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神州數字

China Binary New Fintech Group

神州數字新金融科技集團

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 8255)

**(1) POLL RESULTS OF THE ANNUAL GENERAL MEETING
HELD ON 11 JUNE 2020;
(2) RETIREMENT AND RESIGNATION OF DIRECTORS; AND
(3) APPOINTMENT OF AUTHORISED REPRESENTATIVE AND
COMPLIANCE OFFICER**

The Board announces that:

1. All the Proposed Resolutions as set out in the AGM Notice were duly passed by the Shareholders by way of poll at the 2020 AGM;
2. Ms. Xiao retired as an executive Director and ceased to be an Authorised Representative and the Compliance Officer at the conclusion of the 2020 AGM;
3. Mr. Li retired as a non-executive Director at the conclusion of the 2020 AGM;
4. Mr. Lan resigned as a non-executive Director with effect from 11 June 2020;
5. Ms. Cheng has been appointed as an Authorised Representative with effect from the conclusion of the 2020 AGM; and
6. Mr. Sun has been appointed as the Compliance Officer with effect from the conclusion of the 2020 AGM.

POLL RESULTS OF THE ANNUAL GENERAL MEETING

The board of directors (the “**Directors**” and the “**Board**”, respectively) of China Binary New Fintech Group (the “**Company**”) is pleased to announce that all the proposed ordinary resolutions as set out in the notice of the annual general meeting of the Company (the “**AGM**”) dated 8 April 2020 (the “**AGM Notice**” and the “**Proposed Resolutions**”, respectively) were duly passed by the holders of the Company’s ordinary shares (the “**Shares**” and the “**Shareholders**”, respectively) by way of poll at the AGM held on Thursday, 11 June 2020 (the “**2020 AGM**”).

As at the date of the 2020 AGM, there were 480,000,000 issued Shares entitling the Shareholders to attend and vote for or against the Proposed Resolutions at the 2020 AGM. There were no Shares entitling the Shareholders to attend but abstain from voting in favour of the Proposed Resolutions at the 2020 AGM as set out in Rule 17.47A of the Rules Governing the Listing of Securities on GEM of the Stock Exchange (the “**GEM**” and the “**GEM Listing Rules**”, respectively).

None of the Shareholders was required under the GEM Listing Rules to abstain from voting on the Proposed Resolutions at the 2020 AGM. None of the Shareholders has stated in the Company’s circular dated 8 April 2020 (the “**Circular**”) his/her/its intention to vote against or to abstain from voting on any of the Proposed Resolutions at the 2020 AGM.

Boardroom Share Registrars (HK) Limited, the Hong Kong branch share registrar of the Company, was appointed and acted as the scrutineer for the vote-taking at the 2020 AGM.

The poll results in respect of all the Proposed Resolutions put to vote at the 2020 AGM are set out as follows:

Ordinary Resolutions		Number of Votes (%) <i>(Note)</i>	
		For	Against
1.	To consider and adopt the audited consolidated financial statements of the Company and its subsidiaries and the reports of the Directors and independent auditor for the year ended 31 December 2019 (the “Year”).	332,557,200 (100%)	0 (0%)
2.	To re-elect the following retiring Directors:		
	i. Ms. Zhang Rong as a non-executive Director; and	332,557,200 (100%)	0 (0%)
	ii. Mr. Yang Haoran as an independent non-executive Director.	332,557,200 (100%)	0 (0%)
3.	To approve the Directors’ remuneration for the Year and to authorise the Board to fix the Directors’ remuneration for the year ending 31 December 2020.	332,557,200 (100%)	0 (0%)
4.	To re-appoint BDO Limited, Certified Public Accountants as the independent auditor of the Company to hold office until the conclusion of the next annual general meeting and authorise the Board to fix its remuneration.	332,557,200 (100%)	0 (0%)
5.	To grant a general mandate to the Directors to allot, issue and otherwise deal with the Shares. *	332,557,200 (100%)	0 (0%)
6.	To grant a general mandate to the Directors to repurchase the Shares. *	332,557,200 (100%)	0 (0%)
7.	Conditional on the passing of Resolutions no. 5 and 6 above, to extend the general mandate granted by Resolution no. 5 by adding thereto the Shares re-purchased pursuant to the general mandate granted by Resolution no. 6. *	332,557,200 (100%)	0 (0%)

* For the full text of the Proposed Resolutions, please refer to the AGM Notice as contained in the Circular.

Note: The number of votes and percentage of total votes as stated above are based on the total number of the issued Shares held by the Shareholders who attended and voted at the 2020 AGM in person, by authorised representative or by proxy.

As more than 50% of the votes were cast in favour of each of the Proposed Resolutions, all of them were duly passed as ordinary resolutions of the Company.

RETIREMENT AND RESIGNATION OF DIRECTORS

The Board further announces that:

1. Ms. Xiao Ying (“**Ms. Xiao**”) did not offer herself for re-election due to her desire to devote more time to other business which require more of her attention, she retired as an executive Director and ceased to be an authorised representative of the Company (the “**Authorised representative**”) pursuant to Rule 5.24 of the GEM Listing Rules and the compliance officer of the Company (the “**Compliance Officer**”) at the conclusion of the 2020 AGM;
2. Mr. Li Jianguang (“**Mr. Li**”) did not offer himself for re-election due to his desire to devote more time to other business which require more of his attention, he retired as a non-executive Director at the conclusion of the 2020 AGM; and
3. Mr. Lan Xi (“**Mr. Lan**”) resigned as a non-executive Director due to his desire to devote more time to other business which require more of his attention with effect from 11 June 2020.

Each of Ms. Xiao, Mr. Li and Mr. Lan has confirmed that (i) they have no disagreement with the Board; and (ii) there is no matter in respect of their retirements/resignation and cessation of the above-mentioned, which needs to be brought to the attention of the Shareholders and the Stock Exchange.

APPOINTMENT OF AUTHORISED REPRESENTATIVE AND COMPLIANCE OFFICER

Following the retirement of Ms. Xiao, the Board is pleased to announced that with effect from the conclusion of the 2020 AGM:-

1. Ms. Cheng Lucy (“**Ms. Cheng**”), the company secretary of the Company, has been appointed as an Authorised Representative; and
2. Mr. Sun Jiangtao (“**Mr. Sun**”), an executive Director, the chairman and chief executive officer of the Company, has been appointed as the Compliance Officer.

APPRECIATION AND WELCOME

The Board would like to take this opportunity to (i) express its sincere gratitude to Ms. Xiao, Mr. Li and Mr. Lan for their valuable contributions to the Company during their tenure of office; and (ii) welcome Mr. Sun and Ms. Cheng for taking up an additional position.

By Order of the Board
China Binary New Fintech Group
Sun Jiangtao
Executive Director, Chairman and Chief Executive Officer

Beijing, The People’s Republic of China, 11 June 2020

As at the date of this announcement, the Directors are:-

Executive Director

Mr. Sun Jiangtao (*Chairman and Chief Executive Officer*)

Non-executive Director

Ms. Zhang Rong

Independent Non-executive Directors

Mr. Hou Dong, Mr. He Qinghua and Mr. Yang Haoran

This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the GEM Listing Rules for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that to the best of their knowledge and belief, the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this announcement misleading.

This announcement will remain on the “Latest Listed Company Announcements” page of the GEM website (www.hkgem.com) for at least 7 days from the date of its publication. This announcement will also be published on the website of the Company (www.shenzhoufu.hk).