联洋智能
PAD

Pan Asia Data Holdings Inc.
聯洋智能控股有限公司
(Incorporated in the Cayman Islands with limited liability)
(Stock Code: 1561)

(1) POLL RESULTS AT THE ANNUAL GENERAL MEETING HELD ON 30 JUNE 2026; (2) RETIREMENT OF DIRECTOR AND CHANGE IN COMPOSITION OF BOARD COMMITTEES; AND (3) APPOINTMENT OF AUDITOR

POLL RESULTS OF THE ANNUAL GENERAL MEETING

At the annual general meeting of Pan Asia Data Holdings Inc. (the "**Company**") held on 30 June 2026 (the "**AGM**"), a poll was demanded by the chairman of the AGM for voting on all the resolutions proposed at the AGM. The poll results in respect of all the resolutions proposed at the AGM are as follows:

Ordinary Resolutions				No. of Votes (%)	
				For	Against
1.	To receive and consider the Audited Financial Statements and the Reports of the Directors of the Company (collectively the "**Directors**" and each a "**Director**") and the Independent Auditor of the Company for the year ended 31 December 2025			298,113,117 (100%)	0 (0%)
2.	(i)	(a)	To re-elect Mr. Gu Zhongli as an executive director of the Company	298,113,117 (100%)	0 (0%)
		(b)	To re-elect Mr. Jin Peiyi as an executive director of the Company	298,113,117 (100%)	0 (0%)
		(c)	To re-elect Ms. Xu Yanqiong as an independent non-executive director of the Company	0 (0%)	298,113,117 (100%)
	(ii)	To authorize the board of Directors (the "**Board**") to fix the Directors' remuneration		298,113,117 (100%)	0 (0%)
3.	To appoint CCTH CPA Limited as Auditor and authorize the Board to fix their remuneration			298,113,117 (100%)	0 (0%)

Ordinary Resolutions			No. of Votes (%)	
			For	Against
4.	(i)	To grant a general mandate to the Directors to repurchase securities of the Company	298,113,117 (100%)	0 (0%)
	(ii)	To grant a general mandate to the Directors to issue additional securities of the Company	298,113,117 (100%)	0 (0%)
	(iii)	To extend the general mandate regarding the issue of securities of the Company by the amount of securities repurchased under the general mandate for the repurchase of securities	298,113,117 (100%)	0 (0%)

Note: The description of the above resolutions is by way of summary only. The full text of the resolutions appears in the notice convening the AGM dated 8 June 2026.

As more than 50% of the votes were cast in favour of each of the resolutions numbered 1, 2(i)(a), 2(i)(b), 2(ii), 3, 4(i), 4(ii) and 4(iii), all such resolutions were duly passed as ordinary resolutions by the shareholders of the Company at the AGM.

As less than 50% of the votes were cast in favor of the resolution numbered 2(i)(c), such resolution was not passed as an ordinary resolution at the AGM.

As at the date of the AGM, the total number of issued shares of the Company was 1,065,454,100 shares, which was the total number of shares entitling the holders to attend and vote for or against the resolutions at the AGM. There were no shares of the Company entitling the holders to attend and abstain from voting in favour of the proposed resolutions at the AGM as set out in Rule 13.40 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "**Listing Rules**") and no shareholders of the Company or their associates were required under the Listing Rules to abstain from voting on the proposed resolutions at the AGM. There was no restriction on any shareholders of the Company to cast votes on any of the proposed resolutions at the AGM and there was no party have stated their intention in the circular to the shareholders of the Company dated 8 June 2026 to vote against or to abstain from voting on the proposed resolutions at the AGM.

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

Mr. Gu Zhongli, Mr. Li Yunjiu, Mr. Jin Peiyi, Mr. Sze Siu Ming, Ms. Xu Yanqiong, Ms. Yung Hoi Yan, JP and Mr. So Ching Tung, JP attended the AGM in person or through electronic means.

RETIREMENT OF DIRECTOR AND CHANGE IN COMPOSITION OF BOARD COMMITTEES

As indicated above, the resolution numbered 2(i)(c) regarding the re-election of Ms. Xu Yanqiong ("**Ms. Xu**") was not passed at the AGM. Accordingly, Ms. Xu has retired as an independent non-executive Director, with effect from the conclusion of the AGM on 30 June 2026.

The Board would like to express its sincere gratitude to Ms. Xu for her contribution to the Company during his term of office with the Company.

Immediately following the retirement of Ms. Xu as an independent non-executive Director, Ms. Xu ceased to be the chairman of each of the audit committee (the "**Audit Committee**") and the remuneration committee of the Company and a member of the nomination committee of the Company. Mr. So Ching Tung, JP, independent non-executive Director, has been appointed as the chairman of the remuneration committee of the Company and a member of the nomination committee of the Company, with effect from 30 June 2026.

Following the retirement of Ms. Xu upon the conclusion of the AGM on 30 June 2026, the Company has: (i) two independent non-executive Directors, which fell short of the minimum number (namely three independent non-executive Directors) required under Rule 3.10(1) of the Listing Rules; and (ii) two members of the Audit Committee which fell short of a minimum of three members required under Rule 3.21 of the Listing Rules. Also, the Company currently does not have an independent non-executive director with appropriate professional qualifications or accounting or related financial management expertise required under Rule 3.10(2) of the Listing Rules, and the Audit Committee does not comprise a member with such qualifications or expertise and is not chaired by an independent non-executive Director required under Rule 3.21 of the Listing Rules.

In this regard, the Company will use its best endeavor to identify a suitable candidate to fill the vacancy as soon as practicable, with the relevant appointment to be made within three months from the date of this announcement as required under the Listing Rules. The Company will make further announcement(s) as and when appropriate.

APPOINTMENT OF AUDITOR

In accordance with the poll results of the AGM, the Board hereby announces that CCTH CPA Limited has been duly appointed as the new auditor of the Company and shall hold office until the conclusion of the next annual general meeting of the Company.

By Order of the Board
Pan Asia Data Holdings Inc.
Gu Zhongli
Chairman

Hong Kong, 30 June 2026

At the date of this announcement, the board of Directors comprises Mr. Gu Zhongli (Chairman), Mr. Li Yunjiu and Mr. Jin Peiyi as executive Directors; Mr. Sze Siu Ming as non-executive Director; and Ms. Xu Yanqiong (retired upon the conclusion of the AGM), Ms. Yung Hoi Yan, JP and Mr. So Ching Tung, JP as independent non-executive Directors.