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中软国际

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 EXTRAORDINARY GENERAL MEETING
HELD ON 28 AUGUST 2023**

The Board is pleased to announce that all resolutions proposed at the EGM held on 28 August 2023 were duly passed by the Shareholders attending and voting by way of poll.

Reference is made to the notice of extraordinary general meeting (the “**EGM**”) of Chinasoft International Limited (the “**Company**”) dated 4 August 2023 (the “**EGM Notice**”) and the circular of the Company of even date (the “**Circular**”).

POLL RESULTS OF THE EGM

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

* *For identification purposes only*

SPECIAL RESOLUTIONS [#]		Number of votes cast and percentage of total number of votes cast (%)	
		For	Against
1.	Special Resolution no. 1 (to approve adoption of the Updated New Amended and Restate M&A incorporating the proposed amendments to Articles 10, 44, 56, 58, 76(2), 76(3), 84(2), 86(3), 86(5), 155, 157, 158, 165, and 168 of the existing articles of association of the Company).	1,205,472,579 (100.00%)	0 (0.00%)
As not less than 75% of the votes were cast in favour of the resolution, the resolution was carried.			
2.	Special Resolution no. 2 (to approve adoption of the Updated New Amended and Restated M&A incorporating all the proposed amendments, namely the Core Amendments and the Other Amendments).	For	Against
		1,105,083,571 (91.67%)	100,389,008 (8.33%)
As not less than 75% 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 EGM Notice contained in the Circular.

As both Special Resolution no. 1 and Special Resolution no. 2 were carried, pursuant to Special Resolution no. 1(C), Special Resolution no. 1 had not taken effect whereas Special Resolution no. 2 had taken effect immediately at the close of the EGM.

As at the date of the EGM, a total of 2,974,609,358 ordinary shares of the Company (the “**Shares**”) are in issue. The total number of Shares entitling the holders to attend and vote for or against the ordinary resolutions and special resolution at the EGM is 2,698,888,508 Shares. As mentioned in the Circular, a trustee of the share award scheme (adopted by the Board on 10 December 2018) held 275,720,850 Shares, 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. Save as above, there were no Shares entitling the holders to attend and abstain from voting in favour of the special resolutions at the EGM as set out in Rule 13.40 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”) and there were no Shares requiring the holders to abstain from voting at the EGM 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 EGM.

Professor Mo Lai Lan has attended the EGM. 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 EGM due to their other business commitments.

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

Hong Kong, 28 August 2023

As at the date of this announcement, the Board comprises three executive Directors, namely Dr. Chen Yuhong (Chairman and Chief Executive Officer), Dr. He Ning (Vice Chairman) and Dr. Tang Zhenming, 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..