

*Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited (the “Stock Exchange”) take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.*

# 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)**

## Announcement

### **POLL RESULTS OF THE ANNUAL GENERAL MEETING HELD ON 10 JUNE 2022; RETIREMENT OF NON-EXECUTIVE DIRECTOR AND CHANGE OF MEMBERS OF AUDIT COMMITTEE**

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 2022 AGM;
2. Ms. Zhang retired as non-executive Director and ceased to be a member of the Audit Committee with effect from the conclusion of the 2022 AGM; and
3. Mr. Yang has been appointed as a member of the Audit Committee with effect from the conclusion of the 2022 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 21 April 2022 (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 Friday, 10 June 2022 (the “**2022 AGM**”).

As at the date of the 2022 AGM, there were 480,000,000 issued Shares entitling the Shareholders to attend and vote for or against the Proposed Resolutions at the 2022 AGM. There were no Shares entitling the Shareholders to attend but abstain from voting in favour of the Proposed Resolutions at the 2022 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 2022 AGM. None of the Shareholders has stated in the Company’s circular dated 21 April 2022 (the “**Circular**”) his/her/its intention to vote against or to abstain from voting on any of the Proposed Resolutions at the 2022 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 2022 AGM.

The Directors, Mr. Sun Jiangtao and Ms. Zhang Rong (“**Ms. Zhang**”) attended the 2022 AGM, while Mr. Hou Dong, Mr. He Qinghua and Mr. Yang Haoran (“**Mr. Yang**”) were unable to attend the 2022 AGM.

The poll results in respect of all the Proposed Resolutions put to vote at the 2022 AGM are set out as follows:

Ordinary Resolutions		Number of Votes (%) <sup>(Note)</sup>	
		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 2021 (the “ <b>Year</b> ”).	305,186,725 (100%)	0 (0%)
2.	To re-elect Mr. Sun Jiangtao as the executive Director.	305,186,725 (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 2022.	305,186,725 (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 to authorise the Board to fix its remuneration.	305,186,725 (100%)	0 (0%)
5.	To grant a general mandate to the Directors to allot, issue and otherwise deal with the Company’s shares (the “ <b>Shares</b> ”). *	305,186,725 (100%)	0 (0%)
6.	To grant a general mandate to the Directors to repurchase the Shares. *	305,186,725 (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 repurchased pursuant to the general mandate granted by Resolution no. 6. *	305,186,725 (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 2022 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 OF NON-EXECUTIVE DIRECTOR**

As set out in the Circular, Ms. Zhang did not offer herself for re-election due to other job allocation, she retired as the non-executive Director at the conclusion of the 2022 AGM.

Ms. Zhang has confirmed that (i) she has no disagreement with the Board, and (ii) there is no matter in respect of her retirement and the below-mentioned cessation, which needs to be brought to the attention of the Shareholders and the Stock Exchange.

### **CHANGE OF MEMBERS OF AUDIT COMMITTEE**

Following the retirement of Ms. Zhang, the Board is pleased to announce that with effect from the conclusion of the 2022 AGM:

1. Ms. Zhang ceased to act as a member of the audit committee of the Board (the “**Audit Committee**”); and
2. Mr. Yang has been appointed by the Board as a member of the Audit Committee.

### **APPRECIATION AND WELCOME**

The Board would like to take this opportunity (i) to express its sincere gratitude to Ms. Zhang for her valuable contributions to the Company during her tenure of service with the Company; and (ii) welcome Mr. Yang 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, 10 June 2022

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

#### **Executive Director**

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

#### **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 Stock Exchange’s website ([www.hkexnews.hk](http://www.hkexnews.hk)) 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](http://www.shenzhoufu.hk)).*