百融云创

Bairong Inc.
百融雲創

(A company controlled through weighted voting rights and incorporated in the Cayman Islands with limited liability)
(Stock Code: 6608)

POLL RESULTS OF ANNUAL GENERAL MEETING HELD ON MAY 16, 2023

References are made to the circular of Bairong Inc. (the "**Company**") dated April 21, 2023 (the "**Circular**") and the clarification announcement of the Company dated April 28, 2023. Capitalised terms used herein shall have the same meanings as those defined in the Circular, unless the context requires otherwise.

The Board is pleased to announce that at the annual general meeting (the "**AGM**") of the Company held on May 16, 2023, all the proposed resolutions as set out in the notice of the AGM were duly passed by way of poll. The poll results are as follows:

ORDINARY RESOLUTIONS			Number of Votes Cast (%)		Total Number of Votes Cast	Total Number of Voting Shares
			For	Against		
1.	To receive and adopt the audited consolidated financial statements of the Company and the reports of the directors of the Company (the "**Directors**") and independent auditor of the Company (the "**Auditor**") for the year ended December 31, 2022.	Class A Shares	799,141,810 100.000000%	0 0.000000%	799,141,810	79,914,181
		Class B Shares	176,983,200 99.998587%	2,500 0.001413%	176,985,700	176,985,700
		TOTAL	976,125,010 99.999744%	2,500 0.000256%	976,127,510	256,899,881
2.	To re-elect Mr. Zhang Shaofeng as an executive Director.	Class A Shares	799,141,810 100.000000%	0 0.000000%	799,141,810	79,914,181
		Class B Shares	175,551,075 99.189412%	1,434,625 0.810588%	176,985,700	176,985,700
		TOTAL	974,692,885 99.853029%	1,434,625 0.146971%	976,127,510	256,899,881

ORDINARY RESOLUTIONS			Number of Votes Cast (%)		Total Number of Votes Cast	Total Number of Voting Shares
			For	Against		
3.	To re-elect Mr. Zhao Hongqiang as an executive Director.	Class A Shares	799,141,810 100.000000%	0 0.000000%	799,141,810	79,914,181
		Class B Shares	175,529,578 99.177266%	1,456,122 0.822734%	176,985,700	176,985,700
		TOTAL	974,671,388 99.850827%	1,456,122 0.149173%	976,127,510	256,899,881
4.	To re-elect Mr. Bai Linsen as a non-executive Director.	Class A Shares	799,141,810 100.000000%	0 0.000000%	799,141,810	79,914,181
		Class B Shares	175,499,953 99.160527%	1,485,747 0.839473%	176,985,700	176,985,700
		TOTAL	974,641,763 99.847792%	1,485,747 0.152208%	976,127,510	256,899,881
5.	To re-elect Mr. Ou Wenzhi as a non-executive Director.	Class A Shares	799,141,810 100.000000%	0 0.000000%	799,141,810	79,914,181
		Class B Shares	175,907,578 99.390842%	1,078,122 0.609158%	176,985,700	176,985,700
		TOTAL	975,049,388 99.889551%	1,078,122 0.110449%	976,127,510	256,899,881
6.	To authorise the board of Directors (the "**Board**") to fix the remuneration of the Directors.	Class A Shares	799,141,810 100.000000%	0 0.000000%	799,141,810	79,914,181
		Class B Shares	173,611,054 98.093266%	3,374,646 1.906734%	176,985,700	176,985,700
		TOTAL	972,752,864 99.654282%	3,374,646 0.345718%	976,127,510	256,899,881
7.	To re-appoint KPMG as the Auditor, and to authorise the Board to fix its remuneration for the year ending December 31, 2023.	Class A Shares	79,914,181 100.000000%	0 0.000000%	79,914,181	79,914,181
		Class B Shares	176,638,078 99.803588%	347,622 0.196412%	176,985,700	176,985,700
		TOTAL	256,552,259 99.864686%	347,622 0.135314%	256,899,881	256,899,881

ORDINARY RESOLUTIONS			Number of Votes Cast (%) For	Number of Votes Cast (%) Against	Total Number of Votes Cast	Total Number of Voting Shares
8.	To grant a general mandate to the Directors to repurchase the Company's shares not exceeding 10% of the total number of issued shares of the Company as at the date of passing this resolution (the "**Share Repurchase Mandate**").	Class A Shares	799,141,810 100.000000%	0 0.000000%	799,141,810	79,914,181
		Class B Shares	176,959,200 99.985027%	26,500 0.014973%	176,985,700	176,985,700
		TOTAL	976,101,010 99.997285%	26,500 0.002715%	976,127,510	256,899,881
9.	To grant a general mandate to the Directors to issue, allot and deal with new class B ordinary shares of the Company not exceeding 20% of the total number of issued shares of the Company as at the date of passing this resolution (the "**Share Issue Mandate**").	Class A Shares	799,141,810 100.000000%	0 0.000000%	799,141,810	79,914,181
		Class B Shares	166,613,396 94.139468%	10,372,304 5.860532%	176,985,700	176,985,700
		TOTAL	965,755,206 98.937403%	10,372,304 1.062597%	976,127,510	256,899,881
10.	Conditional upon the passing of resolutions nos. 8 and 9, to extend the Share Issue Mandate granted to the Directors to issue, allot and deal with additional shares in the capital of the Company by the total number of shares repurchased by the Company under the Share Repurchase Mandate.	Class A Shares	799,141,810 100.000000%	0 0.000000%	799,141,810	79,914,181
		Class B Shares	166,691,896 94.183822%	10,293,804 5.816178%	176,985,700	176,985,700
		TOTAL	965,833,706 98.945445%	10,293,804 1.054555%	976,127,510	256,899,881

SPECIAL RESOLUTION			Number of Votes Cast (%)		Total Number of Votes Cast	Total Number of Voting Shares
			For	Against		
11.	To approve and adopt the fourth amended and restated memorandum and articles of association of the Company as the new memorandum and articles of association of the Company in substitution for and to the exclusion of the existing third amended and restated memorandum and articles of association of the Company with immediate effect after the closing of the Annual General Meeting, and to authorise any one of the Directors to do all things necessary or expedient to implement the adoption of the fourth amended and restated memorandum and articles of association of the Company.	Class A Shares	79,914,181 100.000000%	0 0.000000%	79,914,181	79,914,181
		Class B Shares	176,983,200 99.998587%	2,500 0.001413%	176,985,700	176,985,700
		TOTAL	256,897,381 99.999027%	2,500 0.000973%	256,899,881	256,899,881

Notes:

(a) As a majority of the votes were cast in favour of each of the resolutions numbered 1 to 10 above, all such ordinary resolutions were duly passed.

(b) As not less than three-fourths of the votes were cast in favour of the resolution numbered 11 above, such special resolution was duly passed.

(c) The number and percentage of votes are based on the total number of votes cast by the Shareholders at the AGM in person or by proxy.

(d) As at the date of the AGM, the total number of Shares in issue is 502,673,389 Shares, comprising 79,914,181 Class A Shares and 422,759,208 Class B Shares.

(e) The total number of Shares entitling the holders to attend and vote on the resolutions is 502,673,389 Shares, comprising 79,914,181 Class A Shares and 422,759,208 Class B Shares.

(f) The total number of Shares entitling the holders to attend and abstain from voting in favour of the resolutions at the AGM as set out in Rule 13.40 of the Listing Rules: Nil.

(g) The total number of Shares that are required under the Listing Rules to abstain from voting at the AGM: Nil.

(h) None of the Shareholders have stated their intention in the Circular to vote against or to abstain from voting on any of the resolutions at the AGM.

(i) According to the Articles of Association, each Class A Share and each Class B Share shall entitle its holder to one vote on a poll at the AGM in respect of the resolutions numbered 7 and 11 above. Each Class A Share shall entitle its holder to ten votes and each Class B Share shall entitle its holder to one vote in respect of the resolutions numbered 1 to 6 and 8 to 10 above.

(j) The Hong Kong share registrar of the Company, Computershare Hong Kong Investor Services Limited, acted as the scrutineer for the vote-taking at the AGM.

(k) All Directors, namely Mr. Zhang Shaofeng, Mr. Zhao Hongqiang, Ms. Zhao Jing, Mr. Bai Linsen, Mr. Ou Wenzhi, Professor Chen Zhiwu, Mr. Zhou Hao, Professor Guo Yike and Dr. Li Yao attended the AGM, either in person or by means of electronic facilities.

By order of the Board
Bairong Inc.
Zhang Shaofeng
Chairman

Hong Kong, May 16, 2023

As at the date of this announcement, the Board comprises Mr. Zhang Shaofeng, Mr. Zhao Hongqiang and Ms. Zhao Jing as executive Directors, Mr. Bai Linsen, Mr. Ou Wenzhi as non-executive Directors, and Professor Chen Zhiwu, Mr. Zhou Hao, Professor Guo Yike and Dr. Li Yao as independent non-executive Directors.