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佐力科創小額貸款股份有限公司  
(Zuoli Kechuang Micro-finance Company Limited)\*

*(A joint stock company incorporated in the People's Republic of China with limited liability)*

(Stock Code: 6866)

**POLL RESULTS OF THE ANNUAL GENERAL MEETING  
HELD ON 29 JUNE 2023**

The Board is pleased to announce that the resolutions set out in the AGM Notice dated 26 April 2023 were duly passed by way of poll at the AGM held on 29 June 2023.

Reference is made to the circular (the “**Circular**”) and the notice (the “**AGM Notice**”) of 2022 annual general meeting (the “**AGM**”) of 佐力科創小額貸款股份有限公司 (Zuoli Kechuang Micro-finance Company Limited\*) (the “**Company**”) both dated 26 April 2023. The Board is pleased to announce the results of voting taken by way of poll at the AGM pursuant to Rule 13.39(5) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”). Unless otherwise specified, capitalised terms used in this announcement shall have the same meanings as those defined in the Circular.

**POLL RESULTS OF THE AGM**

The AGM was held at 3:30 p.m. on Thursday, 29 June 2023 at Conference Room, 3rd Floor, Zuoli Building, No. 399 Deqing Avenue, Wukang Road, Deqing County, Huzhou City, Zhejiang Province, the People's Republic of China.

As at the date of the AGM, the total number of issued ordinary shares of the Company (the “**Share(s)**”) was 1,180,000,000 Shares, comprising 880,000,000 Domestic Shares and 300,000,000 H Shares, which was the total number of Shares entitling the holders to attend and vote for or against the proposed resolutions as set out in the AGM Notice (the “**Resolutions**”) at the AGM. There were no Shares entitling the holders to attend and abstain from voting in favour of the Resolutions at the AGM and no shareholder of the Company (the “**Shareholder(s)**”) was required to abstain from voting at the AGM. None of the Shareholders had stated his or her intention in the Circular to vote against the Resolutions at the AGM or to abstain from voting.

The Shareholders, holding a total of 808,521,040 Shares and representing approximately 68.52% of the total issued Shares, were present in person or by proxy at the AGM.

Computershare Hong Kong Investor Services Limited, the H Shares registrar of the Company, acted as the scrutineer at the AGM for the purpose of vote-taking.

The Resolutions were put to vote by way of poll at the AGM. The description of the Resolutions is by way of summary only. The full text of the Resolutions was set out in the AGM Notice. The poll results in respect of the Resolutions are as follows:

ORDINARY RESOLUTIONS		Number of votes cast (Approximate percentage of total number of votes cast)	
		For	Against
1.	To receive, consider and approve the report of the board of directors of the Company (the “ <b>Board</b> ”) for the year ended 31 December 2022;	808,521,040 (100%)	0 (0%)
2.	To receive, consider and approve the report of the board of supervisors of the Company for the year ended 31 December 2022;	808,521,040 (100%)	0 (0%)
3.	To receive, consider and approve the annual report of the Company for the year ended 31 December 2022;	808,521,040 (100%)	0 (0%)
4.	To receive, consider and approve the Company’s audited financial statements for the year ended 31 December 2022;	808,521,040 (100%)	0 (0%)
5.	To consider and approve the Company’s profit distribution plan for the year ended 31 December 2022;	808,521,040 (100%)	0 (0%)
6.	To consider and approve the Company’s external auditor’s fees for the year ended 31 December 2022;	808,521,040 (100%)	0 (0%)
7.	To consider and approve the re-appointment of KPMG as the Company’s external auditor for a term until the conclusion of the annual general meeting of the Company to be held in 2024, and to authorize the Board and authorised person of the Board to determine its remuneration;	808,521,040 (100%)	0 (0%)
8.	To re-elect the directors of the Company and to authorise the board of directors of the Company to fix their remuneration;	808,521,040 (100%)	0 (0%)
9.	To re-elect the supervisors of the Company and to authorise the board of directors of the Company to fix their remuneration;	808,521,040 (100%)	0 (0%)
10.	To consider and approve the application for a credit line from the bank with an amount not exceeding RMB800 million (including RMB800 million);	808,521,040 (100%)	0 (0%)
11.	To consider and authorise the board of directors of the Company to purchase wealth management products with temporary idle proceeds.	808,521,040 (100%)	0 (0%)
As more than half of the votes were cast in favour of each of the Resolutions numbered 1 to 11, these Resolutions were duly passed as ordinary resolutions of the Company.			

SPECIAL RESOLUTIONS		Number of votes cast (Approximate percentage of total number of votes cast)	
		For	Against
12.	To consider and approve the external guarantees of the Company with an aggregated amount not exceeding RMB1 billion (including RMB1 billion);	797,204,000 (98.60%)	11,317,040 (1.40%)
13.	<p>(1) To consider and approve granting to the Board a general mandate to issue, allot and deal with unissued shares of the Company, whether domestic shares or H shares of the Company, not to exceed 20% of domestic shares in issue and 20% of H shares in issue of the Company;</p> <p>(2) Subject to the Board resolving to issue shares pursuant to subparagraph (1) of this resolution, the Board be authorised to:</p> <p>(a) formulate and implement the specific issuance plan with details including but not limited to: the class and number of the shares of the Company to be issued; the pricing method and/or issue price (including the range of issue price); the start and end date of the issuance; use of proceeds; and other matters to be included in a specific issuance plan as required by the relevant laws, regulations and other regulatory documents, relevant regulatory institutions as well as the stock exchange of the place where the H Shares are listed; (b) approve, execute and do or procure to be executed and done, all such documents, deeds and things as it may consider necessary in connection with the issue of such new shares including, without limitation, the agreement for the engagement of any professional parties, making all necessary applications to the relevant authorities, entering into an underwriting agreement (or any other agreement) and making appropriate amendments; (c) make all necessary filings and registrations with the relevant PRC and Hong Kong authorities; and (d) increase the registered capital of the Company in accordance with the actual increase of capital by issuing shares pursuant to sub-paragraph (1) of this resolution, to register the increase of capital with the relevant authorities in the PRC and to make such amendments to the articles of association of the Company as it thinks fit so as to reflect the increase and any other changes in the registered capital of the Company.</p>	808,521,040 (100%)	0 (0%)

SPECIAL RESOLUTIONS		Number of votes cast (Approximate percentage of total number of votes cast)	
		For	Against
14.	<p>(1) To consider and approve the Company's issue of the debt financing instruments inside or outside the PRC with an aggregate principal amount of not more than RMB2 billion (including RMB2 billion) (the "Debt Financing Instruments"), including but not limited to short-term debentures (including super short-term debentures) and medium-term notes; and</p> <p>(2) To authorise the Board</p> <p>(i) to consider issue of Debt Financing Instruments in accordance to the needs of the Company, to deal with the specific proposals, specific terms and conditions and other relevant matters for the issue of public Debt Financing Instruments in accordance to the market conditions, including but not limited to issue subject, size of issue, interest rate, duration, type and condition of guarantee, intended investors, use of proceeds, arrangement for offering in tranches (if any) and producing, filing, executing, signing, accepting and publishing of any necessary legal documents;</p> <p>(ii) to make any changes or adjustments to the relevant matters of the issue of the Debt Financing Instruments with reference to the comments from relevant regulatory authorities or the market conditions if there is any change to the regulatory policies or the market conditions;</p> <p>(iii) to sign all necessary legal documents regarding to the issue of the Debt Financing Instruments;</p> <p>(iv) to decide the engagement of intermediaries necessary for the issue of the Debt Financing Instruments;</p> <p>(v) to determine any other matters relating the issue of the Debt Financing Instruments.</p>	808,521,040 (100%)	0 (0%)
15.	To consider and approve the proposed amendments to the articles of association of the Company.	808,521,040 (100%)	0 (0%)
As more than two-thirds of the votes were cast in favour of each of the Resolutions numbered 12 to 15, these Resolutions were duly passed as special resolutions of the Company.			

All Directors attended the AGM accordingly.

## **DISTRIBUTION OF FINAL DIVIDEND**

The proposal for the payment of a final dividend of RMB0.04 per Share for the year ended 31 December 2022 to the Shareholders was approved at the AGM. It is expected that the final dividend will be paid on 31 August 2023.

In order to determine the Shareholders who are entitled to the receipt of the abovementioned 2022 final dividend, the register of members of the Company will be closed from Tuesday, 25 July 2023 to Monday, 31 July 2023, both days inclusive. To be eligible to receive the above-mentioned final dividend for the year ended 31 December 2022, all share transfer documents accompanied by the relevant share certificates shall be lodged with the Company's H Share Registrar, Computershare Hong Kong Investor Services Limited, at Shops 1712–1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong (in respect of H Shares), or to the Company's registered office in the PRC at No. 399 Deqing Avenue, Wukang Road, Deqing County, Huzhou City, Zhejiang Province, the PRC (in respect of Domestic Shares) no later than 4:30 p.m. on Monday, 24 July 2023.

The actual amount of the H Share dividend paid in HK\$ will be calculated according to the average closing exchange rate of RMB against HK\$ as published by the People's Bank of China for one calendar week immediately preceding the date of the AGM (being HK\$1.00 equivalent to RMB0.9201), amounting to a cash dividend of HK\$0.0435 per Share (before tax).

## **AMENDMENTS TO THE ARTICLES OF ASSOCIATION OF THE COMPANY**

Upon approval at the AGM, the proposed amendments to the articles of association of the Company were duly passed as a special resolution. For details of the proposed amendments to the articles of association of the Company, please refer to the Circular. The relevant amendments to the Articles of Association are subject to all the necessary approvals and filing procedures obtained therefor from the relevant competent authorities in the PRC.

By Order of the Board  
佐力科創小額貸款股份有限公司  
(**Zuoli Kechuang Micro-finance Company Limited\***)  
**Yu Yin**  
*Chairman*

Hong Kong, 29 June 2023

*As at the date of this announcement, the executive Directors are Mr. Yu Yin, Mr. Zheng Xuegen, Mr. Yang Sheng and Ms. Hu Fangfang, the non-executive Director is Mr. Pan Zhongmin, and the independent non-executive Directors are Mr. Chan Kin Man, Mr. Zhao Xuqiang and Ms. Yang Jie.*

\* For identification purposes only