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**netjoy<sup>+</sup>**

**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 EXTRAORDINARY GENERAL MEETING  
HELD ON AUGUST 16, 2023**

Reference is made to the circular of Netjoy Holdings Limited (the “**Company**”) dated July 31, 2023 (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 extraordinary general meeting (the “**EGM**”) of the Company, the total number of issued Shares was 795,658,000. As disclosed in the Circular, Ms. Zha Junling (查俊玲) (holds 19,000 Shares, representing approximately 0.0024% of the issued Shares of the Company, as at the date of EGM) is required to abstain from voting on the ordinary resolution numbered 2 at the EGM; and Dai SPV, the close associate of Ms. Peng Ting (彭婷) (holds 52,981,959 Shares, representing approximately 6.6589% of the issued Shares of the Company, as at the date of EGM and Ms. Peng Ting is deemed to have interests of such Shares), is required to abstain from voting on the ordinary resolution numbered 4 at the EGM. Accordingly, the total number of Shares entitling the holders of which to attend at the EGM and vote on (i) the ordinary resolutions numbered 1 and 3 was 795,658,000 Shares respectively; (ii) the ordinary resolution numbered 2 was 795,639,000 Shares; and (iii) the ordinary resolution numbered 4 was 742,676,041 Shares. Save as disclosed above, and to the best knowledge, belief and information of the Directors after having made all reasonable enquiries, (i) there was no restriction on any Shareholder casting votes on any of the proposed resolutions at the EGM; (ii) there was no Share entitling the Shareholders to attend and vote only against the proposed resolutions at the EGM; and (iii) 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 EGM.

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

The Board is pleased to announce that at the EGM held on August 16, 2023, all the proposed resolutions as set out in the notice of the EGM were duly passed by way of poll. The poll results are as follows:

ORDINARY RESOLUTIONS		NUMBER OF VOTES CAST AND APPROXIMATE PERCENTAGE OF TOTAL NUMBER OF VOTES CAST (%)	
		For	Against
1.	To approve, confirm and ratify the grant of 10,879,814 Share Options to Ms. Zha Lijun (查麗君), the executive Director and a senior vice president of the Company, entitling Ms. Zha Lijun to subscribe for 10,879,814 Shares of US\$0.00005 each of the Company, at an exercise price of HK\$0.8160 per Share (the principal terms and conditions of such grant are set out in the Circular) under and pursuant to the Share Option Scheme and on such terms as stipulated in the offer letter issued by the Company pursuant to the Share Option Scheme, and to authorise the Board to exercise all rights and powers available to it as it may in its sole discretion consider necessary or expedient to give full effect to the grant of 10,879,814 Share Options to Ms. Zha Lijun and the issue of the Shares upon the exercise of such Share Options by Ms. Zha Lijun, and to approve, confirm and ratify any and all such acts to effect the aforesaid grant.	448,952,090 87.88%	61,937,752 12.12%
2.	To approve, confirm and ratify the grant of 10,511,187 Share Options to Ms. Zha Junling (查俊玲), the vice president of finance of the Company, entitling Ms. Zha Junling to subscribe for 10,511,187 Shares of US\$0.00005 each, at an exercise price of HK\$0.8160 per Share (the principal terms and conditions of such grant are set out in the Circular) under and pursuant to the Share Option Scheme and on such terms as stipulated in the offer letter issued by the Company pursuant to the Share Option Scheme, and to authorise the Board to exercise all rights and powers available to it as it may in its sole discretion consider necessary or expedient to give full effect to the grant of 10,511,187 Share Options to Ms. Zha Junling and the issue of the Shares upon the exercise of such Share Options by Ms. Zha Junling, and to approve, confirm and ratify any and all such acts to effect the aforesaid grant.	448,952,090 87.88%	61,937,752 12.12%

ORDINARY RESOLUTIONS		NUMBER OF VOTES CAST AND APPROXIMATE PERCENTAGE OF TOTAL NUMBER OF VOTES CAST (%)	
		For	Against
3.	To approve, confirm and ratify the grant of 9,895,547 Share Options to Mr. Xu Songdao (徐頌道), the head of marketing center of the Company, entitling Mr. Xu Songdao to subscribe for 9,895,547 Shares of US\$0.00005 each, at an exercise price of HK\$0.8160 per Share (the principal terms and conditions of such grant are set out in the Circular) under and pursuant to the Share Option Scheme and on such terms as stipulated in the offer letter issued by the Company pursuant to the Share Option Scheme, and to authorise the Board to exercise all rights and powers available to it as it may in its sole discretion consider necessary or expedient to give full effect to the grant of 9,895,547 Share Options to Mr. Xu Songdao and the issue of the Shares upon the exercise of such Share Options by Mr. Xu Songdao, and to approve, confirm and ratify any and all such acts to effect the aforesaid grant.	448,952,090 87.88%	61,937,752 12.12%
4.	To approve, confirm and ratify the grant of 9,544,064 Share Options to Ms. Peng Ting (彭婷), the senior vice president and a joint company secretary of the Company, who is the spouse of Mr. Dai Liqun, a non-executive Director, entitling Ms. Peng Ting to subscribe for 9,544,064 Shares of US\$0.00005 each, at an exercise price of HK\$0.8160 per Share (the principal terms and conditions of such grant are set out in the Circular) under and pursuant to the Share Option Scheme and on such terms as stipulated in the offer letter issued by the Company pursuant to the Share Option Scheme, and to authorise the Board to exercise all rights and powers available to it as it may in its sole discretion consider necessary or expedient to give full effect to the grant of 9,544,064 Share Options to Ms. Peng Ting and the issue of the Shares upon the exercise of such Share Options by Ms. Peng Ting, and to approve, confirm and ratify any and all such acts to effect the aforesaid grant.	395,970,131 86.47%	61,937,752 13.53%

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, all the above resolutions were duly passed as ordinary resolutions.

Mr. XU Jiaqing, the chairman of the EGM, 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 EGM in person or by electronics means.

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

Shanghai, the PRC, August 16, 2023

*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.*