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CaoCao Inc.
曹操出行有限公司
(A company incorporated in the Cayman Islands with limited liability)
(Stock Code: 02643)

ANNOUNCEMENT

POLL RESULTS OF EXTRAORDINARY GENERAL MEETING HELD ON FEBRUARY 27, 2026

The Board is pleased to announce that all the resolutions proposed at the EGM held on February 27, 2026 were duly passed by way of poll.

Reference is made to the circular (the "**Circular**") of CaoCao Inc. (the "**Company**") and the notice (the "**Notice**") of the extraordinary general meeting (the "**EGM**") both dated January 27, 2026. Unless otherwise defined herein, capitalized terms used herein shall have the same meanings as defined in the Circular.

POLL RESULTS OF THE EGM

The Board is pleased to announce that all the resolutions proposed at the EGM were duly passed by way of poll.

Computershare Hong Kong Investor Services Limited, the Company's branch share registrar and transfer office in Hong Kong, was appointed as the scrutineer for the vote-taking at the EGM.

The poll results in respect of the resolutions proposed at the EGM are set out below:

ORDINARY RESOLUTIONS		**Number of votes cast (percentage of total number of votes cast)**	
		FOR	**AGAINST**
1.	"**THAT** (a) the share purchase agreement dated December 30, 2025 (the "SPA"), a copy of which has been produced to this meeting and marked "A" and initiated by the chairman of this meeting for identification purpose, pursuant to which Suzhou Youxing Qianli Network Technology Co., Ltd. agreed to acquire, and Zhejiang Geely Holding Group Company Limited agreed to sell, the entire equity interest in Zhejiang Geely Business Service Co., Ltd. for a cash consideration of RMB65,000,000, be and is hereby approved, ratified and confirmed; and	56,068,498 (99.999287%)	400 (0.000713%)

ORDINARY RESOLUTIONS		Number of votes cast (percentage of total number of votes cast)	
		FOR	**AGAINST**
	(b) any director of the Company be and is hereby authorized to sign, execute, perfect and deliver all such documents and do all such deeds, acts, matters and things as he may in his absolute discretion consider necessary or desirable for the purpose of or in connection with the implementation of the SPA and other matters contemplated thereunder or ancillary thereto, to waive compliance from and/or agree to any amendment or supplement to the SPA which in his opinion is not of a material nature and to effect or implement any other matters referred to in this resolution."	56,068,498 (99.999287%)	400 (0.000713%)
2.	"**THAT** (a) the share incentive scheme (the "Share Incentive Scheme"), a copy of which has been produced to this meeting and marked "B" and initiated by the chairman of this meeting for identification purpose, be and is hereby approved and adopted, subject to and conditional upon the Listing Committee of The Stock Exchange of Hong Kong Limited (the "Stock Exchange") granting approval for the listing of, and permission to deal in, the shares of the Company (the "Shares") which may fall to be issued and allotted upon the vesting of any option(s) or restricted share unit(s) (the "Award(s)") which may be granted under the Share Incentive Scheme;	432,196,198 (99.970994%)	125,400 (0.029006%)
	(b) the board of Directors of the Company (the "Board") or its delegate(s) be and are hereby authorized to take all such steps and attend all such matters, approve and execute (whether under hand or under seal) such documents and do such other things, for and on behalf of the Company, as the Board or its delegate(s) may consider necessary, desirable or expedient to effect and implement the Share Incentive Scheme;	432,196,198 (99.970994%)	125,400 (0.029006%)

ORDINARY RESOLUTIONS			Number of votes cast (percentage of total number of votes cast)	
			FOR	AGAINST
	(c)	the total number of Shares which may be issued in respect of all Awards to be granted under the Share Incentive Scheme and any other share schemes involving issuance of new shares or transfer of treasury shares adopted and to be adopted by the Company from time to time not in aggregate exceeding 10% of the total number of issued Shares of the Company (excluding treasury shares) as at the date of passing this resolution, be and is hereby approved;	432,196,198 (99.970994%)	125,400 (0.029006%)
	(d)	the total number of Shares which may be issued in respect of all Awards to be granted to all Service Providers (as defined in the Share Incentive Scheme) under the Share Incentive Scheme and any other share schemes involving issuance of new shares or transfer of treasury shares adopted and to be adopted by the Company from time to time not in aggregate exceeding 1% of the total number of issued Shares of the Company (excluding treasury shares) as at the date of passing this resolution, be and is hereby approved."	432,196,198 (99.970994%)	125,400 (0.029006%)

As at the date of the EGM, the total number of Shares in issue was 581,440,213. The Company did not hold any treasury shares (including any treasury shares held or deposited with the Central Clearing and Settlement System).

At the EGM, Ugo Investment and Oceanpine Marvel, which in aggregate held 436,374,500 Shares representing approximately 75.05% of the total number of Shares in issue as at the date of the EGM, abstained from voting on resolution numbered 1 proposed at the EGM and the Shares held by them were not counted towards such resolution. As a result, only Independent Shareholders holding a total of 145,065,713 Shares were entitled to attend and vote on resolution numbered 1 at the EGM. The intention of Ugo Investment and Oceanpine Marvel to abstain from voting on such resolution was stated in the Circular.

No Shareholder was required to abstain from voting on resolution numbered 2 proposed at the EGM, and the total number of Shares entitling the holders to attend and vote on such resolution was 581,440,213, representing 100% of the total number of Shares in issue as at the date of the EGM.

No Shareholder was entitled to attend but was required to abstain from voting in favour of any of the resolutions proposed at the EGM as set out in Rule 13.40 of the Listing Rules.

As more than 50% of the votes were cast in favour of each resolution, all the resolutions were duly passed as ordinary resolutions. The full text of the resolutions was set out in the Notice.

The following Directors of the Company attended the EGM in person or by electronic means: Mr. Xin Gong, Mr. Jian Yang, Ms. Xin Liu, Ms. Ning Liu and Mr. Qiang Fu.

By order of the Board
CaoCao Inc.
Mr. Jian Yang
Chairman of the Board

Hong Kong, February 27, 2026

As of the date of this announcement, the Board comprises (i) Mr. Xin Gong as an executive Director; (ii) Mr. Jian Yang, Mr. Quan Zhang, Mr. Jinliang Liu, Mr. Yang Li and Ms. Xiaohong Zhou as non-executive Directors; and (iii) Ms. Xin Liu, Ms. Ning Liu and Mr. Qiang Fu as independent non-executive Directors.