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Kingsoft Corporation Limited

金山軟件有限公司

(Continued into the Cayman Islands with limited liability)

(Stock Code: 03888)

POLL RESULTS OF THE EXTRAORDINARY GENERAL MEETING HELD ON 27 FEBRUARY 2018

References are made to the notice and the circular (the “**Circular**”) both dated 6 February 2018 of the extraordinary general meeting (the “**EGM**”) of Kingsoft Corporation Limited (the “**Company**”) to be held on Tuesday, 27 February 2018 at 2:00 p.m. Terms used in this announcement shall have the same meanings as defined in the Circular unless the context requires otherwise.

The board of the Company (the “**Board**”) is pleased to announce that the resolution proposed at the EGM was duly passed by the shareholders of the Company (the “**Shareholders**”) by way of poll. The poll result is set as follows:

ORDINARY RESOLUTION	Number of votes (%)	
	For	Against
THAT (i) the share purchase agreement dated 28 December 2017 entered into by the Company, Precious Steed Limited, Kingsoft Cloud Holdings Limited and its subsidiaries, Autogold Limited and Mr. Yulin WANG, pursuant to which, among others, Kingsoft Cloud Holdings Limited agreed to issue and each of the Company and Precious Steed Limited agreed to subscribe for 58,922,728 series D preferred shares of Kingsoft Cloud Holdings Limited at a respective consideration US\$50 million, respectively, a copy of which has been produced to the EGM marked “1” and signed by the chairman of the EGM for the purposes of identification, and the terms and conditions thereof and all transactions contemplated thereunder and the implementation thereof and any other agreements or documents in connection herewith be and are hereby approved, ratified and confirmed;	338,762,388 (99.84%)	538,000 (0.16%)

ORDINARY RESOLUTION	Number of votes (%)	
	For	Against
<p>(ii) the share purchase agreement dated 28 December 2017 entered into by the Company, Shunwei Growth III Limited, Kingsoft Cloud Holdings Limited and its subsidiaries, Autogold Limited and Mr. Yulin WANG, pursuant to which, among others, Kingsoft Cloud Holdings Limited agreed to issue and each of the Company and Shunwei Growth III Limited agreed to subscribe for 11,784,546 series D preferred shares of Kingsoft Cloud Holdings Limited at a respective consideration US\$10 million, respectively, a copy of which has been produced to the EGM marked “2” and signed by the chairman of the EGM for the purposes of identification, and the terms and conditions thereof and all transactions contemplated thereunder and the implementation thereof and any other agreements or documents in connection herewith be and are hereby approved, ratified and confirmed;</p>		
<p>(iii) the share purchase agreement dated 28 December 2017 entered into by the Company, LIYUE JINSHI INVESTMENT L.P., Kingsoft Cloud Holdings Limited and its subsidiaries, Autogold Limited and Mr. Yulin WANG, pursuant to which, among others, Kingsoft Cloud Holdings Limited agreed to issue and each of the Company and LIYUE JINSHI INVESTMENT L.P. agreed to subscribe for 58,922,728 series D preferred shares of Kingsoft Cloud Holdings Limited at a respective consideration US\$50 million, respectively, a copy of which has been produced to the EGM marked “3” and signed by the chairman of the EGM for the purposes of identification, and the terms and conditions thereof and all transactions contemplated thereunder and the implementation thereof and any other agreements or documents in connection herewith be and are hereby approved, ratified and confirmed;</p>		
<p>(iv) the share purchase agreement dated 29 January 2018 entered into by the Company, FutureX Capital Limited, Kingsoft Cloud Holdings Limited and its subsidiaries, Autogold Limited and Mr. Yulin WANG, pursuant to which, among others, Kingsoft Cloud Holdings Limited agreed to issue and each of the Company and FutureX Capital Limited agreed to subscribe for 114,971,205 series D preferred shares of Kingsoft Cloud Holdings Limited at a respective consideration US\$100 million, respectively, a copy of which has been produced to the EGM marked “4” and signed by the chairman of the EGM for the purposes of identification, and the terms and conditions thereof and all transactions contemplated thereunder and the implementation thereof and any other agreements or documents in connection herewith be and are hereby approved, ratified and confirmed; and</p>		

ORDINARY RESOLUTION	Number of votes (%)	
	For	Against
(v) any one Director be and is hereby authorised for and on behalf of the Company to take all steps necessary or expedient in his opinion to implement and/or give effect to the terms of the above share purchase agreements and to agree such variations, amendments or waivers thereof as are, in the opinion of such Director, in the interests of the Company.		
As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed.		

As at the date of the EGM, the total number of issued and fully paid up shares of the Company was 1,373,728,717. The total number of Shares entitling the holders to attend and vote for or against the abovementioned resolution at the EGM was 1,020,898,466. Mr. Jun LEI and his associates, holding the voting rights in respect of 352,830,251 Shares, have abstained from voting on the abovementioned resolution at the EGM. Save as disclosed above, (i) no Shareholder of the Company was required to abstain from voting on the abovementioned resolution at the EGM; (ii) there was no share entitling the Shareholders to attend and vote only against the resolution at the EGM; (iii) there was no restriction on the Shareholders to cast votes on the abovementioned resolution at the EGM; and (iv) no person had indicated in the Circular any intention to vote against or to abstain from voting on the abovementioned resolution at the EGM.

The Company's branch share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited, was appointed as the scrutineer for the poll at the EGM.

Shareholders may refer to the Circular for details of the abovementioned resolution proposed at the EGM. The Circular may be viewed and downloaded from the Company's website at www.kingsoft.com or the designated website of The Hong Kong Exchanges and Clearing Limited at www.hkexnews.hk.

By Order of the Board
Kingsoft Corporation Limited
Jun LEI
Chairman

Hong Kong, 27 February 2018

As at the date of this announcement, the executive Directors are Messrs. Tao ZOU and Yuk Keung NG; the non-executive Directors are Messrs. Jun LEI, Pak Kwan KAU and Chi Ping LAU; the independent non-executive Directors are Messrs. Shun Tak WONG, David Yuen Kwan TANG and Ms. Wenjie WU.