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XD Inc.

心动有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 2400)

POLL RESULTS OF THE 2020 ANNUAL GENERAL MEETING

At the Annual General Meeting (the “AGM”) of XD Inc. (the “Company”) held at Unit A1, No. 700 Wanrong Road, Shanghai, China on Wednesday, June 24, 2020 at 11:00 a.m., all the proposed resolutions as set out in the notice of the AGM dated April 29, 2020 were voted by way of poll. Unless the content otherwise requires, capitalized terms used in this announcement shall have the same meanings as those defined in the Company’s circular dated April 29, 2020 (the “Circular”).

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

As at the date of the AGM, the total number of issued shares of the Company was 428,018,500 shares, the holder of which were entitled to attend and vote at the AGM. There were no restrictions on any shareholders to cast votes on any of the proposed resolutions at the AGM. No Shareholder was required to abstain from voting on any of the proposed resolutions at the AGM under the Listing Rules. There was no Share entitling the holder to attend the AGM and abstain from voting in favour of any of the proposed resolutions at the AGM under Rule 13.40 of the Listing Rules. No Shareholder has stated the intention in the Circular to vote against or to abstain from voting on any of the proposed resolutions at the AGM.

The poll results in respect of all the resolutions proposed at the AGM are as follows:

Ordinary Resolutions		Number of Votes (%)	
		For	Against
1.	To receive and consider the audited consolidated financial statements and the reports of the directors and auditor for the year ended December 31, 2019.	277,743,856 (100.00%)	0 (0.00%)
2.	(i) To re-elect Mr. Huang Yimeng as a Director.	277,183,811 (99.76%)	679,445 (0.24%)
	(ii) To re-elect Mr. Dai Yunjie as a Director.	277,293,211 (99.79%)	570,045 (0.21%)
	(iii) To re-elect Mr. Shen Sheng as a Director.	277,435,111 (99.85%)	428,145 (0.15%)
	(iv) To re-elect Mr. Fan Shuyang as a Director.	277,435,111 (99.85%)	428,145 (0.15%)
	(v) To re-elect Mr. Tong Weiliang as a Director.	277,435,111 (99.85%)	428,145 (0.15%)
	(vi) To re-elect Mr. Chen Feng as a Director.	277,349,614 (99.82%)	513,642 (0.18%)
	(vii) To re-elect Mr. Pei Dapeng as a Director.	277,314,899 (99.80%)	548,357 (0.20%)
	(viii) To re-elect Mr. Xin Quandong as a Director.	277,827,193 (99.99%)	36,063 (0.01%)
	(ix) To re-elect Mr. Gao Shaoxing as a Director.	277,825,193 (99.99%)	38,063 (0.01%)
	(x) To authorize the board of Directors to fix the remuneration of the Directors.	277,738,472 (100.00%)	0 (0.00%)
3.	To re-appoint PricewaterhouseCoopers as auditor and to authorize the board of Directors to fix its remuneration.	277,738,472 (99.96%)	124,784 (0.04%)
4.	To grant a general mandate to the Directors to issue new shares of the Company not exceeding 20% of the total number of issued shares of the Company.	264,426,037 (95.20%)	13,338,219 (4.80%)
5.	To grant a general mandate to the Directors to buy back shares of the Company not exceeding 10% of the total number of issued shares of the Company.	277,738,472 (100.00%)	0 (0.00%)
6.	To extend the general mandate to issue new shares by adding the number of shares purchased by the Company.	263,994,442 (95.01%)	13,868,814 (4.99%)

As more than 50% of the votes were cast in favour of each of the above resolutions, all the proposed resolutions were duly passed as ordinary resolutions of the Company.

By order of the Board
XD Inc.
HUANG Yimeng
Chairman and Chief Executive Officer

Shanghai, China, June 24, 2020

As at the date of this announcement, the Board comprises Mr. HUANG Yimeng, Mr. DAI Yunjie, Mr. SHEN Sheng and Mr. FAN Shuyang as executive Directors, Mr. TONG Weiliang and Mr. CHEN Feng as non-executive Directors and Mr. PEI Dapeng, Mr. XIN Quandong and Mr. GAO Shaoxing as independent non-executive Directors.