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JD Logistics, Inc.

京东物流股份有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 2618)

POLL RESULTS OF EXTRAORDINARY GENERAL MEETING HELD ON NOVEMBER 24, 2023

Reference is made to the circular (the “**Circular**”) and the notice (the “**EGM Notice**”) of extraordinary general meeting (the “**EGM**”) of JD Logistics, Inc. (the “**Company**”) both dated November 9, 2023. Unless otherwise defined, capitalised terms used herein shall have the same meanings as those defined in the Circular.

POLL RESULTS OF THE EGM

The Board is pleased to announce that at the EGM held on November 24, 2023, all proposed resolutions (the “**Resolutions**”) as set out in the EGM Notice were duly passed by the Shareholders by way of poll.

As at the date of the EGM, the total number of issued Shares was 6,608,181,772 Shares, which was the total number of Shares entitling the Shareholders to attend and vote for or against all the Resolutions at the EGM. As stated in the Circular, JD.com and its associates (including Jingdong Technology Group Corporation and Mr. Richard Qiangdong Liu), which controlled or was entitled to exercise control over the voting rights in respect of 4,192,271,100 Shares (representing approximately 63.4% of the total issued share capital of the Company as at the date of the EGM) were required under the Listing Rules to abstain and have abstained from voting on the Resolutions numbered 1 to 4 at the EGM. As such, JD.com and its associates (including Jingdong Technology Group Corporation and Mr. Richard Qiangdong Liu), which are connected persons of the Company, had abstained from voting on the Resolutions.

Save as disclosed above, there were (i) no Shareholders were required under the Listing Rules to abstain from voting on any of the Resolutions at the EGM, (ii) no Shareholders were entitled to attend and abstain from voting in favour of the Resolutions at the EGM as set out in Rule 13.40 of the Listing Rules and (iii) no Shareholders have stated their intention in the Circular to vote against or to abstain from voting on any of the Resolutions at the EGM.

The Company’s Hong Kong branch share registrar, Computershare Hong Kong Investor Services Limited, was appointed by the Company as the scrutineer for the purpose of vote-taking at the EGM.

The poll results in respect of the Resolutions are as follows:

ORDINARY RESOLUTIONS		No. of Votes (%)	
		For	Against
1.	(i) the Existing Factoring Services Framework Agreement entered into between the Company and JD Technology in relation to the provision of factoring services by JD Technology to the Group, the proposed revised annual cap for the year ending December 31, 2023 and the transactions contemplated under the Existing Factoring Services Framework Agreement, details of which are more particularly described in the Circular, be and are hereby confirmed, approved and ratified; and (ii) any Director be and is hereby authorized to do all such acts and things which he/she may consider necessary, desirable or expedient to implement the transactions contemplated under the Existing Factoring Services Framework Agreement (with any amendments to the terms of such agreement which are not inconsistent with the purpose thereof as may be approved by the Directors);	585,109,588 (99.995%)	30,399 (0.005%)
2.	(i) the 2024 Factoring Services Framework Agreement entered into between the Company and JD Technology, in relation to the provision of factoring services by JD Technology to the Group and the transactions contemplated thereunder (including the annual caps), details of which are more particularly described in the Circular, be and are hereby confirmed, approved and ratified; and (ii) any Director be and is hereby authorized to do all such acts and things which he/she may consider necessary, desirable or expedient to implement the transactions contemplated under the 2024 Factoring Services Framework Agreement (with any amendments to the terms of such agreement which are not inconsistent with the purpose thereof as may be approved by the Directors);	585,109,588 (99.995%)	30,399 (0.005%)

3.	(i) the 2024 Supply Chain Solutions and Logistics Services Framework Agreement entered into between the Company and JD.com in relation to the provision of integrated supply chain solutions and other logistics services by the Group to JD Group and its associates and the transactions contemplated thereunder (including the annual caps), details of which are more particularly described in the Circular, be and are hereby confirmed, approved and ratified; and (ii) any Director be and is hereby authorized to do all such acts and things which he/she may consider necessary, desirable or expedient to implement the transactions contemplated under the 2024 Supply Chain Solutions and Logistics Services Framework Agreement (with any amendments to the terms of such agreement which are not inconsistent with the purpose thereof as may be approved by the Directors); and	585,109,588 (99.995%)	30,399 (0.005%)
4.	(i) the 2024 Shared Services Framework Agreement entered into between the Company and JD.com in relation to the provision of certain back-office and administrative support services and technology support related services by JD Group and its associates to the Group and the transactions contemplated thereunder (including the annual caps), details of which are more particularly described in the Circular, be and are hereby confirmed, approved and ratified; and (ii) any Director be and is hereby authorized to do all such acts and things which he/she may consider necessary, desirable or expedient to implement the transactions contemplated under the 2024 Shared Services Framework Agreement (with any amendments to the terms of such agreement which are not inconsistent with the purpose thereof as may be approved by the Directors).	585,109,588 (99.995%)	30,399 (0.005%)

Note: The full text of each of the Resolutions was set out in the EGM Notice.

* All percentages are rounded to 3 decimal places.

As more than 50% of the votes were cast in favour of each of the above Resolutions numbered 1 to 4, these Resolutions were duly passed as ordinary resolutions of the Company at the EGM.

Mr. Wei Hu and Ms. Jennifer Ngar-Wing Yu attended the EGM in person or by telephone conference, and Mr. Richard Qiangdong Liu, Ms. Nora Gu Yi Wu, Mr. Liming Wang, Dr. Xiande Zhao and Mr. Yang Zhang were unable to attend the EGM due to their other business commitments.

By order of the Board
JD Logistics, Inc.
Mr. Wei Hu
Executive Director

Hong Kong, November 24, 2023

As of the date of this announcement, the Board comprises Mr. Wei Hu as executive Director, Mr. Richard Qiangdong Liu as non-executive Director, and Ms. Nora Gu Yi Wu, Ms. Jennifer Ngar-Wing Yu, Mr. Liming Wang, Dr. Xiande Zhao and Mr. Yang Zhang as independent non-executive Directors.