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NetDragon

NetDragon Websoft Holdings Limited

網龍網絡控股有限公司

(incorporated in the Cayman Islands with limited liability)

(Stock Code: 777)

POLL RESULTS OF ANNUAL GENERAL MEETING HELD ON 1 JUNE 2023

The Board is pleased to announce that all the resolutions proposed were duly passed by way of poll at the AGM held on 1 June 2023.

Reference is made to the circular (the “**Circular**”) of NetDragon Websoft Holdings Limited (the “**Company**”) dated 26 April 2023 and all resolutions proposed in the notice of annual general meeting (the “**Notice of AGM**”) contained herein. Unless stated otherwise, capitalised terms used herein shall have the same meanings as those defined in the Circular.

POLL RESULTS

The board (the “**Board**”) of directors (the “**Director(s)**”) of the Company is pleased to announce that all the resolutions proposed were duly passed by way of poll at the annual general meeting of the Company held on 1 June 2023 (the “**AGM**”). The poll results in respect of all the resolutions proposed at the AGM were as follows:

Ordinary Resolutions		Number of Shares represented by votes cast (and percentage of total number of Shares represented by votes cast)	
		For	Against
1.	To receive and approve the audited consolidated financial statements of the Company and its subsidiaries for the year ended 31 December 2022 and the reports of the directors and auditors of the Company for the year ended 31 December 2022	318,077,989 (99.28%)	2,308,319 (0.72%)

Ordinary Resolutions		Number of Shares represented by votes cast (and percentage of total number of Shares represented by votes cast)	
		For	Against
2.	To approve the recommended final dividend for the year ended 31 December 2022	320,386,297 (99.99%)	11 (0.01%)
3.	To re-appoint Messrs. Deloitte Touche Tohmatsu as the auditors of the Company and to authorise the board of directors to fix their remuneration	316,228,597 (98.70%)	4,157,711 (1.30%)
4A.	To re-elect Chen Hongzhan as executive director of the Company	311,582,102 (97.25%)	8,804,206 (2.75%)
4B.	To re-elect Lin Dongliang as a non-executive director of the Company	289,339,034 (90.31%)	31,047,274 (9.69%)
4C.	To re-elect Liu Sai Keung, Thomas as independent non-executive director of the Company	277,354,961 (86.57%)	43,031,347 (13.43%)
4D.	To re-elect Sing Chung Matthias Li as independent non-executive director of the Company	316,721,701 (98.86%)	3,664,607 (1.14%)
4E.	To authorise the board of directors to fix the remuneration of the directors of the Company for the year ending 31 December 2023	320,358,292 (99.99%)	28,016 (0.01%)
5A.	To grant a general and unconditional mandate to the directors to issue, allot and otherwise deal with the Company's Shares	257,980,051 (80.52%)	62,406,257 (19.48%)
5B.	To grant a general and unconditional mandate to the directors to buy back the Company's Shares	318,738,385 (99.49%)	1,647,923 (0.51%)
5C.	To add the number of the Shares bought back by the Company to the mandate granted to the directors under resolution no. 5A	256,637,509 (80.10%)	63,748,799 (19.90%)

Special Resolution		Number of Shares represented by votes cast (and percentage of total number of Shares represented by votes cast)	
		For	Against
6.	To approve the proposed amendments to the memorandum of association and articles of association and to adopt the amended and restated memorandum and articles of association of the Company and to authorise any one Director or company secretary of the Company to do all necessary to implement the adoption of the amended and restated memorandum and articles of association of the Company.	290,192,901 (90.58%)	30,193,407 (9.42%)

As more than 50% of the votes were cast in favour of each of the above-mentioned ordinary resolutions No.1 to No.5, the ordinary resolutions were duly passed by way of poll at the AGM. As more than 75% of the votes were cast in favour of the special resolution No.6, the special resolution was duly passed by way of poll at the AGM.

As at the date of the AGM, the total number of issued Shares was 540,789,033 Shares, which was equivalent to the total number of Shares entitling the Shareholders to attend and vote for or against the relevant resolutions at the AGM. To the best of the Directors' knowledge, belief and information, no Shareholders had a material interest in the resolutions proposed at the AGM. No Shareholders were entitled to attend the AGM and abstain from voting in favour of the required resolutions at the AGM as set out in rule 13.40 of the Listing Rules. No Shareholders were required under the Listing Rules to abstain from voting on the resolutions at the AGM. 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. The AGM was chaired by Dr. Leung Lim Kin Simon, an executive Director. Dr. Leung Lim Kin Simon, an executive Director, Mr. Lee Kwan Hung, Eddie, Mr. Liu Sai Keung, Thomas and Mr. Sing Chung Matthias Li, the independent non-executive Directors, attended the AGM in person.

Tricor Investor Services Limited, the Hong Kong branch share registrar of the Company, was appointed to act as the scrutineer for the vote-taking at the AGM.

By order of the Board
NetDragon Websoft Holdings Limited
Liu Dejian
Chairman

Hong Kong, 1 June 2023

As at the date of this announcement, the Board comprises five executive Directors, namely Mr. Liu Dejian, Dr. Leung Lim Kin Simon, Mr. Liu Luyuan, Mr. Zheng Hui and Mr. Chen Hongzhan; one non-executive Director, namely Mr. Lin Dongliang; and three independent non-executive Directors, namely Mr. Lee Kwan Hung, Eddie, Mr. Liu Sai Keung, Thomas and Mr. Sing Chung Matthias Li.