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(Incorporated in the Cayman Islands with limited liability)

(Stock code: 2100)

POLL RESULTS OF THE ANNUAL GENERAL MEETING HELD ON 27 JUNE 2023, APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR, AND CHANGE IN COMPOSITION OF BOARD COMMITTEE

Reference is made to the circular (the “Circular”) of BAIOO Family Interactive Limited (the “Company”) incorporating, amongst others, the notice (the “Notice”) of the annual general meeting of the Company (the “AGM”) dated 27 April 2023. Unless the context otherwise requires, capitalised terms used herein shall have the same meanings as those defined in the Circular.

At the AGM held on 27 June 2023, all the proposed ordinary resolutions and special resolution as set out in the Notice were voted by poll.

POLL RESULTS OF THE AGM

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

Ordinary Resolutions		Number of Votes (%)	
		For	Against
1.	To consider and adopt the audited consolidated financial statements of the Company for the year ended 31 December 2022 and the reports of the directors of the Company (the “Directors”) and the independent auditor of the Company (the “Auditor”) thereon.	1,515,922,344 (99.94%)	984,000 (0.06%)
2.	To declare a special dividend of HK\$0.015 per ordinary share of the Company (the “Share(s)”) for the year ended 31 December 2022.	1,516,906,344 (100%)	0 (0%)
3(a).	To re-elect Dr. Wang Qing (who has served more than nine years) as an independent non-executive Director.	1,516,906,344 (100%)	0 (0%)
3(b).	To re-elect Mr. Ma Xiaofeng (who has served more than nine years) as an independent non-executive Director.	1,516,876,294 (99.99%)	30,050 (0.01%)
3(c).	To elect Mr. Wei, Kevin Cheng as an independent non-executive Director.	1,516,906,344 (100%)	0 (0%)
3(d).	To authorise the board of Directors (the “Board”) to fix the remuneration of Directors.	1,516,906,344 (100%)	0 (0%)

Ordinary Resolutions		Number of Votes (%)	
		For	Against
4.	To re-appoint PricewaterhouseCoopers as the Auditor and to authorise the Board to fix its remuneration.	1,516,876,294 (99.99%)	30,050 (0.01%)
5.	To give a general mandate to the Directors to repurchase Shares not exceeding 10% of the total number of issued Shares as at the date of passing of this resolution.	1,516,906,344 (100%)	0 (0%)
6.	To give a general mandate to the Directors to allot, issue and deal with additional Shares not exceeding 20% of the total number of issued Shares as at the date of passing of this resolution.	1,494,759,276 (98.54%)	22,147,068 (1.46%)
7.	To extend the general mandate granted to the Directors to issue, allot and deal with additional Shares by the number of the Shares repurchased by the Company.	1,494,759,277 (98.54%)	22,147,067 (1.46%)
Special Resolution		Number of Votes (%)	
		For	Against
8.	To approve the proposed amendments of the existing second amended and restated memorandum and articles of association of the Company and the adoption of the third amended and restated memorandum and articles of association of the Company.	1,494,725,276 (98.54%)	22,181,068 (1.46%)
Ordinary Resolutions		Number of Votes (%)	
		For	Against
9(a).	To adopt the 2023 RSU Scheme and authorise the Directors to do all such acts and to enter into all such transactions, arrangements and agreements as may be necessary or expedient in order to give full effect to the 2023 RSU Scheme.	1,494,756,277 (98.54%)	22,150,067 (1.46%)
9(b).	To approve the Scheme Mandate Limit of no more than 282,284,400 Shares, being 10% of the Shares in issue as at the date of passing of this resolution and authorise the Board to grant share options and awards to the grantees under the share schemes up to the Scheme Mandate Limit and to exercise all the powers of the Company to allot, issue and deal with Shares pursuant to the exercise of such share options and awards.	1,494,756,277 (98.54%)	22,150,067 (1.46%)
9(c).	To approve the Service Provider Sub-limit of no more than 28,228,440 Shares, being 1% of the Shares in issue as at the date of passing of this resolution and authorise the Board to grant share options and awards to the Service Providers under the share schemes up to the Service Provider Sub-limit and to exercise all the powers of the Company to allot, issue and deal with Shares pursuant to the exercise of such share options and awards.	1,494,756,277 (98.54%)	22,150,067 (1.46%)

Notes:

- (a) As more than 50% of votes were cast in favour resolutions numbered 1, 2, 3(a) to 3(d), 4 to 7 and 9(a) to 9(c), all such resolutions duly passed as ordinary resolutions at the AGM.
- (b) As more than 75% of votes were cast in favour of resolution numbered 8, such resolution was duly passed as special resolution of the Company.
- (c) As at the date of the AGM, the total number of issued shares of the Company was 2,822,844,000 Shares, being the total number of Shares entitling the holders to attend and vote for or against the resolutions proposed at the AGM. The full text of the aforesaid resolutions was set out in the Circular.
- (d) There were (i) no Shares entitling the holders to attend and abstain from voting in favour of any resolution at the AGM as set out in Rule 13.40 of the Listing Rules at the AGM; and (ii) no Shareholder was required under the Listing Rules to abstain from voting on the resolutions at the AGM and these were no restrictions on any Shareholder casting vote on the resolutions proposed at the AGM.
- (e) None of the Shareholders of the Company have stated their intention in the Circular to vote against or to abstain from voting on any of the resolutions proposed at the AGM.
- (f) The Company's Hong Kong share registrar, Tricor Investor Services Limited, acted as the scrutineer for the vote-taking at the AGM.
- (g) The executive Directors, Mr. Li Chong and Mr. Wu Lili attended the AGM in person and Mr. Dai Jian attended the AGM through the telecommunication facilities. The independent non-executive Directors, Ms. Liu Qianli, Dr. Wang Qing and Mr. Ma Xiaofeng attended the AGM through the telecommunication facilities.

APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR

As resolution numbered 3(c) set out above was duly passed by the Shareholders at the AGM, Mr. Wei will be appointed as an INED of the Company with effect from 1 July 2023. For the biographical details of Mr. Wei, please refer to the circular of the Company dated 27 April 2023.

The Board would like to take this opportunity to express its warmest welcome to Mr. Wei in joining the Board.

CHANGE IN COMPOSITION OF BOARD COMMITTEE

The Board is pleased to announce that Mr. Wei will be appointed as a member of the Audit Committee of the Board with effect from 1 July 2023. Following such change being effective, the Audit Committee will be composed of four members, namely Ms. Liu Qianli, Dr. Wang Qing, Mr. Ma Xiaofeng and Mr. Wei.

By Order of the Board
BAIOO Family Interactive Limited
DAI Jian

Chairman, Chief Executive Officer and Executive Director

Hong Kong, 27 June 2023

As at the date of this announcement, the executive directors of the Company are Mr. DAI Jian, Mr. WU Lili and Mr. LI Chong; the independent non-executive directors of the Company are Ms. LIU Qianli, Dr. WANG Qing and Mr. MA Xiaofeng.