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GRAND BRILLIANCE GROUP HOLDINGS LIMITED

君百延集團控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8372)

POLL RESULTS OF THE ANNUAL GENERAL MEETING HELD ON 5 SEPTEMBER 2025

The Board is pleased to announce that all the resolutions as set out in the notice of the Annual General Meeting (the “**AGM**”) dated 21 July 2025 were duly passed by the Shareholders of the Company at the AGM held on 5 September 2025 by way of poll.

Reference is made to the circular (the “**Circular**”) of Grand Brilliance Group Holdings Limited (the “**Company**”) dated 21 July 2025 in relation to, among other matters, (i) the granting of the Issuance Mandate to the Directors; (ii) the granting of Repurchase Mandate to the Directors; (iii) the re-election of retiring Directors and (iv) the adoption of the new third amended and restated articles of association of the Company. Unless otherwise specified, capitalised terms used in this announcement shall have the same meanings as those defined in the Circular.

POLL RESULTS OF THE AGM

The board of directors (the “**Board**”) is pleased to announce that all the ordinary resolutions and special resolution as set out in the notice of the AGM (the “**AGM Notice**”) dated 21 July 2025 were duly passed by the Shareholders of the Company at the AGM held on 5 September 2025 by way of poll.

As at the date of the AGM, there were a total of 800,000,000 Shares in issue. No Shareholders were required to abstain from voting on the resolutions proposed at the AGM. As such, there were a total of 800,000,000 Shares, representing 100% of the issued share capital of the Company as at the date of the AGM, entitling Shareholders to attend and vote on the resolutions proposed at the AGM. There were no treasury shares held by the Company (including any treasury shares held or deposited with the Central Clearing and Settlement System) nor shares repurchased by the Company pending cancellation.

In addition, there were no shares entitling the holders to attend and abstain from voting in favour of the resolutions proposed at the AGM according to Rule 17.47A of the GEM Listing Rules. None of the Shareholders has stated their intention in the Circular to vote against or to abstain from voting on any of the resolutions proposed at the AGM.

Full text of the resolutions is set out in the AGM Notice dated 21 July 2025. The poll results in respect of the resolutions are as follows:

No.	Ordinary Resolutions	Number of votes (%)	
		For	Against
1.	To receive, consider and adopt the audited consolidated financial statements and the reports of the directors (the “ Directors ”) and the auditor of the Company (the “ Auditor ”) for the year ended 31 March 2025.	602,156,001 (100.00%)	0 (0.00%)
2.	To re-appoint BDO Limited as Auditor and authorise the board of Directors to fix its remuneration.	602,156,001 (100.00%)	0 (0.00%)
3.	(a) To re-elect Mr. Chiu Man Wai as a non-executive Director.	602,156,001 (100.00%)	0 (0.00%)
	(b) To re-elect Mr. Ng Leung Sing as an independent non-executive Director.	602,156,001 (100.00%)	0 (0.00%)
	(c) To re-elect Mr. Chiu Fan Wa as an independent non-executive Director.	602,156,001 (100.00%)	0 (0.00%)
	(d) To authorise the board of Directors to fix the remuneration of the Directors for the year ending 31 March 2026.	602,156,001 (100.00%)	0 (0.00%)
4.	To grant a general mandate to the board of directors of the Company to allot, issue and/or otherwise deal with new shares of the Company (including any sale or transfer of treasury shares out of treasury) (Ordinary Resolution in item 4 of the Notice).	602,156,001 (100.00%)	0 (0.00%)
5.	To grant a general mandate to the board of directors of the Company to repurchase shares of the Company (Ordinary Resolution in item 5 of the Notice).	602,156,001 (100.00%)	0 (0.00%)
6.	To extend the general mandate granted to the board of directors of the Company to issue new shares of the Company (Ordinary Resolution in item 6 of the Notice).	602,156,001 (100.00%)	0 (0.00%)
As more than 50% of the votes were cast in favour of each of the above resolutions, the above resolutions proposed at the AGM were duly passed by the Shareholders as ordinary resolutions of the Company.			

No.	Special Resolution	Number of votes (%)	
		For	Against
7.	To approve the proposed amendments to the second amended and restated articles of association of the Company and adoption of the new third amended and restated articles of association of the Company.	602,156,001 (100.00%)	0 (0.00%)
As no less than 75% of the votes were cast in favour of the above resolution, the above resolution proposed at the AGM was duly passed by the Shareholders as special resolution of the Company.			

SCRUTINEER

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

DIRECTORS' ATTENDANCE RECORD

The Directors who attended the AGM in persons are as follows:

Ms. WONG Bik Kwan Bikie, Dr. MIU Yin Shun Andrew, Mr. CHIU Man Wai, Mr. NG Leung Sing, Mr. CHOW Ming Po Aaron and Mr. CHIU Fan Wa.

By order of the Board
Grand Brilliance Group Holdings Limited
Lee Ka Man
Company Secretary

Hong Kong, 5 September 2025

As at the date of this announcement, the executive Director is Ms. Wong Bik Kwan Bikie; the non-executive Directors are Dr. Miu Yin Shun Andrew and Mr. Chiu Man Wai; and the independent non-executive Directors are Mr. Ng Leung Sing SBS, JP, Mr. Chow Ming Po Aaron and Mr. Chiu Fan Wa.

This announcement, for which the Directors of the Company collectively and individually accept full responsibility, includes particulars given in compliance with the Rules Governing the Listing of Securities on GEM of The Stock Exchange of Hong Kong Limited for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that, to the best of their knowledge and belief, the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this announcement misleading.

This announcement will remain on the "Latest Listed Company Announcements" page of the website of Stock Exchange (www.hkexnews.hk) for at least seven days from the date of its publication and the website of the Company (www.grandbrilliancegroup.com).