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F8 ENTERPRISES (HOLDINGS) GROUP LIMITED

F8 企業(控股)集團有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8347)

POLL RESULTS OF THE ANNUAL GENERAL MEETING HELD ON 11 AUGUST 2025

Reference is made to the circular (the "**Circular**") of F8 Enterprises (Holdings) Group Limited (the "**Company**") and the notice of the annual general meeting (the "**AGM Notice**") of the Company held on 11 August 2025 (the "**AGM**"), both dated 9 July 2025. Capitalized terms used in this announcement shall have the same meanings as those defined in the Circular, unless the context requires otherwise.

The Board of the Company is pleased to announce that all the resolutions proposed at the AGM (the "**Resolutions**") were duly passed by the Shareholders by poll.

As at 11 August 2025, being the record date for the Shareholders whose names appear on the register of members of the Company are qualified to attend and vote at the AGM, the total number of Shares in issue of the Company was 137,520,190 shares of HK$0.1 each, which was the total number of Shares entitling the Shareholders to attend and vote for or against all the resolutions proposed at the AGM. There was no share entitling the shareholders to attend and abstain from voting in favour of the resolutions at the AGM as set out in Rule 17.47A of the Rules Governing the Listing of Securities on GEM of The Stock Exchange of Hong Kong Limited (the "**GEM Listing Rules**") and no shareholder was required to abstain from voting at the AGM under the GEM Listing Rules. There were no restrictions on any shareholder to cast votes on any of the proposed resolutions at the AGM.

The Company's branch share registrar in Hong Kong, Boardroom Share Registrars (HK) Limited, acted as the scrutineer for the vote-taking at the AGM.

Mr. Fong Chun Man, JP, Ms. Lo Pui Yee and Mr. Chan Chi Fai, being the executive Directors, and Mr. Chui Chi Yun, Robert, Dr. Luk Che Chung, JP and Mr. Wang Anyuan, being the independent non-executive Directors, attended the AGM either in person or by way of electronic means.

POLL RESULTS OF THE AGM

The poll results are as follows:

ORDINARY RESOLUTIONS*		Number of votes cast (percentage of total number of votes cast, %)	
		For	Against
1.	To receive, consider and adopt the audited financial statements of the Company and the reports of the directors and auditors of the Company for the year ended 31 March 2025.	68,897,735 (100%)	0 (0%)
2.	(a) To re-elect Mr. Fong Chun Man, JP as an executive director of the Company.	68,897,735 (100%)	0 (0%)
	(b) To re-elect Mr. Chui Chi Yun, Robert as an independent non-executive director of the Company.	68,897,735 (100%)	0 (0%)
	(c) To re-elect Dr. Luk Che Chung, JP as an independent non-executive director of the Company.	68,897,735 (100%)	0 (0%)
3.	To authorise the board (the "**Board**") of directors to fix the remuneration of the directors of the Company.	68,897,735 (100%)	0 (0%)
4.	To re-appoint HLB Hodgson Impey Cheng Limited as the auditors of the Company and to authorise the Board to fix their remuneration.	68,897,735 (100%)	0 (0%)
5.	To grant a general mandate to the directors of the Company to allot, issue and deal with additional shares of the Company and/or to sell or transfer treasury shares of the Company (the "**Treasury Shares**") not exceeding 20% of the total number of issued shares of the Company (excluding Treasury Shares, if any).	68,897,735 (100%)	0 (0%)
6.	To grant a general mandate to the directors of the Company to repurchase shares of the Company not exceeding 10% of the total number of issued shares of the Company (excluding Treasury Shares, if any).	68,897,735 (100%)	0 (0%)
7.	To extend the general mandate to be granted to the directors of the Company to allot, issue and deal with additional shares of the Company of an amount representing the total number of shares repurchased by the Company.	68,897,735 (100%)	0 (0%)

SPECIAL RESOLUTION*		Number of votes cast (percentage of total number of votes cast, %)	
		For	Against
8.	To amend the existing amended and restated memorandum of association and the second amended and restated articles of association of the Company in the manner as set out in the circular of the Company dated 9 July 2025 and to adopt the second amended and restated memorandum of association and the third amended and restated articles of association of the Company with immediate effect after the close of the AGM.	68,897,735 (100%)	0 (0%)

* *Please refer to the AGM Notice for the full text of the Resolutions.*

As more than 50% of the votes were cast in favour of each of the proposed ordinary resolutions and more than 75% of votes were cast in favour of the proposed special resolution at the AGM, all such resolutions were duly passed by the Shareholders.

The Board of the Company hereby announces that resolution No. 8 on amendments to the memorandum of association and articles of association of the Company and the adoption of the new memorandum of association and articles of association of the Company was duly passed as a special resolution at the AGM. The amendments to the existing amended and restated memorandum of association and the second amended and restated articles of association of the Company and the adoption of the second amended and restated memorandum of association and the third amended and restated articles of association of the Company will take effect from 11 August 2025 and the full text of which is available on the websites of The Stock Exchange of Hong Kong Limited (http://www.hkexnews.hk) and the Company (http://www.f8.com.hk).

By order of the Board
F8 Enterprises (Holdings) Group Limited
Fong Chun Man
Chairman and Executive Director

Hong Kong, 11 August 2025

As at the date of this announcement, the executive Directors are Mr. Fong Chun Man, JP, Ms. Lo Pui Yee and Mr. Chan Chi Fai, and the independent non-executive Directors are Mr. Chui Chi Yun, Robert, Dr. Luk Che Chung, JP and Mr. Wang Anyuan.

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 in this announcement misleading.

This announcement will remain on the "Latest Listed Company Announcements" page of the Stock Exchange website at www.hkexnews.hk for at least 7 days from the date of its publication and on the Company's website at www.f8.com.hk.