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Hyfusin Group Holdings Limited

凱富善集團控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8512)

POLL RESULTS OF ANNUAL GENERAL MEETING HELD ON 7 JUNE 2024

At the annual general meeting (the “**AGM**”) of Hyfusin Group Holdings Limited (the “**Company**”) held on 7 June 2024, all the proposed resolutions as set out in the notice of AGM dated 29 April 2024 were duly passed by way of poll. Unless otherwise specified, capitalised terms used in this announcement shall have the same meanings as those defined in the circular of the Company dated 29 April 2024 (the “**Circular**”).

As at the date of the AGM, the total number of issued shares of the Company was 918,500,000 shares, which was the total number of shares entitling the shareholders of the Company (the “**Shareholders**”) to attend and vote for or against the resolutions proposed at the AGM. There were no shares entitling the Shareholders to attend and abstain from voting in favour of the proposed resolutions at the AGM as set out in Rule 17.47A of the Rules Governing the Listing of Securities on GEM (the “**GEM Listing Rules**”) of The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”). There were no restrictions on any Shareholders casting votes on any of the proposed resolutions at the AGM. No Shareholders were required under the GEM Listing Rules to abstain from voting on the proposed resolutions at the AGM. No party has stated its intention in the Circular that it would vote against any proposed resolutions or that it would abstain from voting at the AGM.

The Company’s Hong Kong branch share registrar and transfer office, Union Registrars Limited, was appointed as the scrutineer at the AGM for the purpose of vote-taking. All the proposed resolutions were approved by the Shareholders. The poll results in respect of the respective resolutions proposed at the AGM were as follows:

ORDINARY RESOLUTIONS		No. of Votes (%)	
		For	Against
1.	To receive and adopt the audited consolidated financial statements of the Company for the year ended 31 December 2023 and the reports of the directors and independent auditor thereon.	643,520,000 (100.0000%)	0 (0.0000%)
2.	To re-elect the following retiring directors of the Company (the “ Directors ”):		
	(a) Mr. Ho Chi Wai as an independent non-executive Director; and	643,520,000 (100.0000%)	0 (0.0000%)
	(b) Mr. Chu Kin Wang, Peleus as an independent non-executive Director.	643,520,000 (100.0000%)	0 (0.0000%)
3.	To authorise the board of Directors to fix the remuneration of the respective Directors.	643,520,000 (100.0000%)	0 (0.0000%)
4.	To re-appoint BDO Limited as auditor of the Company and to authorise the board of Directors to fix its remuneration for the year ending 31 December 2024.	643,520,000 (100.0000%)	0 (0.0000%)
5.	(A) To grant a general mandate to the Directors to allot, issue and/or otherwise deal with additional shares not exceeding 20% of the issued shares of the Company.	643,520,000 (100.0000%)	0 (0.0000%)
	(B) To grant a general mandate to the Directors to repurchase shares not exceeding 10% of the issued shares of the Company.	643,520,000 (100.0000%)	0 (0.0000%)
	(C) Conditional upon the passing of the ordinary resolutions numbered 5(A) and 5(B), to extend the authority given to the Directors pursuant to ordinary resolution numbered 5(A) to issue shares by adding to the number of issued shares of the Company which may be allotted by the Directors pursuant to such general mandate of an amount representing the number of shares repurchased under ordinary resolution numbered 5(B).	643,520,000 (100.0000%)	0 (0.0000%)

ORDINARY RESOLUTIONS		No. of Votes (%)	
		For	Against
6.	To approve the adoption of the new share option scheme, the scheme mandate limit and the termination of the existing share option scheme as at the date of passing of this resolution as set out in the ordinary resolution numbered 6 of the notice of the Annual General Meeting.	643,520,000 (100.0000%)	0 (0.0000%)
7.	To approve the adoption of the service provider sublimit under the rules of the new share option scheme as at the date of passing of this resolution as set out in the ordinary resolution numbered 7 of the notice of the Annual General Meeting.	643,520,000 (100.0000%)	0 (0.0000%)
SPECIAL RESOLUTION		No. of Votes (%)	
		For	Against
8.	To approve the proposed amendments to the amended and restated memorandum and articles of association of the Company and to adopt the second amended and restated memorandum and articles of association of the Company in substitution for, and to the exclusion of, the existing amended and restated memorandum and articles of association of the Company.	643,520,000 (100.0000%)	0 (0.0000%)

As more than 50% of votes were cast in favour of each of the above resolutions numbered 1 to 7, the resolutions numbered 1 to 7 were duly passed as ordinary resolutions at the AGM. As not less than three-fourths of the votes were cast in favour of the resolution numbered 8, the resolution numbered 8 was duly passed as special resolution at the AGM.

All Directors, namely Mr. Wong Wai Chit, Mr. Wong Man Chit, Mr. Chan Cheong Tat, Mr. Ho Chi Wai and Mr. Chu Kin Wang, Peleus attended the AGM in person or by electronic means.

By order of the Board
Hyfusin Group Holdings Limited
WONG Wai Chit
Chairman

Hong Kong, 7 June 2024

As at the date of this announcement, the Directors are:

EXECUTIVE DIRECTORS

Mr. Wong Wai Chit

Mr. Wong Man Chit

INDEPENDENT NON-EXECUTIVE DIRECTORS

Mr. Chan Cheong Tat

Mr. Ho Chi Wai

Mr. Chu Kin Wang, Peleus

This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the GEM Listing Rules 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 Information” page of the Stock Exchange’s website at www.hkexnews.hk for at least 7 days from the date of its posting and will also be published on the Company’s website at www.hyfusingroup.com.