than 50% of votes were cast in favour of each of the Resolutions, the Resolutions were approved by the shareholders of the Company.

## **RETIREMENT OF DIRECTORS**

Reference is made to the circular of the Company dated 27 April 2021 (the “**Circular**”). As disclosed in the Circular, Ms. Chen Ting (“**Ms. Chen**”) and Mr. Huang Tao (“**Mr. Huang**”) have retired from office as an executive director and a non-executive director of the Company, respectively, with effect from the conclusion of the AGM.

Each of Ms. Chen and Mr. Huang confirmed that he or she has no disagreement with the Board, and there is no other matter relating to his or her retirement that needs to be brought to the attention of the shareholders of the Company or the Stock Exchange.

The Board would like to take this opportunity to express its sincere gratitude to Ms. Chen and Mr. Huang for their valuable contributions to the Company during their tenure of office.

## **APPOINTMENT OF DIRECTOR**

The Board is pleased to announce that, Mr. Yao Wenquan (“**Mr. Yao**”) is elected as the executive director of the Company with effect from the conclusion of the AGM. Mr. Yao will enter into a service agreement with the Company for term of three years commencing from the date of the AGM, which may be terminated by no less than two months’ notice in writing served by either party on the other. Mr. Yao is not entitled to any director’s fees, and he is not expected to receive any remuneration for holding his office as a director.

Please refer to the Circular for the biographical details, terms of office, remuneration and other relevant information of Mr. Yao disclosable in accordance with the Listing Rules. As at the date of this announcement, there is no change in the aforementioned information of Mr. Yao as disclosed in the Circular.

By Order of the Board  
**DUIBA GROUP LIMITED**  
**Chen Xiaoliang**  
*Chairman*

Hangzhou, China, 28 May 2021

*As at the date of this announcement, the Board comprises Mr. Chen Xiaoliang, Mr. Zhu Jiangbo, Mr. Cheng Peng, Mr. Chen Xiuyi and Mr. Yao Wenquan as executive directors, and Mr. Kam Wai Man, Dr. Ou-Yang Hui and Dr. Gao Fuping as independent non-executive directors.*