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SHANGHAI JIAODA WITHUB  
INFORMATION INDUSTRIAL COMPANY LIMITED\*  
上海交大慧谷信息產業股份有限公司

(a joint stock company incorporated in the People’s Republic of China with limited liability)

(Stock Code: 8205)

**POLL RESULTS OF ANNUAL GENERAL MEETING  
HELD ON 20 JUNE 2025, APPOINTMENT AND RESIGNATION  
OF DIRECTORS AND SUPERVISORS AND CHANGE OF  
COMPOSITION OF BOARD COMMITTEES**

**RESULTS OF ANNUAL GENERAL MEETING**

References are made to the notice of annual general meeting dated 30 April 2025 (the “**AGM Notice**”) and the circular (the “**Circular**”) of 上海交大慧谷信息產業股份有限公司 (Shanghai Jiaoda Withub Information Industrial Company Limited\*) (the “**Company**”) dated 30 April 2025.

The board of directors (the “**Board**”) of the Company is pleased to announce the poll results in respect of the resolutions proposed at the annual general meeting of the Company held on 20 June 2025 (the “**AGM**”).

All the proposed resolutions set out in the AGM Notice were voted by way of poll and the poll results of the votes are as follows:

ORDINARY RESOLUTIONS		Number of Votes (approximate %)	
		For	Against
1.	To consider and approve the report of the Directors for 2024	288,000,000 (100.00%)	0 (0.00%)
2.	To consider and approve the report of the Supervisory Committee for 2024	288,000,000 (100.00%)	0 (0.00%)

\* For identification purpose only

ORDINARY RESOLUTIONS		Number of Votes (approximate %)	
		For	Against
3.	To consider and approve the audited consolidated financial statements and auditor's report for the year ended 31 December 2024	288,000,000 (100.00%)	0 (0.00%)
4.	To consider and approve the dividend distribution proposal for 2024	288,000,000 (100.00%)	0 (0.00%)
5.	To consider and approve the appropriation to statutory surplus reserve and statutory public welfare fund for 2024	288,000,000 (100.00%)	0 (0.00%)
6.	To consider and approve the reappointment of ShineWing Certified Public Accountants (Special General Partnership) as the Company's auditor for 2025 and to authorise the Directors of the Company to fix their remuneration	288,000,000 (100.00%)	0 (0.00%)
7.	To consider and approve the remuneration proposals for directors and supervisors of the Company for 2025 and to authorise the directors of the Company to fix their remuneration	288,000,000 (100.00%)	0 (0.00%)
8.	To consider and approve the appointment of each of the following candidates as the directors of the Company each for a term of three years:		
	(a) Mr. Li Yan as an executive director	288,000,000 (100.00%)	0 (0.00%)
	(b) Mr. Ma Renchao as an executive director	288,000,000 (100.00%)	0 (0.00%)
	(c) Ms. Pan Mengran as an executive director	288,000,000 (100.00%)	0 (0.00%)
	(d) Mr. Lu Taiyi as an executive director	288,000,000 (100.00%)	0 (0.00%)
	(e) Ms. Li Jing as an independent non-executive director and a member of the audit committee, remuneration committee and nomination committee	288,000,000 (100.00%)	0 (0.00%)

<b>ORDINARY RESOLUTIONS</b>		<b>Number of Votes (approximate %)</b>	
		<b>For</b>	<b>Against</b>
9.	To consider and approve the appointment of each of the following candidates as the supervisors of the Company each for a term of three years:		
	(a) Ms. Feng Liping	288,000,000 (100.00%)	0 (0.00%)
	(b) Ms. Huang Peirong	288,000,000 (100.00%)	0 (0.00%)
	(c) Mr. Qin Yanming	288,000,000 (100.00%)	0 (0.00%)
<b>SPECIAL RESOLUTION</b>		<b>Number of Votes (approximate %)</b>	
		<b>For</b>	<b>Against</b>
10.	To consider and approve the grant of a general mandate to the Board of Directors to allot, issue and deal in additional Domestic Shares and H Shares	288,000,000 (100.00%)	0 (0.00%)

As at the date of the AGM, the issued share capital of the Company was 132,000,000 H shares and 348,000,000 Domestic shares, which were the total number of shares entitling the shareholders to attend and vote for or against the resolutions at the AGM. There were no restrictions on shareholders to cast votes on any of the resolutions at the AGM and no shareholder of the Company was required to vote only against any of the proposed resolutions at the AGM. Shareholders of the Company and authorized proxies holding an aggregate of 288,000,000 shares, representing 60.00% of the total issued shares of the Company, were present at the AGM.

The Company's auditor, ShineWing Certified Public Accountants (Special General Partnership), was appointed as scrutineer at the AGM for the purpose of vote-taking.

As the above resolutions numbered 1 to 9 were passed by a simple majority, these resolutions were duly passed as ordinary resolutions. As the above resolution numbered 10 was passed by two-thirds of the votes, the resolution was duly passed as a special resolution.

All Directors attended the AGM accordingly.

## **Retirement of Directors**

Mr. Shuai Ge (“**Mr. Shuai**”), Ms. Gu Xiaomin (“**Ms. Gu**”) and Mr. Zhou Guolai (“**Mr. Zhou**”) ceased to act as Directors due to other business commitment with effect from 20 June 2025. Following Mr. Zhou retirement, he automatically ceased to act as a member of the Audit Committee and the Remuneration Committee under the Board.

Each of Mr. Shuai, Ms. Gu and Mr. Zhou has confirmed that he/she has no disagreement with the Board and there is no matter in relation to his/her resignation that needs to be brought to the attention of the shareholders.

## **Appointment of Directors and Change in Composition of Board Committees**

The Board would like to announce that Mr. Li Yan, Mr. Ma Renchao, Ms. Pan Mengran and Mr. Lu Taiyi have been appointed as executive directors of the Company and Ms. Li Jing has been appointed as an independent non-executive director of the Company with effect from 20 June 2025. Ms. Li has also been appointed as a member of the Audit Committee, Remuneration Committee and Nomination Committee with effect from 20 June 2025.

The information of each of Mr. Li, Mr. Ma, Ms. Pan, Mr. Lu and Ms. Li that is required to be disclosed under Rule 17.50(2) of the GEM Listing Rules (including his/her biographical details) was set out in Appendix I to the Circular and since then, there has been no change in all such information.

The term of Mr. Li, Mr. Ma, Ms. Pan, Mr. Lu and Ms. Li appointment in the Company will be three years from 20 June 2025. Mr. Li, Mr. Ma, Ms. Pan and Mr. Lu will not enter into any service contract with the Company and they are and will not be entitled to receive any salary or other remuneration and/or benefits as a Director. Ms. Li will not enter into any service contract with the Company, but she will be entitled to an annual remuneration of RMB100,000 (as determined by the Board based on her past experience, as well as her responsibilities and duties within the Company). The Board is not aware that there are any other matters that need to be brought to the attention of shareholders in respect of the proposed appointment of Mr. Li, Mr. Ma, Ms. Pan, Mr. Lu and Ms. Li.

Ms. Li has confirmed that: (i) she meets the independence criteria as set out in Rules 5.09(1) to (8) of the GEM Listing Rules; (ii) she did not and does not have any financial or other interests in the business of the Company or its subsidiaries, and is not connected with any core connected persons of the Company (as defined in the GEM Listing Rules); and (iii) there are no other factors that could affect her independence.

Save as disclosed above, Mr. Li, Mr. Ma, Ms. Pan, Mr. Lu and Ms. Li did not hold any position in other companies listed on GEM or the Stock Exchange for last three years, nor holds any other position in the Group. Each of Mr. Li, Mr. Ma, Ms. Pan, Mr. Lu and Ms. Li does not have any relationship with any other Directors, supervisors, chief executives, senior management, substantial shareholders, controlling shareholders or management shareholders of the Company or any of its subsidiaries or associate of any of them. As at the date of this announcement, they do not have interest in the Shares within the meaning of Part XV of the Securities and Futures Ordinance.

Saved as disclosed above, there is no other information to be disclosed pursuant to the requirements of the Rule 17.50(2)(h) to (v) of the GEM Listing Rules concerning the appointment of Mr. Li, Mr. Ma, Ms. Pan, Mr. Lu and Ms. Li.

### **Resignation of Supervisors**

The Board would like to announce that Mr. Rong Yinsheng (“**Mr. Rong**”), Ms. Sun Yunyun (“**Ms. Sun**”), and Mr. Yang Qing (“**Mr. Yang**”), being external Supervisors have resigned as Supervisors due to other business commitment with effect from 20 June 2025.

Each of Mr. Rong, Ms. Sun and Mr. Yang has confirmed that he/she has no disagreement with the Board and there is no matter in relation to his/her resignation that needs to be brought to the attention of the shareholders.

### **Appointment of Supervisors**

The Board would like to announce that Ms. Feng Liping (“**Ms. Feng**”), Ms. Huang Peirong (“**Ms. Huang**”), and Mr. Qin Yanming (“**Mr. Qin**”) have been appointed as supervisors of the Company with effect from 20 June 2025.

The information of each of Ms. Feng, Ms. Huang, and Mr. Qin that is required to be disclosed under Rule 17.50(2) of the GEM Listing Rules (including his/her biographical details) was set out in Appendix I to the Circular and since then, there has been no change in all such information.

Each of Ms. Feng, Ms. Huang, and Mr. Qin will not enter into any service contract with the Company and he/she is and will not be entitled to receive any salary or other remuneration and/or benefits as a Supervisor. Ms. Feng, Ms. Huang, and Mr. Qin shall also be subject to retirement by rotation and reelection in accordance with the Articles of Association. The Board is not aware that there are any other matters that need to be brought to the attention of Shareholders in respect of each of Ms. Feng, Ms. Huang, and Mr. Qin.

Save as disclosed above, each of Ms. Feng, Ms. Huang, and Mr. Qin did not hold any directorship in other listed companies in Hong Kong or overseas for last 3 years and he/she does not hold any other position in the Group. Each of Ms. Feng, Ms. Huang, and Mr. Qin does not have any relationship with any other Directors, Supervisors, chief executives, senior management, substantial shareholders, controlling shareholders or management shareholders of the Company or any of its subsidiaries or a close associate of any of them. Saved as disclosed above, each of Ms. Feng, Ms. Huang, and Mr. Qin does not have interest in the Shares within the meaning of Part XV of the SFO.

Saved as disclosed above, there is no other information to be disclosed pursuant to the requirements of the Rule 17.50(2)(h) to (v) of the GEM Listing Rules concerning the appointment of Ms. Feng, Ms. Huang, and Mr. Qin.

By Order of the Board  
**Shanghai Jiaoda Withub Information Industrial Company Limited\***  
**Zhang Xiaobo**  
*Chairman*

Shanghai, the PRC, 20 June 2025

As at the date of this announcement, the Board consists of:

**Executive Directors**

Zhang Xiaobo, Li Yan, Ma Renchao, Pan Mengran,  
Sun Jingchen and Lu Taiyi

**Independent Non-executive Directors**

Yuan Shumin, Liu Feng and Li Jing

*This announcement, for which the directors of the Company collectively and individually accept full responsibility, includes particulars given in compliance with the Rules Governing the Listing of Securities on the GEM of the Stock Exchange for the purpose of given information with regard to the Company. The directors of the Company, 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 in this announcement misleading.*

*This announcement will remain on the “Latest Listed Company Information” page of the HKEx website at [www.hkexnews.hk](http://www.hkexnews.hk) for at least 7 days from the date of its posting and on the website of the Company at <http://www.withub.com.cn>.*

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