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 30, 2025

References are made to the circular of Bairong Inc. (the "**Company**") dated April 29, 2025 (the "**Circular**"). 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 30, 2025, 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, 2024.	Class A Shares	732,343,120 100.000000%	0 0.000000%	732,343,120	73,234,312
		Class B Shares	96,464,694 99.623564%	364,500 0.376436%	96,829,194	96,829,194
		TOTAL	828,807,814 99.956041%	364,500 0.043959%	829,172,314	170,063,506
2.	To re-elect Mr. Zhang Shaofeng as an executive Director.	Class A Shares	732,343,120 100.000000%	0 0.000000%	732,343,120	73,234,312
		Class B Shares	94,890,195 97.997506%	1,938,999 2.002494%	96,829,194	96,829,194
		TOTAL	827,233,315 99.766152%	1,938,999 0.233848%	829,172,314	170,063,506

ORDINARY RESOLUTIONS			Number of Votes Cast (%)		Total Number of Votes Cast	Total Number of Voting Shares
			For	Against		
3.	To re-elect Ms. Han Kui Fang as an executive Director.	Class A Shares	732,343,120 100.000000%	0 0.000000%	732,343,120	73,234,312
		Class B Shares	95,722,195 98.856751%	1,106,999 1.143249%	96,829,194	96,829,194
		TOTAL	828,065,315 99.866493%	1,106,999 0.133507%	829,172,314	170,063,506
4.	To re-elect Mr. Bai Linsen as a non-executive Director.	Class A Shares	732,343,120 100.000000%	0 0.000000%	732,343,120	73,234,312
		Class B Shares	93,116,500 96.165729%	3,712,694 3.834271%	96,829,194	96,829,194
		TOTAL	825,459,620 99.552241%	3,712,694 0.447759%	829,172,314	170,063,506
5.	To re-elect Professor Chen Zhiwu as an independent non-executive Director.	Class A Shares	73,234,312 100.000000%	0 0.000000%	73,234,312	73,234,312
		Class B Shares	96,285,944 99.438961%	543,250 0.561039%	96,829,194	96,829,194
		TOTAL	169,520,256 99.680561%	543,250 0.319439%	170,063,506	170,063,506
6.	To authorise the board of Directors (the "**Board**") to fix the remuneration of the Directors.	Class A Shares	732,343,120 100.000000%	0 0.000000%	732,343,120	73,234,312
		Class B Shares	96,552,944 99.714704%	276,250 0.285296%	96,829,194	96,829,194
		TOTAL	828,896,064 99.966684%	276,250 0.033316%	829,172,314	170,063,506
7.	To re-appoint KPMG as Auditor and to authorise the Board to fix their remuneration for the year ending December 31, 2025.	Class A Shares	73,234,312 100.000000%	0 0.000000%	73,234,312	73,234,312
		Class B Shares	94,592,033 97.689580%	2,237,161 2.310420%	96,829,194	96,829,194
		TOTAL	167,826,345 98.684514%	2,237,161 1.315486%	170,063,506	170,063,506

ORDINARY RESOLUTIONS			Number of Votes Cast (%)		Total Number of Votes Cast	Total Number of Voting Shares
			For	Against		
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 (excluding any class B shares that are held as treasury shares) as at the date of passing this resolution (the "**Share Repurchase Mandate**").	Class A Shares	732,343,120 100.000000%	0 0.000000%	732,343,120	73,234,312
		Class B Shares	96,464,694 99.623564%	364,500 0.376436%	96,829,194	96,829,194
		TOTAL	828,807,814 99.956041%	364,500 0.043959%	829,172,314	170,063,506
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 (excluding any class B shares that are held as treasury shares) as at the date of passing this resolution (the "**Share Issue Mandate**").	Class A Shares	732,343,120 100.000000%	0 0.000000%	732,343,120	73,234,312
		Class B Shares	62,612,698 64.663037%	34,216,496 35.336963%	96,829,194	96,829,194
		TOTAL	794,955,818 95.873416%	34,216,496 4.126584%	829,172,314	170,063,506
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 (excluding any class B shares that are held as treasury shares) under the Share Repurchase Mandate.	Class A Shares	732,343,120 100.000000%	0 0.000000%	732,343,120	73,234,312
		Class B Shares	62,615,698 64.666136%	34,213,496 35.333864%	96,829,194	96,829,194
		TOTAL	794,958,818 95.873777%	34,213,496 4.126223%	829,172,314	170,063,506

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) 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.

(c) As at the date of the AGM, the total number of Shares in issue is 466,540,891 Shares, comprising 73,234,312 Class A Shares and 393,306,579 Class B Shares.

(d) The total number of Shares entitling the holders to attend and vote on the resolutions proposed at the AGM is 457,854,391 Shares, comprising 73,234,312 Class A Shares and 384,620,079 Class B Shares.

(e) As at the date of the AGM, the Company did not hold any treasury Shares.

(f) As at the date of the AGM, a total of 2,663,500 Class B Shares repurchased by the Company (the "**Repurchased Shares**") but not yet cancelled. The Repurchased Shares shall not be counted toward the total number of Shares entitling their holders to attend and vote on the resolutions proposed at the AGM.

(g) As at the date of the AGM, GeniAI Tech II Ltd. and GeniAI Tech III Ltd., being the trustees holding the unvested Shares awarded under the 2021 Share Award Scheme, held a total of 6,023,000 Class B Shares. GeniAI Tech II Ltd. and GeniAI Tech III Ltd. were required under Rule 17.05A of the Listing Rules to abstain from voting on matters that required Shareholders' approval under the Listing Rules.

(h) Save as disclosed in this announcement, no other Shareholder is required to abstain from voting in respect of any of the proposed resolutions at the AGM. 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.

(i) 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.

(j) 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 5 and 7 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 4, 6 and 8 to 10 above.

(k) 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.

(l) All Directors, namely Mr. Zhang Shaofeng, Mr. Zheng Wei, Ms. Han Kui Fang, Mr. Bai Linsen, Professor Liao Jianwen, Professor Chen Zhiwu, Mr. Zhou Hao 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 30, 2025

As at the date of this announcement, the Board comprises Mr. Zhang Shaofeng, Mr. Zheng Wei and Ms. Han Kui Fang as executive Directors, Mr. Bai Linsen and Professor Liao Jianwen as non-executive Directors, and Professor Chen Zhiwu, Mr. Zhou Hao and Dr. Li Yao as independent non-executive Directors.