

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.



Kingsoft Corporation Limited

金山軟件有限公司

(Continued into the Cayman Islands with limited liability)

(Stock Code: 03888)

**POLL RESULTS OF THE ANNUAL GENERAL
MEETING HELD ON 24 MAY 2023;
AND
ADOPTION OF THE AMENDED AND RESTATED
MEMORANDUM AND ARTICLES OF ASSOCIATION**

Reference is made to the notice (the “**Notice**”) and the circular (the “**Circular**”) both dated 28 April 2023 of the annual general meeting (the “**AGM**”) of Kingsoft Corporation Limited (the “**Company**”) to be held on Wednesday, 24 May 2023 at 10:30 a.m. Terms used in this announcement shall have the same meanings as defined in the Circular unless the context requires otherwise.

POLL RESULTS OF THE AGM

The board of the Company (the “**Board**”) is pleased to announce that the resolution proposed at the AGM was duly passed by the shareholders of the Company (the “**Shareholders**”) by way of poll.

The poll results were as follows:

ORDINARY RESOLUTIONS		Number of votes (%)	
		For	Against
1.	To receive and consider the audited consolidated financial statements, the report of the directors and the independent auditors’ report for the year ended 31 December 2022	740,093,564 (99.64%)	2,687,200 (0.36%)
	As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed.		
2.	To declare a final dividend of HK\$0.13 per share for the year ended 31 December 2022	742,780,764 (100.00%)	0 (0.00%)
	As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed.		

ORDINARY RESOLUTIONS		Number of votes (%)	
		For	Against
3.	To re-elect directors and authorize the board of directors of the Company to fix the directors' remuneration:		
	3.1 To re-elect Mr. Jun LEI as the non-executive director of the Company	600,717,599 (80.87%)	142,063,165 (19.13%)
	As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed.		
	3.2 To re-elect Mr. Leiwen YAO as the non-executive director of the Company	660,965,106 (88.99%)	81,815,658 (11.01%)
	As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed.		
	3.3 To re-elect Mr. Shun Tak WONG as the independent non-executive director of the Company	606,884,396 (81.70%)	135,896,368 (18.30%)
	As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed.		
	3.4 To re-elect Mr. Zuotao CHEN as the independent non-executive director of the Company	738,748,063 (99.46%)	4,032,701 (0.54%)
	As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed.		
	3.5 To re-elect Ms. Wenjie WU as the independent non-executive director of the Company	644,260,984 (86.74%)	98,519,780 (13.26%)
	As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed.		
	3.6 To authorise the board of directors of the Company to fix the directors' remuneration	742,461,614 (99.96%)	319,150 (0.04%)
	As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed.		
4.	To re-appoint Ernst & Young as the auditors of the Company and to authorize the board of directors of the Company to fix the auditors' remuneration	730,215,107 (98.31%)	12,565,657 (1.69%)
	As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed.		
5.	To give a general mandate to the directors to issue new shares of the Company (ordinary resolution in item No. 5 of the notice of AGM)	442,965,913 (59.64%)	299,814,851 (40.36%)
	As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed.		

ORDINARY RESOLUTIONS		Number of votes (%)	
		For	Against
6.	To give a general mandate to the directors to repurchase shares of the Company (ordinary resolution in item No. 6 of the notice of AGM)	740,649,373 (99.71%)	2,131,391 (0.29%)
As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed.			
7.	To extend the general mandate to the directors to issue new shares of the Company (ordinary resolution in item No. 7 of the notice of AGM)	454,004,952 (61.12%)	288,775,812 (38.88%)
As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed.			
8.	To confirm and approve the proposal for adoption of the 2023 BKOS Share Incentive Scheme (ordinary resolution in item No. 8 of the notice of AGM)	726,359,882 (97.79%)	16,420,882 (2.21%)
As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed.			
SPECIAL RESOLUTION		Number of votes (%)	
		For	Against
9.	To approve the Proposed Amendments to the existing Memorandum of Association and Articles of Association and to adopt the Amended and Restated M&A in substitution for and to the exclusion of the existing Memorandum of Association and Articles of Association	742,762,764 (100.00%)	0 (0.00%)
As more than 75% of the votes were cast in favour of this resolution, the resolution was duly passed.			

As at the date of the AGM, the total number of issued and fully paid up shares of the Company was 1,362,895,717, which was the total number of shares entitling the holders to attend and vote for or against the abovementioned resolutions at the AGM.

There was no share entitling any Shareholders to attend and vote only against the resolutions at the AGM. There was no restriction on any Shareholder to cast votes on the abovementioned resolutions at the AGM. No person had indicated in the Circular any intention to vote against or to abstain from voting on the abovementioned resolutions at the AGM.

To the best of knowledge, information and belief of the Directors having made all reasonable enquiries, no Shareholder was required to abstain from voting on the abovementioned resolutions at the AGM.

The Company's branch share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited, was appointed as the scrutineer for the poll at the AGM.

Shareholders may refer to the Circular for details of the abovementioned resolutions proposed at the AGM. The Circular may be viewed and downloaded from the Company's website at www.kingsoft.com or the designated website of The Hong Kong Exchanges and Clearing Limited at www.hkexnews.hk.

In accordance with Rule 13.39(5A) of the Listing Rules, the executive Director, namely Mr. Tao ZOU; the non-executive Directors, namely Mr. Jun LEI, Mr. Pak Kwan KAU and Mr. Leiwen YAO; and the independent non-executive Directors, namely Mr. Shun Tak WONG, Mr. Zuotao CHEN, and Ms. Wenjie WU attended the AGM in person or by electronic means.

ADOPTION OF THE AMENDED AND RESTATED MEMORANDUM AND ARTICLES OF ASSOCIATION

Reference is made to the Circular in relation to, among other things, the Proposed Amendments and adoption of the Amended and Restated M&A. The Board is pleased to announce that, pursuant to the special resolution No. 9 above, the Amended and Restated M&A have been adopted in substitution for, and to the exclusion of, the existing memorandum and articles of association of the Company, with effect from the conclusion of the AGM. The full text of the Amended and Restated M&A is available on the Company's website at www.kingsoft.com or the designated website of The Hong Kong Exchanges and Clearing Limited at www.hkexnews.hk.

By Order of the Board
Kingsoft Corporation Limited
Jun LEI
Chairman

Hong Kong, 24 May 2023

As at the date of this announcement, the Executive Director is Mr. Tao ZOU; the Non-executive Directors are Messrs. Jun LEI, Pak Kwan KAU and Leiwen YAO; and the Independent Non-executive Directors are Messrs. Shun Tak WONG, Zuotao CHEN, and Ms. Wenjie WU.