

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.



CHINASOFT INTERNATIONAL LIMITED

中軟國際有限公司*

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 354)

ANNOUNCEMENT OF POLL RESULTS OF ANNUAL GENERAL MEETING HELD ON 20 MAY 2026 AND RETIREMENT OF DIRECTOR

The Board announces that all resolutions proposed at the AGM held on 20 May 2026 were duly passed by the Shareholders attending and voting by way of poll.

Dr. He Ning retired from office as an executive Director with effect from the conclusion of the AGM.

Reference is made to the notice of annual general meeting (the “**AGM**”) of Chinasoft International Limited (the “**Company**”) dated 27 April 2026 (the “**AGM Notice**”) and the circular of the Company dated 27 April 2026 (the “**Circular**”).

POLL RESULTS OF THE AGM

The board of directors of the Company (the “**Board**”) announces that all the resolutions proposed at the AGM were approved by the holders of ordinary shares of the Company (the “**Shareholders**”) by poll. The poll results in respect of the ordinary resolutions proposed at the AGM were as follows:

* *For identification purposes only*

ORDINARY RESOLUTIONS#		Number of votes cast and percentage of total number of votes cast (%)	
		For	Against
1.	To receive and consider the audited consolidated financial statements of the Company and the reports of the directors and independent auditor of the Company for the year ended 31 December 2025.	591,011,166 (99.89%)	635,991 (0.11%)
As more than 50% of the votes were cast in favour of the resolution, the resolution was carried.			
2.	(i) To re-elect Dr. Chen Yuhong as an executive director of the Company.	584,436,903 (98.78%)	7,210,254 (1.22%)
As more than 50% of the votes were cast in favour of the resolution, the resolution was carried.			
	(ii) To re-elect Mr. Yeung Tak Bun, <i>J.P.</i> as an independent non-executive director of the Company.	587,390,382 (99.28%)	4,256,775 (0.72%)
As more than 50% of the votes were cast in favour of the resolution, the resolution was carried.			
3.	To authorise the board of directors of the Company to fix the remuneration of directors of the Company.	590,724,140 (99.84%)	923,017 (0.16%)
As more than 50% of the votes were cast in favour of the resolution, the resolution was carried.			
4.	To re-appoint Deloitte Touche Tohmatsu as auditor of the Company and authorise the board of directors of the Company to fix the remuneration of auditor.	559,362,314 (94.54%)	32,284,843 (5.46%)
As more than 50% of the votes were cast in favour of the resolution, the resolution was carried.			
5.	Ordinary Resolution no. 5 (to grant general mandate to issue and allot new shares and to sell or transfer treasury shares of the Company).	590,918,162 (99.88%)	728,995 (0.12%)
As more than 50% of the votes were cast in favour of the resolution, the resolution was carried.			
6.	Ordinary Resolution no. 6 (to grant general mandate to repurchase shares).	591,647,147 (100.00%)	10 (0.00%)
As more than 50% of the votes were cast in favour of the resolution, the resolution was carried.			

ORDINARY RESOLUTIONS [#]		Number of votes cast and percentage of total number of votes cast (%)	
		For	Against
7.	Ordinary Resolution no. 7 (to approve the payment of a final dividend of HK\$0.0466 per ordinary share from the share premium account of the Company in respect of the year ended 31 December 2025).	591,647,147 (100.00%)	10 (0.00%)
	As more than 50% of the votes were cast in favour of the resolution, the resolution was carried.		
8.	Ordinary Resolution no. 8 (to approve the adoption of 2026 Share Award Scheme).	590,261,931 (99.77%)	1,385,226 (0.23%)
	As more than 50% of the votes were cast in favour of the resolution, the resolution was carried.		

[#] *The full text of these resolutions is set out in the AGM Notice contained in the Circular.*

As at the date of the AGM, a total of 2,732,079,358 ordinary shares of the Company (the “**Shares**”) are in issue. There were no treasury shares held by the Company (including any treasury shares held or deposited with the Central Clearing and Settlement System) nor shares repurchased by the Company pending cancellation. As mentioned in the Circular, the trustee of the share award scheme (adopted by the Board on 10 December 2018) held 193,016,878 Shares as at the date of AGM and should not exercise the voting rights in respect of these Shares under the trust and did abstain from voting on the said proposed resolutions. The total number of Shares entitling the holders to attend and vote for or against the ordinary resolutions at the AGM is 2,539,062,480 Shares. Save as above, there were no Shares entitling the holders to attend and abstain from voting in favour of the ordinary resolutions at the AGM as set out in Rule 13.40 of the Rules Governing the Listing of Securities (the “**Listing Rules**”) on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) and there were no Shares requiring the holders to abstain from voting at the AGM under the Listing Rules.

Computershare Hong Kong Investor Services Limited, the Company’s Hong Kong branch share registrar, was appointed as the scrutineer for vote-taking at the AGM.

Professor Mo Lai Lan has attended the AGM. Dr. Chen Yuhong, Dr. He Ning, Dr. Tang Zhenming, Dr. Zhang Yaqin, Mr. Gao Liangyu, Dr. Lai Guanrong and Mr. Yeung Tak Bun, *J.P.* were unable to attend the AGM due to their other business commitments.

RETIREMENT OF EXECUTIVE DIRECTOR

As set out in the Circular, in order to devote more time to his personal work arrangements, Dr. He Ning (“**Dr. He**”) would retire from the Board by rotation and did not offer himself for re-election at the AGM. Accordingly, with effect from the conclusion of the AGM, Dr. He retired as an executive director of the Company.

Dr. He has confirmed that he has no disagreement with the Board and there are no other matters relating to his retirement that need to be brought to the attention of the Shareholders or the Stock Exchange.

The Board would like to express its appreciation to Dr. He for his contributions as an executive director of the Company.

By order of the Board
Chinasoft International Limited
Dr. Chen Yuhong
Chairman and Chief Executive Officer

Hong Kong, 20 May 2026

As at the date of this announcement and after the conclusion of the AGM, the Board comprises two executive Directors, namely Dr. Chen Yuhong (Chairman and Chief Executive Officer) and Dr. Tang Zhenming (Vice Chairman), two non-executive Directors, namely Dr. Zhang Yaqin and Mr. Gao Liangyu, and three independent non-executive Directors, namely Dr. Lai Guanrong, Professor Mo Lai Lan and Mr. Yeung Tak Bun J.P..