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JIANGSU NANDASOFT TECHNOLOGY COMPANY LIMITED*

江蘇南大蘇富特科技股份有限公司

(a joint stock limited company incorporated in the People's Republic of China)

(Stock Code: 8045)

ANNOUNCEMENT ON POLL RESULTS OF (A) THE EXTRAORDINARY GENERAL MEETING; (B) THE EXISTING DOMESTIC SHARE CLASS MEETING; AND (C) THE EXISTING H SHARE CLASS MEETING HELD ON 13 MAY 2022

POLL RESULTS

The Board is pleased to announce the poll results of the EGM, the Existing Domestic Share Class Meeting and the Existing H Share Class Meeting held at 12/F., Block 1, SoftTech Innovation Park, No. 19 South Qingjiang Road, Gulou District, Nanjing, the PRC on 13 May 2022 (Friday).

References are made to (i) the notice of the EGM dated 14 April 2022 (“**EGM Notice**”); (ii) the notice of the Existing Domestic Share Class Meeting dated 14 April 2022 (“**Existing Domestic Share Class Meeting Notice**”); (iii) the notice of the Existing H Share Class Meeting dated 14 April 2022 (“**Existing H Share Class Meeting Notice**”); and (iv) the circular dated 14 April 2022 (“**Circular**”), all issued by Jiangsu NandaSoft Technology Company Limited* 江蘇南大蘇富特科技股份有限公司 (“**Company**”).

Unless the context otherwise requires, capitalized terms used herein shall have the same meanings as those defined in the Circular.

As at the date of the EGM and the Class Meetings, the Company issued a total of 3,288,000,000 Existing Shares comprising 2,782,800,000 Existing Domestic Shares and 505,200,000 Existing H Shares.

Clodick & Company (高迪會計師行), Certified Public Accountants, was appointed as scrutineer at the EGM and the respective Class Meetings for the purpose of vote-taking.

A. POLL RESULTS OF THE EGM

The Board is pleased to announce the poll results in respect of the resolutions proposed at the EGM, which were voted by way of poll. The full text of the resolutions is contained in the EGM Notice, which shall prevail over the text of the resolutions as set out in this announcement in the event of any inconsistency.

Special Resolutions		Number of votes cast and approximate percentage of total number of votes cast		Total number of votes cast
		For	Against	
1.	The resolution in relation to approving the Capital Reorganisation as set out in the Circular.	1,255,643,016 (100%)	0 (0%)	1,255,643,016
2.	The resolution in relation to approving the Placing Agreement and the transactions contemplated thereunder, and the grant of specific mandate to issue and allot the Placing Shares as set out in the Circular.	1,255,643,016 (100%)	0 (0%)	1,255,643,016
3.	The resolution in relation to approving the amendment to article 20 of the Articles as set out in the Circular.	1,255,643,016 (100%)	0 (0%)	1,255,643,016

As not less than two-thirds of the total number of the votes held by the Shareholders (or their authorized proxies) who attended and voted at the EGM were cast in favour of Resolutions A1, A2 and A3 above, such resolutions were duly passed by the Shareholders as special resolutions of the Company at the EGM.

Notes to Resolutions A1 and A3:

- (i) Total number of Existing Shares (comprising Existing Domestic Shares and Existing H Shares) entitling the holders to attend and vote on Resolutions A1 and A3 at the EGM: 3,288,000,000 Existing Shares.
- (ii) Total number of Existing Shares (comprising Existing Domestic Shares and Existing H Shares) entitling the holders to attend and abstain from voting in favour of Resolutions A1 and A3 at the EGM as set out in Rule 17.47A of the GEM Listing Rules: Nil.
- (iii) None of the Shareholders had stated his/her/its intention in the Circular to vote against or to abstain from voting on Resolutions A1 and A3 at the EGM, or was required under the GEM Listing Rules to abstain from voting on Resolutions A1 and A3 at the EGM.

Notes to Resolution A2:

- (i) As at the date of the EGM, Jiangsu Keneng held 808,800,000 Existing Domestic Shares (representing approximately (i) 29.06% of the total number of issued Existing Domestic Shares; and (ii) 24.60% of the total number of the issued share capital of the Company (comprising Existing Domestic Shares and Existing H Shares)). As set out in the Circular, Jiangsu Keneng and its associates (if any) were required to abstain from voting on Resolution A2 under the GEM Listing Rules. None of Jiangsu Keneng's associates held any Existing Shares. The Board confirmed that Jiangsu Keneng had abstained from voting on Resolution A2 at the EGM.
- (ii) Total number of Existing Shares (comprising Existing Domestic Shares and Existing H Shares) entitling the holders to attend and vote on Resolution A2 at the EGM: 2,479,200,000 Existing Shares.
- (iii) Total number of Existing Shares (comprising Existing Domestic Shares and Existing H Shares) entitling the holders to attend and abstain from voting in favour of Resolution A2 at the EGM as set out in Rule 17.47A of the GEM Listing Rules: Nil.
- (iv) Except for the parties disclosed under (i) above, none of the Shareholders had stated his/her/its intention in the Circular to vote against or to abstain from voting on Resolution A2 at the EGM, or was required under the GEM Listing Rules to abstain from voting on Resolution A2 at the EGM.

B. POLL RESULTS OF THE EXISTING DOMESTIC SHARE CLASS MEETING

The Board is pleased to announce the poll results in respect of the resolutions proposed at the Existing Domestic Share Class Meeting, which were voted by way of poll. The full text of the resolutions is contained in the Existing Domestic Share Class Meeting Notice, which shall prevail over the text of the resolutions as set out in this announcement in the event of any inconsistency.

Special Resolutions		Number of votes cast and approximate percentage of total number of votes cast		Total number of votes cast
		For	Against	
1.	The resolution in relation to approving the Capital Reorganisation in respect of Existing Domestic Shares as set out in the Circular.	1,255,601,016 (100%)	0 (0%)	1,255,601,016
2.	The resolution in relation to approving the Placing Agreement and the transactions contemplated thereunder, and the grant of specific mandate to issue and allot the Placing Shares as set out in the Circular.	1,255,601,016 (100%)	0 (0%)	1,255,601,016

As not less than two-thirds of the total number of the votes held by the holders of Existing Domestic Shares (or their authorized proxies) who attended and voted at the Existing Domestic Share Class Meeting were cast in favour of Resolutions B1 and B2 above, such resolutions were duly passed as special resolutions of the Company at the Existing Domestic Share Class Meeting.

Notes to Resolution B1:

- (i) Total number of Existing Domestic Shares entitling the holders to attend and vote on Resolution B1 at the Existing Domestic Share Class Meeting: 2,782,800,000 Existing Domestic Shares.
- (ii) Total number of Existing Domestic Shares entitling the holders to attend and abstain from voting in favour of Resolution B1 at the Existing Domestic Share Class Meeting as set out in Rule 17.47A of the GEM Listing Rules: Nil.
- (iii) None of the holders of Existing Domestic Shares had stated his/her/its intention in the Circular to vote against or to abstain from voting on Resolution B1 at the Existing Domestic Share Class Meeting, or was required under the GEM Listing Rules to abstain from voting on Resolution B1 at the Existing Domestic Share Class Meeting.

Notes to Resolution B2:

- (i) As at the date of the Existing Domestic Share Class Meeting, Jiangsu Keneng held 808,800,000 Existing Domestic Shares (representing approximately (i) 29.06% of the total number of issued Existing Domestic Shares; and (ii) 24.60% of the total number of the issued share capital of the Company (comprising Existing Domestic Shares and Existing H Shares)). As set out in the Circular, Jiangsu Keneng and its associates (if any) were required to abstain from voting on Resolution B2 under the GEM Listing Rules. None of Jiangsu Keneng's associates held any Existing Domestic Shares. The Board confirmed that Jiangsu Keneng had abstained from voting on Resolution B2 at the Existing Domestic Share Class Meeting.
- (ii) Total number of Existing Domestic Shares entitling the holders to attend and vote on Resolution B2 at the Existing Domestic Share Class Meeting: 1,974,000,000 Existing Domestic Shares.
- (iii) Total number of Existing Domestic Shares entitling the holders to attend and abstain from voting in favour of Resolution B2 at the Existing Domestic Share Class Meeting as set out in Rule 17.47A of the GEM Listing Rules: Nil.
- (iv) Except for the parties disclosed under (i) above, none of the holders of Existing Domestic Shares had stated his/her/its intention in the Circular to vote against or to abstain from voting on Resolution B2 at the Existing Domestic Share Class Meeting, or was required under the GEM Listing Rules to abstain from voting on Resolution B2 at the Existing Domestic Share Class Meeting.

C. POLL RESULTS OF THE EXISTING H SHARE CLASS MEETING

The Board is pleased to announce the poll results in respect of the resolutions proposed at the Existing H Share Class Meeting, which were voted by way of poll. The full text of the resolutions is contained in the Existing H Share Class Meeting Notice, which shall prevail over the text of the resolutions as set out in this announcement in the event of any inconsistency.

Special Resolutions		Number of votes cast and approximate percentage of total number of votes cast		Total number of votes cast
		For	Against	
1.	The resolution in relation to approving the Capital Reorganisation in respect of Existing H Shares as set out in the Circular.	42,000 (100%)	0 (0%)	42,000
2.	The resolution in relation to approving the Placing Agreement and the transactions contemplated thereunder, and the grant of specific mandate to issue and allot the Placing Shares as set out in the Circular.	42,000 (100%)	0 (0%)	42,000

As not less than two-thirds of the total number of the votes held by the holders of Existing H Shares (or their authorized proxies) who attended and voted at the Existing H Share Class Meeting were cast in favour of Resolutions C1 and C2 above, such resolutions were duly passed as special resolutions of the Company at the Existing H Share Class Meeting.

Notes to Resolutions C1 and C2:

- (i) Total number of Existing H Shares entitling the holders to attend and vote on Resolutions C1 and C2 at the Existing H Share Class Meeting: 505,200,000 Existing H Shares.
- (ii) Total number of Existing H Shares entitling the holders to attend and abstain from voting in favour of Resolutions C1 and C2 at the Existing H Share Class Meeting as set out in Rule 17.47A of the GEM Listing Rules: Nil.
- (iii) None of the holders of Existing H Shares had stated his/her/its intention in the Circular to vote against or to abstain from voting on Resolutions C1 and C2 at the Existing H Share Class Meeting, or was required under the GEM Listing Rules to abstain from voting on Resolutions C1 and C2 at the Existing H Share Class Meeting.

By order of the Board
Jiangsu NandaSoft Technology Company Limited*
江蘇南大蘇富特科技股份有限公司
Zhu Yong Ning
Chairman

Nanjing, the PRC, 13 May 2022

As at the date of this announcement, the Board comprises nine Directors, of which two are executive Directors, namely Mr. Zhu Yong Ning (Chairman) and Mr. Wu Qing An, four are non-executive Directors, namely Mr. Xu Zhi Bin, Mr. Sha Min, Mr. Xu Hao and Mr. Yin Jian Kang, and three are independent non-executive Directors, namely Mr. Zhou Mei Lin, Mr. Zhang Zheng Tang and Ms. Xu Xiao Qin.

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: (i) the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive; (ii) there are no other matters the omission of which would make any statement herein or this announcement misleading; and (iii) all opinions expressed in this announcement (if any) have been arrived at after due and careful consideration and are founded on bases and assumptions that are fair and reasonable.

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** For identification purpose only*