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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 2026 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 Thursday, May 28, 2026 at 10:30 a.m., all the proposed resolutions as set out in the notice of the AGM dated April 30, 2026 were voted by way of poll. Unless the context otherwise requires, capitalized terms used in this announcement shall have the same meanings as those defined in the Company’s circular dated April 30, 2026 (the “**Circular**”).

The Company’s branch share registrar and transfer office 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 489,299,164 Shares, including 6,169,752 Shares held by Heart Assets Limited in its capacity as the trustee under the RSU Scheme of the Company adopted on June 3, 2019, and 6,955,000 Shares held by BOCI TRUSTEE (HONG KONG) LIMITED in its capacity as the trustee under the 2024 RSU Scheme of the Company adopted on May 7, 2024, and were required to abstain from voting on all resolutions at the AGM pursuant to Rule 17.05A of Listing Rules. Accordingly, the total number of Shares entitling the Shareholders to attend and vote for or against the resolutions proposed at the AGM was 476,174,412 Shares, representing approximately 97.32% of the total number of issued Shares.

For the avoidance of doubt, holders of treasury shares, if any, are required to abstain from voting at the AGM. As at the date of the AGM, the Company did not hold any treasury shares (including any treasury shares held or deposited with CCASS), and no repurchased shares were pending cancellation and should be excluded from the total number of issued shares of the Company for the purpose of the AGM.

Save as disclosed herein, there was (i) no restriction on any Shareholder casting votes on any of the proposed resolutions at the AGM; (ii) no Shareholder was required to abstain from voting on any of the proposed resolutions at the AGM under the Listing Rules; (iii) 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; and (iv) 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 of the Company and its subsidiaries, the reports of the directors and auditor of the Company for the year ended December 31, 2025.	212,300,982 (99.779%)	471,253 (0.221%)
2.	i) To re-elect Mr. WU Meng as a non-executive Director.	211,304,273 (99.310%)	1,467,962 (0.690%)
	ii) To re-elect Mr. PEI Dapeng as an independent non-executive Director.	190,401,103 (89.486%)	22,371,132 (10.514%)
	iii) To re-elect Ms. LIU Qianli as an independent non-executive Director.	210,663,258 (98.993%)	2,141,977 (1.007%)
	iv) To authorize the Board to fix the remuneration of the Directors.	212,716,456 (99.974%)	55,779 (0.026%)
3.	To re-appoint PricewaterhouseCoopers as auditor of the Company and to authorize the Board to fix its remuneration.	189,426,995 (89.028%)	23,345,240 (10.972%)
4.	To grant a general mandate to the Directors to allot, issue and deal with additional shares of the Company (including any sale or transfer of treasury shares) not exceeding 20% of the total number of issued shares of the Company (excluding treasury shares, if any).	166,935,433 (78.445%)	45,869,802 (21.555%)
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 (excluding treasury shares, if any).	212,762,035 (99.995%)	10,200 (0.005%)

Ordinary Resolutions		Number of Votes (%)	
		For	Against
6.	To extend the general mandate granted to the Directors to issue new shares (including any sale or transfer of treasury shares) by adding the number of shares purchased by the Company.	167,595,702 (78.755%)	45,209,533 (21.245%)

*Notes:*

1. As more than 50% of votes were cast in favour of each of the above ordinary resolutions numbered 1 to 6, all of them were duly passed as ordinary resolutions of the Company.
2. All Directors attended the AGM in person or by electronic means.

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

Shanghai, China, May 28, 2026

*As at the date of this announcement, the Board comprises Mr. HUANG Yimeng, Mr. DAI Yunjie and Mr. FAN Shuyang as executive Directors; and Mr. WU Meng as non-executive Director and Mr. PEI Dapeng, Mr. XIN Quandong and Ms. LIU Qianli as independent non-executive Directors.*