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## **China Parenting Network Holdings Limited**

**中國育兒網絡控股有限公司**

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 1736)**

### **POLL RESULTS OF THE EXTRAORDINARY GENERAL MEETING HELD ON 18 DECEMBER 2023**

Reference is made to the notice (the “**Notice**”) of the extraordinary general meeting (the “**EGM**”) and the circular (the “**Circular**”) of China Parenting Network Holdings Limited (the “**Company**”) dated 21 November 2023. Capitalised terms used in this announcement shall have the same meanings as those defined in the Circular unless otherwise defined. At the EGM of the Company held on Monday, 18 December 2023, all the proposed resolutions as set out in the Notice were taken by way of poll.

The Board announces that (i) the proposed ordinary resolutions no. 1 to 3 as set out in the Notice relating to the Subscription were not passed by the Shareholders; and (ii) the proposed ordinary resolution no.4 relating to the Proposed Refreshment of General Mandate was duly passed by the Shareholders, by way of poll at the EGM.

As at the date of the EGM, the total number of issued shares of the Company was 288,051,953 shares.

Diligent is interested in 16,653,287 Shares, representing approximately 5.78% of the issued share capital of the Company. As disclosed in the Circular, Diligent and its associates were required to abstain, and had abstained from voting on the ordinary resolution numbered 1 at the EGM. Accordingly, there were a total of 271,398,666 Shares entitling the shareholders to attend and vote for or against the ordinary resolution numbered 1.

Mr. Cheng Li, the executive Director, is interested in 24,000,000 Shares, representing 8.33% of the issued share capital of the Company. Mr. Cheng Li and his associates were required to abstain, and had abstained from voting on the ordinary resolution numbered 4 at the EGM pursuant to Rule 13.36(4) of the Listing Rules. Accordingly, there were a total of 264,051,953 Shares entitling the Independent Shareholders to attend and vote for or against the ordinary resolution numbered 4.

No Shareholder was required to abstain from voting in favour of the resolutions numbered 2 and 3. Accordingly, the total number of Shares entitling the Shareholders to attend and vote on these resolutions was 288,051,953 shares.

Save as disclosed above, there were no Shares entitling the Shareholders to attend and abstain from voting in favour of the ordinary resolutions at the EGM and no other Shareholders was required under the Listing Rules to abstain from voting at the EGM. None of the Shareholders has stated his intention in the Circular to vote against the resolutions proposed at the EGM or to abstain from voting.

The Company's share registrar in Hong Kong, Tricor Investor Services Limited, was appointed as the scrutineer at the EGM for the purpose of vote-taking. The poll results in respect of the respective resolutions proposed at the EGM were as follow:

<b>Ordinary Resolutions</b>		<b>Number of votes for (%)</b>	<b>Number of votes against (%)</b>
1.	To approve, confirm and ratify the issue of the Diligent Convertible Notes in the principal amount of HK\$24,510,445 by the Company to Diligent Ally Private Limited pursuant to the Subscription Agreement and the transactions contemplated thereunder, including but not limited to the issue and allotment of the Diligent Conversion Shares upon conversion of the Diligent Convertible Notes.	43,738,203 (37.76%)	72,096,512 (62.24%)
2.	To approve, confirm and ratify the issue of the Deng Convertible Notes in the principal amount of HK\$1,166,545 by the Company to Ms. Deng Jingjing pursuant to the Subscription Agreement and the transactions contemplated thereunder, including but not limited to the issue and allotment of the Deng Conversion Shares upon conversion of the Deng Convertible Notes.	43,738,203 (37.76%)	72,096,512 (62.24%)
3.	To approve, confirm and ratify the issue of the Gong Convertible Notes in the principal amount of HK\$2,611,280 by the Company to Ms. Gong Jingjing pursuant to the Subscription Agreement and the transactions contemplated thereunder, including but not limited to the issue and allotment of the Gong Conversion Shares upon conversion of the Gong Convertible Notes.	43,738,203 (37.76%)	72,096,512 (62.24%)
4.	To approve the Proposed Refreshment of General Mandate to authorise the Directors to allot, issue and deal with new Shares not exceeding 20% of the issued share capital of the Company.	72,548,807 (79.00%)	19,285,908 (21.00%)

As less than 50% of the votes were casted in favour of each of the resolutions numbered 1 to 3, such resolutions were not passed. As more than 50% of votes were casted in favour of resolution numbered 4, it was duly passed as ordinary resolutions.

Mr. Cheng Li, the executive director; Ms. Li Juan, the non-executive director; Mr. Ge Ning and Mr. Manley Poon, the independent non-executive directors of the Company have attended the EGM.

By order of the board of the directors  
**China Parenting Network Holdings Limited**  
**Cheng Li**  
*CEO*

Nanjing, the People's Republic of China, 18 December 2023

*As at the date of this announcement, the executive directors of the Company are Mr. Zhang Lake Mozi, Mr. Cheng Li, Mr. Lin Luofeng and Ms. Ng Kwok Ying Isabella; the non-executive directors are Ms. Li Juan and Mr. Zhang Haihua; and the independent non-executive directors of the Company are Mr. Zhao Zhen, Mr. Ge Ning and Mr. Manley Poon.*