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HC GROUP INC.

慧聪集團有限公司

(incorporated in the Cayman Islands with limited liability)

(Stock Code: 02280)

**POLL RESULTS OF THE ANNUAL GENERAL MEETING
HELD ON 2 JUNE 2023**

The Board is pleased to announce that all the Resolutions were duly passed by way of poll at the AGM held on 2 June 2023.

Reference is made to the notice (the “**AGM Notice**”) of the annual general meeting (the “**AGM**”) of HC Group Inc. (the “**Company**”) and the circular of the Company (the “**Circular**”) both dated 28 April 2023. Unless otherwise indicated, capitalised terms used in this announcement shall have the same meanings as defined in the Circular.

POLL RESULTS OF THE AGM

The board of directors (the “**Board**”) of the Company is pleased to announce that all the resolutions as set out in the AGM Notice (the “**Resolutions**”) were duly passed by the Shareholders by way of poll at the AGM held at Room B-1, 4th Floor, Building 2, Hangxing Science Park, No. 11, Hepingli East Street, Dongcheng District, Beijing 100013, PRC on 2 June 2023, at 4:00 p.m.. The poll results were as follows:

Ordinary Resolutions ^(Note 1)		For		Against	
		Number of Shares	Approximate %	Number of Shares	Approximate %
1	To receive and consider the audited financial statements and the reports of the Directors and auditors of the Company and its subsidiaries for the year ended 31 December 2022.	653,820,119	100%	0	0%

Ordinary Resolutions ^(Note 1)		For		Against	
		Number of Shares	Approximate %	Number of Shares	Approximate %
2	To re-appoint PricewaterhouseCoopers as the auditors of the Company and to authorise the Board to fix their remuneration.	653,820,119	100.00%	0	0%
3(A)	Mr. Liu Jun be re-elected as an executive Director;	653,775,619	99.99%	44,500	0.01%
3(B)	Mr. Lin Dewei be re-elected as a non-executive Director;	653,820,119	100%	0	0%
3(C)	Mr. Zhang Tim Tianwei be re-elected as an independent non-executive Director; and	653,820,119	100%	0	0%
3(D)	To authorise the Board to fix the remuneration of the Directors.	653,820,119	100%	0	0%
4(A)	To grant a general mandate to the Directors to issue new shares of the Company.	400,046,005	61.19%	253,774,114	38.81%
4(B)	To grant a general mandate to the Directors to repurchase shares of the Company.	653,820,119	100.00%	0	0.00%
4(C)	To extend the general mandate to be given to the Directors to issue shares.	400,046,005	61.19%	253,774,114	38.81%

As more than 50% of the votes were cast in favour of each of the above Resolutions, all the Resolutions were duly passed as ordinary resolutions of the Company.

SPECIAL Resolution ^(Note 1)		For		Against	
		Number of Shares	Approximate %	Number of Shares	Approximate %
5	To approve the proposed amendments to the existing memorandum and articles of association of the Company and to adopt the second amended and restated memorandum and articles of association of the Company.	653,717,969	99.98%	102,150	0.02%

As a majority of not less than three-fourths of the votes were cast in favour of the above Resolution, such Resolution was passed as a special resolution of the Company. The Proposed Amendments and the adoption of the new M&A have taken effect on the same day.

Notes:

1. The description of the Resolutions is by way of summary only. Please refer to the AGM Notice and the Circular for the full text of the Resolutions.
2. As at the date of the AGM, the total number of Shares of the Company was 1,309,931,119, which was the total number of Shares entitling the holders to attend and vote on all the Resolutions at the AGM.
3. There were no restrictions on the Shareholders to cast any votes on any of the Resolutions proposed at the AGM. There was no Share entitling the Shareholders to attend and vote only against the Resolutions proposed at the AGM.
4. There were no Shares entitling the holders to attend and abstain from voting in favour of a Resolution at the AGM as set out in Rule 13.40 of the Listing Rules. No Shareholder was required under the Listing Rules to abstain from voting on any Resolution at the AGM. No Shareholders had stated their intention in the Circular to vote against or to abstain from voting on any Resolution at the AGM.

Computershare Hong Kong Investor Services Limited, the Company's branch share registrar in Hong Kong, was appointed and acted as the scrutineer at the AGM for the purpose of vote-taking.

Mr. Liu Jun and Mr. Zhang Yonghong (being executive Directors); Mr. Guo Fansheng, Mr. Sun Yang and Mr. Lin Dewei (being non-executive Directors); and Mr. Zhang Ke and Mr. Zhang Tim Tianwei (being independent non-executive Directors) attended the AGM.

By order of the Board
HC GROUP INC.
Liu Jun
Chairman and Chief Executive Officer

Hong Kong, 2 June 2023

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

Mr. Liu Jun (*Executive Director, Chairman and Chief Executive Officer*)
Mr. Zhang Yonghong (*Executive Director*)
Mr. Liu Xiaodong (*Executive Director and President*)
Mr. Guo Fansheng (*Non-executive Director*)
Mr. Sun Yang (*Non-executive Director*)
Mr. Lin Dewei (*Non-executive Director*)
Mr. Zhang Ke (*Independent non-executive Director*)
Mr. Zhang Tim Tianwei (*Independent non-executive Director*)
Ms. Qi Yan (*Independent non-executive Director*)