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Zibuyu Group Limited
子不语集团有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 2420)

POLL RESULTS OF ANNUAL GENERAL MEETING
HELD ON TUESDAY, 20 JUNE 2023

References are made to the notice (the “**AGM Notice**”) of the annual general meeting (the “**AGM**”) and the circular (the “**Circular**”) of Zibuyu Group Limited (the “**Company**”) both dated 25 April 2023. Unless otherwise indicated, capitalised terms used herein have the same meanings as those defined in the Circular.

POLL RESULTS OF AGM

At the AGM held on Tuesday, 20 June 2023, pursuant to the Listing Rules requirements and the provisions of the Articles, a poll was demanded by the chairman of the AGM for voting on all the proposed resolutions (the “**Proposed Resolutions**”) at the AGM as set out in the AGM Notice.

As at the date of the AGM, the total number of issued Shares was 500,000,000 Shares, which was the total number of Shares entitling the holders to attend and vote for or against the Proposed Resolutions. There were no restrictions on any Shareholders to cast votes on any of the Proposed Resolutions at the AGM. There were no Shares entitling the Shareholders to attend and abstain from voting in favour of any of the Proposed Resolutions at the AGM as set out in Rule 13.40 of the Listing Rules. No Shareholder was required under the Listing Rules to abstain from voting on the Proposed Resolutions. None of the Shareholders have indicated in the Circular that they intended to vote against or to abstain from voting on any Proposed Resolutions at the AGM.

The Company’s branch share registrar and transfer office in Hong Kong, Computershare Hong Kong Investor Services Limited, was appointed as the scrutineer for the purpose of vote-taking at the AGM.

The poll results of the AGM in respect of all the Proposed Resolutions were as follows:

Ordinary Resolutions		Number of Votes (%)	
		For	Against
1.	To receive, consider and adopt the audited financial statements of the Company and its subsidiaries and the reports of the directors of the Company (the “ Director ”) and the auditors of the Company for the year ended December 31, 2022.	430,901,780 (100.000000%)	0 (0.000000%)
2.	To re-appoint PricewaterhouseCoopers as auditors of the Company and to authorise the board of Directors to fix their remuneration.	430,901,780 (100.000000%)	0 (0.000000%)
3.	(a) To re-elect Mr. Hua Bingru as an executive Director;	430,901,780 (100.000000%)	0 (0.000000%)
	(b) To re-elect Mr. Wang Shijian as an executive Director;	430,901,780 (100.000000%)	0 (0.000000%)
	(c) To re-elect Mr. Wang Weiping as an executive Director;	430,901,780 (100.000000%)	0 (0.000000%)
	(d) To re-elect Mr. Yu Kefei as an independent non-executive Director;	430,901,780 (100.000000%)	0 (0.000000%)
	(e) To re-elect Mr. Shen Tianfeng as an independent non-executive Director;	430,901,780 (100.000000%)	0 (0.000000%)
	(f) To re-elect Dr. Lau Kin Shing Charles as an independent non-executive Director;	430,901,780 (100.000000%)	0 (0.000000%)
4.	To authorise the board of Directors to fix the remuneration of the Directors.	430,901,780 (100.000000%)	0 (0.000000%)
5.	To approve the payment of a final dividend of HK\$5 cents per share for the year ended December 31, 2022.	430,901,780 (100.000000%)	0 (0.000000%)
6.	To grant a general mandate to the Directors to allot, issue and deal with additional shares not exceeding 20% of the issued share capital of the Company as at the date of passing this resolution.	430,901,760 (99.999995%)	20 (0.000005%)
7.	To grant a general mandate to the Directors to repurchase shares not exceeding 10% of the issued share capital of the Company as at the date of passing this resolution.	430,901,780 (100.000000%)	0 (0.000000%)
8.	To extend the general mandate granted to the Directors to allot, issue and deal with additional shares in the share capital of the Company by an amount not exceeding the amount of the shares repurchased by the Company.	430,901,760 (99.999995%)	20 (0.000005%)

All Directors attended the AGM.

As more than 50% of the votes attaching to the Shares held by the Shareholders present and voting in person or by proxy at the AGM were cast in favour of each of the above ordinary resolutions numbered 1 to 8, all the Proposed Resolutions were duly passed as ordinary resolutions of the Company at the AGM.

By order of the Board
Zibuyu Group Limited
Mr. Hua Bingru
Chairman

Hong Kong, 20 June 2023

As at the date of this announcement, the Board comprises Mr. Hua Bingru, Mr. Wang Shijian, Mr. Wang Weiping, Mr. Dong Zhenguo and Mr. Xu Shijian as the executive Directors; Ms. Hua Hui as the non-executive Director; and Mr. Yu Kefei, Mr. Shen Tianfeng and Dr. Lau Kin Shing Charles as independent non-executive Directors.