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China Smartpay Group Holdings Limited

中國支付通集團控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8325)

POLL RESULTS OF THE ANNUAL GENERAL MEETING HELD ON 28 SEPTEMBER 2022

The Board is pleased to announce that the AGM was held on 28 September 2022 and all the resolutions set out in the AGM Notice, were duly passed by the Shareholders by way of poll at the AGM.

POLL RESULTS OF THE ANNUAL GENERAL MEETING

Reference is made to the notice of the AGM (the “**AGM Notice**”) and the circular (the “**Circular**”) of China Smartpay Group Holdings Limited (the “**Company**”) both dated 25 August 2022. Terms used herein shall have the same meanings as those defined in the Circular unless the context requires otherwise.

The Board is pleased to announce that at the AGM held on 28 September 2022, all the resolutions set out in the AGM Notice were duly passed by the Shareholders by way of poll.

As at the date of the AGM, a total of 2,367,618,693 Shares were in issue, which was the total number of Shares entitling the Shareholders to attend and vote for or against the resolutions proposed at the AGM. There is no restriction on any Shareholders casting votes on any of the resolutions at the AGM. None of the Shareholders have stated their intention in the Circular to vote against or to abstain from voting on any of the resolutions at the AGM.

The Company's share registrar in Hong Kong, Union Registrars Limited, was appointed as the scrutineer at the AGM for the purpose of vote-taking. Set out below are the poll results in respect of the resolutions proposed at the AGM:

Ordinary Resolutions		No. of Shares voted (percentage of total number of votes casted)	
		For	Against
1.	To receive and adopt the audited financial statements of the Company and its subsidiaries and the reports of the directors and auditors for the year ended 31 March 2022.	316,640,039 (100%)	0 (0%)
2.	(i) To re-elect Mr. Zhang Xi as an executive director of the Company.	316,640,039 (100%)	0 (0%)
	(ii) To re-elect Mr. Wang Yiming as an independent non-executive director of the Company.	316,640,039 (100%)	0 (0%)
	(iii) To re-elect Mr. Lu Dongcheng as an independent non-executive director of the Company.	316,640,039 (100%)	0 (0%)
	(iv) To authorise the remuneration committee of the Company to fix the remuneration of the directors of the Company.	316,640,039 (100%)	0 (0%)
3.	To re-appoint Mazars CPA Limited as the auditors of the Company to hold office until the conclusion of the next annual general meeting of the Company and to authorise the board of directors of the Company to fix their remuneration.	316,640,039 (100%)	0 (0%)
4.	(A) To grant to the directors a general mandate to allot, issue and otherwise deal with the shares of the Company not exceeding 20% of the total number of the issued shares of the Company as at the date of this resolution.	316,640,039 (100%)	0 (0%)
	(B) To grant to the directors a general mandate to exercise the power of the Company to repurchase its own shares not exceeding 10% of the total number of the issued shares of the Company as at the date of this resolution.	316,640,039 (100%)	0 (0%)
	(C) To include the aggregate number of shares repurchased by the Company to the total numbers of issued shares of the Company which may be allotted and issued by the directors under the general mandate granted to the directors under Resolution No. 4(A).	316,640,039 (100%)	0 (0%)

As more than 50% of the votes were cast in favour of each of the resolutions numbered 1 to 4 at the AGM, each of the resolutions was duly passed as an ordinary resolution of the Company by way of poll.

All Directors were present at the AGM either in person or by electronic means, except Mr. Zhang Xi and Mr. Wu Hao who were absent at the AGM due to their other engagement.

By Order of the Board
China Smartpay Group Holdings Limited
Zhang Xi
Chairman

Hong Kong, 28 September 2022

As at the date of this announcement, the Board comprises (i) four executive Directors, namely, Mr. Zhang Xi, Mr. Wu Hao, Mr. Song Xiangping and Mr. Lin Xiaofeng; and (ii) three independent non-executive Directors, namely, Mr. Wang Yiming, Mr. Lu Dongcheng and Dr. Yuan Shumin.

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.

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