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netjoy⁺

NETJOY HOLDINGS LIMITED

云想科技控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 2131)

**POLL RESULTS OF ANNUAL GENERAL MEETING
HELD ON JUNE 20, 2022**

Reference is made to the circular of Netjoy Holdings Limited (the “**Company**”) dated April 29, 2022 (the “**Circular**”). Capitalised terms used herein shall have the same meanings as those defined in the Circular, unless the context requires otherwise.

As at the date of the annual general meeting (the “**AGM**”) of the Company, the total number of issued Shares was 795,658,000, which was the total number of Shares entitling the holders to attend and vote for or against the resolutions proposed at the AGM. There was no restriction on any Shareholder casting votes on any of the proposed resolutions at the AGM. There was no Share entitling the Shareholders to attend and vote only against the proposed resolutions at the AGM. None of the Shareholders have stated their intention in the Circular that they would vote against any proposed resolution or that they would abstain from voting at the AGM.

The Company’s share registrar in Hong Kong, Tricor Investor Services Limited, was appointed as the scrutineer at the AGM for the purpose of vote-taking.

The Board is pleased to announce that at the AGM held on June 20, 2022, all the proposed resolutions as set out in the notice of the AGM were duly passed by way of poll. The poll results are as follows:

ORDINARY RESOLUTIONS		No. of Votes (%)	
		For	Against
1.	To receive and adopt the audited consolidated financial statements of the Company, its subsidiaries and its consolidated affiliated entities for the year ended December 31, 2021 and the reports of the Directors (the “ Directors ”) and of the independent auditor of the Company.	431,595,129 100.00%	0 0.00%
2.	To declare a final dividend of HK\$0.05 per share of the Company for the year ended December 31, 2021.	431,595,129 100.00%	0 0.00%
3.	To re-elect the following retiring Directors:		
	(a) To re-elect Mr. Xu Jiaqing as an executive Director;	424,518,529 98.36%	7,076,600 1.64%
	(b) To re-elect Mr. Lin Qian as an executive Director;	431,595,129 100.00%	0 0.00%
	(c) To re-elect Ms. Zha Lijun as an executive Director;	431,595,129 100.00%	0 0.00%
	(d) To re-elect Mr. Dai Liqun as a non-executive Director; and	421,175,429 97.59%	10,419,700 2.41%
	(e) To re-elect Ms. Cui Wen as an independent non-executive Director.	431,595,129 100.00%	0 0.00%
4.	To authorize the Board to determine the remuneration of the Directors.	431,595,129 100.00%	0 0.00%
5.	To re-appoint Ernst & Young as the auditor of the Company and to authorize the Board to determine its remuneration.	431,595,129 100.00%	0 0.00%

ORDINARY RESOLUTIONS		No. of Votes (%)	
		For	Against
6.	(A) To grant a general mandate to the Directors to allot, issue and/or otherwise deal with additional shares not exceeding 20% of the issued shares of the Company.	361,327,777 83.72%	70,267,352 16.28%
	(B) To grant a general mandate to the Directors to repurchase shares not exceeding 10% of the issued shares of the Company.	431,595,129 100.00%	0 0.00%
	(C) Conditional upon the passing of the ordinary resolutions numbered 6(A) and 6(B), to extend the authority given to the Directors pursuant to ordinary resolution numbered 6(A) to issue shares by adding to the number of issued shares of the Company which may be allotted by the Directors pursuant to such general mandate of an amount representing the number of shares repurchased under ordinary resolution numbered 6(B).	361,327,777 83.72%	70,267,352 16.28%
SPECIAL RESOLUTION		For	Against
7.	To approve the proposed amendments to the existing amended and restated memorandum of association and articles of association of the Company and to adopt the second amended and restated memorandum of association and articles of association of the Company.	431,595,129 100.00%	0 0.00%

Note: All percentages are rounded up to two decimal places.

As more than 50% of votes were cast in favour of each of the resolutions numbered 1 to 6, the resolutions numbered 1 to 6 were duly passed as ordinary resolutions. As not less than three-quarters of votes were cast in favour of resolution numbered 7, the resolution numbered 7 was duly passed as a special resolution.

Mr. XU Jiaqing, the chairman of the AGM, Mr. WANG Chen, Mr. LIN Qian, Ms. ZHA Lijun, Mr. DAI Liqun, Mr. WANG Jianshuo, Mr. CHEN Changhua, Dr. RU Liyun and Ms. CUI Wen attended the AGM by electronics means.

By order of the Board
Netjoy Holdings Limited
XU Jiaqing
Chairman of the Board

Shanghai • the PRC, June 20, 2022

As at the date of this announcement, the Board comprises Mr. XU Jiaqing, Mr. WANG Chen, Mr. LIN Qian and Ms. ZHA Lijun as executive Directors; Mr. DAI Liqun and Mr. WANG Jianshuo as non-executive Directors; and Mr. CHEN Changhua, Dr. RU Liyun and Ms. CUI Wen as independent non-executive Directors.