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**Web3 Meta Limited**

**瓦普思瑞元宇宙有限公司**

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

**(Stock Code: 8093)**

**POLL RESULTS OF THE ANNUAL GENERAL MEETING,  
RETIREMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR AND  
NON-COMPLIANCE WITH THE GEM LISTING RULES**

Reference is made to the circular (the “**Circular**”) of Web3 Meta Limited (the “**Company**”) and the notice (the “**Notice**”) of annual general meeting (“**AGM**”) to the shareholders of the Company (the “**Shareholders**”) dated 29 October 2024. Capitalised terms used in this announcement shall have the same meanings as those defined in the Circular unless otherwise defined herein.

With reference to the announcement of the Company dated 26 November 2024 (the “**Announcement**”), Ms. Jiang Ying (“**Ms. Jiang**”) had withdrawn her offer for re-election as independent non-executive Director at the AGM. As such, no poll was conducted or counted for resolution 2(e) at the AGM.

The Company’s Hong Kong branch share registrar, Union Registrars Limited, was appointed as the scrutineer at the AGM for the purpose of vote-taking at the AGM.

As at the date of the AGM, the total number of Shares in issue is 687,200,000 Shares which is the total number of Shares entitling the holders to attend and vote on all resolutions at the AGM. There are no Shares entitling the holders to attend the AGM that are required to abstain from voting in favour at the AGM pursuant to Rule 17.47A of the GEM Listing Rules. No Shareholders are required under the GEM Listing Rules to abstain from voting on any of the resolutions at the AGM. None of the Shareholders stated their intention in the Circular to vote against or abstain from voting on any of the resolutions at the AGM. There were no restrictions on any Shareholder to cast votes on any of the proposed resolutions at the AGM.

The poll results in respect of the resolutions proposed at the AGM are as follows:

Ordinary Resolutions*		Number of Shares voted (%)	
		For	Against
1.	To receive the audited consolidated financial statements of the Company and its subsidiaries and the reports of the directors and independent auditors of the Company for the year ended 30 June 2024.	312,797,226 (100.0000%)	0 (0.0000%)
2.	To re-elect the following retiring Directors:		
	(a) Mr. Zeng Jin as an executive Director.	312,797,226 (100.0000%)	0 (0.0000%)
	(b) Mr. Gan Xiaohua as an executive Director.	312,797,226 (100.0000%)	0 (0.0000%)
	(c) Ms. Tian Yuan as an executive Director.	312,797,226 (100.0000%)	0 (0.0000%)
	(d) Ms. Liu Qin as an executive Director.	312,797,226 (100.0000%)	0 (0.0000%)
	(e) Ms. Jiang Ying as an independent non-executive Director.	N/A	N/A
	(f) Mr. Lam, Anthony Tze Cheung as an independent non-executive Director.	312,797,226 (100.0000%)	0 (0.0000%)
3.	To authorise the board of Directors to fix the Directors' remuneration.	312,797,226 (100.0000%)	0 (0.0000%)
4.	To re-appoint Prism Hong Kong Limited as the Company's independent auditors and authorise the board of Directors to fix their remuneration.	312,797,226 (100.0000%)	0 (0.0000%)
5.	To grant a general mandate to the Directors of the Company to allot, issue and otherwise deal with the Company's shares.	312,797,226 (100.0000%)	0 (0.0000%)
6.	To grant a general mandate to the Directors of the Company to repurchase the Company's shares.	312,797,226 (100.0000%)	0 (0.0000%)
7.	To extend the general mandate granted to the Directors of the Company to allot, issue and deal with the Company's shares by the addition thereto the number of the shares repurchased by the Company.	312,797,226 (100.0000%)	0 (0.0000%)

\* The full text of the resolutions is set out in the Notice.

Shareholders may refer to the Circular and the Notice for details of the above resolutions. As more than 50% of the votes were cast in favour of the resolutions numbered 1 to 7 (except 2(e)) at the AGM by way of poll, these resolutions were duly passed as ordinary resolutions of the Company.

All Directors attended the AGM in person or by electronic means.

### **RETIREMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR**

Reference is made to the Announcement, Ms. Jiang has retired as an independent non-executive Director and ceased to be the member for each of the audit committee (the “**Audit Committee**”), the remuneration committee, the nomination committee and the corporate governance committee with effect from the conclusion of the AGM.

The Board would like to express its sincere gratitude to Ms. Jiang for her valuable contributions to the Company during her tenure of office.

### **NON-COMPLIANCE WITH THE GEM LISTING RULES**

The Board noted that, upon the retirement of Ms. Jiang, the Company, having only two independent non-executive Directors and only two members in the Audit Committee, is not in compliance with:

- (i) Rule 5.05(1) of the GEM Listing Rules, which stipulates that the board of directors of an issuer must include at least three independent non-executive directors; and
- (ii) Rule 5.28 of the GEM Listing Rules, which stipulates that the audit committee must comprise a minimum of three members.

The Board will use its best endeavours to identify suitable candidate(s) to fill the vacancy in respect of (i) the role of independent non-executive Director; and (ii) the role of a member of the Audit Committee as soon as possible, and in any event, within three months from 27 November 2024, pursuant to Rules 5.06 and 5.33 of the GEM Listing Rules. Further announcement(s) will be made by the Company in relation to such appointment as and when appropriate.

By Order of the Board  
**Web3 Meta Limited**  
**Zeng Jin**  
*Chairman and executive Director*

Hong Kong, 27 November 2024

*As at the date of this announcement, the Board comprises: Mr. Zeng Jin, Mr. Gan Xiaohua, Ms. Tian Yuan and Ms. Liu Qin as executive directors; and Mr. Chen Ce and Mr. Lam, Anthony Tze Cheung as independent non-executive directors.*

*This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the Rules Governing the Listing of Securities on GEM of The Stock Exchange of Hong Kong Limited 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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