

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited 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.



China ITS (Holdings) Co., Ltd.
中国智能交通系统(控股)有限公司
(Incorporated in the Cayman Islands with limited liability)
(Stock code: 1900)

**POLL RESULTS OF
THE EXTRAORDINARY GENERAL MEETING
HELD ON 15 DECEMBER 2021**

The Board is pleased to announce that at the EGM, the resolutions as set out in the EGM Notice have been duly passed by way of poll.

Reference is made to the announcement of China ITS (Holdings) Co., Ltd. (the “**Company**”) dated 8 November 2021, the circular of the Company dated 29 November 2021 (the “**Circular**”) and the notice of the extraordinary general meeting of the Company dated 29 November 2021 (the “**EGM Notice**”). Unless otherwise stated, terms defined in the Circular shall have the same meanings when used in this announcement.

The EGM was held at 1:30 p.m. on Wednesday, 15 December 2021 at Room V1, 6/F Building 204, No. A10 Jiuxianqiao North Road, Chaoyang District, Beijing, the PRC.

The Board is pleased to announce that at the EGM, the resolutions as set out in the EGM Notice have been duly passed by way of poll and the poll results in respect of the resolutions proposed at the EGM are as follows:

Ordinary Resolutions		Number of votes and approximate percentage of total number of votes	
		For	Against
1.	<p>THAT</p> <p>(a) the grant of a specific mandate to the directors of the Company to exercise all powers of the Company to allot and issue an aggregate of up to 49,620,746 new shares (the “Luo Grant”) to Futu Trustee Limited (the “Trustee”) as trustee for the benefit of Mr. Luo Haibin pursuant to the share award scheme adopted by the Company on 16 September 2021 (the “2021 Share Award Scheme”), and the transactions contemplated thereunder, be and are hereby approved, confirmed and ratified;</p> <p>(b) the grant, allotment and issue of the Luo Grant pursuant to the 2021 Share Award Scheme and the grant letter issued by the Company to Mr. Luo Haibin, subject to the terms and conditions of the 2021 Share Award Scheme and the said grant letter, be and are hereby approved, confirmed and ratified; and</p> <p>(c) any one or more of the directors be and is/are hereby authorised for and on behalf of the Company to take any action and execute such other documents as he/she considers necessary, desirable or expedient to carry out or give effect to or otherwise in connection with the grant, allotment and issue of the Luo Grant under the specific mandate granted pursuant to resolution 1(a) and any other transactions contemplated thereunder.</p>	488,113,703 (98.2984%)	8,449,602 (1.7016%)

Ordinary Resolutions		Number of votes and approximate percentage of total number of votes	
		For	Against
2.	<p>THAT</p> <p>(a) the grant of a specific mandate to the directors of the Company to exercise all powers of the Company to allot and issue an aggregate of up to 16,540,248 new shares (the “Mou Grant”) to the Trustee as trustee for the benefit of Mr. Mou Yi pursuant to the 2021 Share Award Scheme and the transactions contemplated thereunder, be and are hereby approved, confirmed and ratified;</p> <p>(b) the grant, allotment and issue of the Mou Grant pursuant to the 2021 Share Award Scheme and the grant letter issued by the Company to Mr. Mou Yi, subject to the terms and conditions of the 2021 Share Award Scheme and the said grant letter, be and are hereby approved, confirmed and ratified; and</p> <p>(c) any one or more of the directors be and is/are hereby authorised for and on behalf of the Company to take any action and execute such other documents as he/she considers necessary, desirable or expedient to carry out or give effect to or otherwise in connection with the grant, allotment and issue of the Mou Grant under the specific mandate granted pursuant to resolution 2(a) and any other transactions contemplated thereunder.</p>	488,113,703 (98.2984%)	8,449,602 (1.7016%)

As at the date of the EGM, the total number of Shares in issue was 1,654,024,868 Shares. As disclosed in the Circular, Mr. Mou Yi, who directly holds 630,000 Shares of the Company, or 0.04% of the issued share capital of the Company, has abstained from voting on the resolutions tabled at the EGM.

Saved as disclosed above, there were no restrictions on any shareholders to cast votes on the ordinary resolutions proposed at the EGM and there were no Shares entitling the holders to attend and vote only against the said resolutions.

The total number of Shares entitling holders to vote for or against in respect of the resolution proposed at the EGM was 1,653,394,868. As more than 50% of the votes at the EGM were cast in favour of the proposed resolutions, the proposed resolutions were duly passed as ordinary resolutions at the EGM.

Asian Alliance (HK) CPA Limited has acted as the scrutineer and compared the poll results summary to poll forms collected and provided by the Company. The work performed by Asian Alliance (HK) CPA Limited in this respect did not constitute an assurance engagement in accordance with Hong Kong Standards on Auditing, Hong Kong Standards on Review Engagements or Hong Kong Standards on Assurance Engagements issued by the Hong Kong Institute of Certified Public Accountants nor did it include provision of any assurance or advice on matters of legal interpretation or entitlement to vote.

By Order of the Board
China ITS (Holdings) Co., Ltd.
Liao Jie
Chairman

Beijing, 15 December 2021

As at the date of this announcement, the executive directors of the Company are Mr. Liao Jie and Mr. Jiang Hailin, and the independent non-executive directors of the Company are Mr. Ye Zhou, Mr. Wang Dong and Mr. Zhou Jianmin.