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**Fulu Holdings Limited**  
**福祿控股有限公司**

*(Incorporated in the Cayman Islands with limited liability)*  
**(Stock Code: 2101)**

**POLL RESULTS OF THE ANNUAL GENERAL MEETING  
HELD ON 30 MAY 2023, PAYMENT OF FINAL DIVIDEND,  
NEW MEMORANDUM AND  
ARTICLES OF ASSOCIATION AND  
RETIREMENT OF DIRECTOR**

The board (the “**Board**”) of directors (the “**Directors**”) of Fulu Holdings Limited (the “**Company**”) is pleased to announce the poll results of the annual general meeting (the “**AGM**”) held at Qise Cailian Meeting Room, 2nd Floor, Building B2, Optics Valley Financial Port, No. 77 Guanggu Avenue, East Lake High-tech Development Zone, Wuhan, Hubei Province, the PRC on Tuesday, 30 May 2023 at 10:00 a.m.

References are made to the circular (the “**Circular**”) and the notice of the AGM (the “**Notice**”) of the Company both dated 26 April 2023 regarding the AGM. Unless the context otherwise requires, capitalized terms used herein shall have the same meanings as those defined in the Circular.

As at the date of the AGM, the total number of issued Shares is 406,467,044 Shares, which is the total number of Shares entitling the Shareholders to attend and vote on all resolutions at the AGM. There were no restrictions on any Shareholders casting votes on any resolutions at the AGM. None of the Shareholders who were entitled to attend the AGM had to abstain from voting in favor of any resolutions at the AGM as set out in Rule 13.40 of the Listing Rules. None of the Shareholders was required to abstain from voting on any resolutions at the AGM under the Listing Rules. None of the Shareholders had stated his/her intention in the Circular to vote against or to abstain from voting on any resolutions at the AGM.

Computershare Hong Kong Investor Services Limited, the Company’s Hong Kong share registrar, was appointed as the scrutineer for vote-taking at the AGM.

## POLL RESULTS OF THE AGM

At the AGM, the resolutions as set out in the Circular were taken by way of poll. The poll results were as follows:

Ordinary Resolutions		Number of Votes Cast (%)	
		For	Against
1.	To receive and adopt the audited consolidated financial statements of the Company and its subsidiaries and its consolidated affiliated entities for the year ended 31 December 2022 and the reports of the Directors and auditor.	276,863,205 (100.000000%)	0 (0.000000%)
2.	To declare a final dividend for the year ended 31 December 2022.	276,863,205 (100.000000%)	0 (0.000000%)
3.	(a) To re-elect Mr. Fu Xi as an executive Director;	276,863,205 (100.000000%)	0 (0.000000%)
	(b) To re-elect Ms. Wang Yuyun as an independent non-executive Director;	276,863,205 (100.000000%)	0 (0.000000%)
	(c) To authorise the Board of the Company to fix the remuneration of the Directors.	276,863,205 (100.000000%)	0 (0.000000%)
4.	To re-appoint Ernst & Young as auditor 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 its remuneration.	276,863,205 (100.000000%)	0 (0.000000%)
5.	To grant a general mandate to the Directors to allot, issue and deal with additional Shares not exceeding 20% of the issued Shares of the Company.	276,392,705 (99.830060%)	470,500 (0.169940%)
6.	To grant a general mandate to the Directors to buy back Shares not exceeding 10% of the issued Shares of the Company.	276,863,205 (100.000000%)	0 (0.000000%)
7.	Conditional upon the passing of the ordinary resolutions numbered 5 and 6, to extend the general mandate granted to the Directors pursuant to the ordinary resolution numbered 5 to issue Shares by the addition to the number of the issued Shares of the Company which may be allotted or agreed conditionally or unconditionally to be allotted by the Directors pursuant to such general mandate of an amount representing the number of Shares bought back under the ordinary resolution numbered 6.	276,392,705 (99.830060%)	470,500 (0.169940%)

<b>Ordinary Resolutions</b>		<b>Number of Votes Cast (%)</b>	
		<b>For</b>	<b>Against</b>
8.	To increase the authorised Share capital of the Company from US\$50,000 to US\$100,000 by the creation of 500,000,000 unissued new Shares, and to authorise the Directors to execute all such documents, instruments and agreements for and on behalf of the Company, and to do all such acts or things in connection with the increase in authorised Share capital.	276,848,705 (99.994763%)	14,500 (0.005237%)
<b>Special Resolution</b>		<b>Number of Votes Cast (%)</b>	
		<b>For</b>	<b>Against</b>
9.	To approve and adopt the amended and restated Memorandum and Articles of Association, and to authorise anyone Director or company secretary or the registered office provider of the Company to do all such acts and arrangements in connection there with.	276,863,205 (100.000000%)	0 (0.000000%)

*Notes:*

- (i) Please refer to the Notice for the full version of the resolutions.
- (ii) The number of votes and approximate percentage of voting as stated above are based on the total number of issued Shares held by the Shareholders who attended and voted at the AGM in person, by authorised representative or by proxy.

As more than 50% of the votes were cast in favour of resolutions numbered 1 to 8, each of such resolutions was duly passed as the ordinary resolution of the Company. As more than three-fourths of the votes were cast in favour of the resolution numbered 9, such resolution was duly passed as the special resolution of the Company.

All Directors attended the AGM in person or by electronic means.

## **PAYMENT OF FINAL DIVIDEND**

The Board is pleased to announce that the Shareholders have approved the payment of final dividend of HK\$0.116 per Share for the year ended 31 December 2022 at the AGM. The final dividend for the year ended 31 December 2022 will be paid in Hong Kong dollars on or around Tuesday, 13 June 2023 to the Shareholders whose names appear on the register of members of the Company on Wednesday, 7 June 2023 by the Company.

The register of members of the Company will be closed from Monday, 5 June 2023 to Wednesday, 7 June 2023, both days inclusive, in order to determine the entitlement of the Shareholders to receive the final dividend. To qualify for the final dividend, holders of Shares who have not completed the registration process must lodge the relevant transfer forms accompanied by the relevant share certificates for registration with the Company's Hong Kong share registrar, Computershare Hong Kong Investor Services Limited, at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong not later than 4:30 p.m. on Friday, 2 June 2023.

## **MEMORANDUM AND ARTICLES OF ASSOCIATION**

Pursuant to the special resolution numbered 9 above, the amended and restated memorandum and articles of association of the Company (the "**Memorandum and Articles of Association**") has been adopted, and took effect upon conclusion of the AGM. For the full text of the Memorandum and Articles of Association, please refer to the latest version of the Memorandum and Articles of Association uploaded to the websites of the Stock Exchange and the Company on the date of this announcement.

## **RETIREMENT OF DIRECTOR**

Reference is made to the Circular, pursuant to which Mr. Mao Feng ("**Mr. Mao**") wished to devote more time to his work related to corporate finance and investor relations management and has not offered himself for re-election at the AGM and has retired as an executive Director with effect from the conclusion of the AGM. Mr. Mao will continue to serve as the vice president and joint company secretary of the Company. The Board is not aware of any disagreement with Mr. Mao and there is no other matter relating to his retirement that needs to be brought to the attention of the Shareholders and the Stock Exchange.

The Board would like to express its sincere gratitude to Mr. Mao for his valuable contributions to the Company during his tenure of office.

By order of the Board  
**Fulu Holdings Limited**  
**Fu Xi**  
*Chairman*

Wuhan, Hubei Province, the PRC  
30 May 2023

*As of the date of this announcement, the Board comprises Mr. Fu Xi, Mr. Zhang Yuguo, Mr. Shui Yingyu and Mr. Zhao Bihao as executive Directors; and Mr. Li Wai Chung, Ms. Wang Yuyun and Mr. Wong Sincere as independent non-executive Directors.*