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VISTAR HOLDINGS LIMITED
熒德控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8535)

POLL RESULTS OF THE ANNUAL GENERAL MEETING HELD ON 27 AUGUST 2025

The Board is pleased to announce that all the resolutions proposed at the AGM held on 27 August 2025 have been passed.

The board (the "**Board**") of directors (the "**Directors**") of Vistar Holdings Limited (the "**Company**") is pleased to announce that all the resolutions proposed at the annual general meeting of the Company held on 27 August 2025 (the "**AGM**") were duly passed by way of poll. The poll results are as follows:

Ordinary Resolutions		**Number of Votes (%)**	
		For	**Against**
1.	To receive and adopt the audited consolidated financial statements, the reports of the Directors and the independent auditor's report of the Company for the year ended 31 March 2025.	900,040,100 (100.00%)	0 (0.00%)
2.(a)(i)	To re-elect Mr. Yung Chung Hing as an independent non-executive Director.	900,040,000 (99.99%)	100 (0.01%)
2.(a)(ii)	To re-elect Mr. Lam Chung Wai as an independent non-executive Director.	900,040,000 (99.99%)	100 (0.01%)
2.(a)(iii)	To re-elect Mr. Chan Shu Yan Stephen as an independent non-executive Director.	900,040,000 (99.99%)	100 (0.01%)

Ordinary Resolutions		Number of Votes (%)	
		For	Against
2.(b)	To authorise the Board to fix the remuneration of the Directors.	900,040,000 (99.99%)	100 (0.01%)
3.	To re-appoint BDO Limited as the auditor of the Company and to authorise the Board to fix their remuneration.	900,040,100 (100.00%)	0 (0.00%)
4.	To grant a general and unconditional mandate to the Directors to allot, issue, and deal with additional shares of the Company not exceeding 20% of the aggregate nominal value of the issued share capital of the Company as at the date of passing this resolution (the "**Issue Mandate**").	900,040,000 (99.99%)	100 (0.01%)
5.	To grant a general and unconditional mandate to the Directors to repurchase shares of the Company not exceeding 10% of the aggregate nominal value of the issued share capital of the Company as at the date of passing this resolution (the "**Repurchase Mandate**").	900,040,100 (100.00%)	0 (0.00%)
6.	Conditional upon resolutions nos. 4 and 5 being passed, to extend the Issue Mandate by addition to the number of shares of the Company repurchased by the Company pursuant to the Repurchase Mandate.	900,040,000 (99.99%)	100 (0.01%)
Special Resolution		**Number of Votes (%)**	
		For	**Against**
7.	To approve the proposed amendments to the existing memorandum of association and articles of association of the Company and to adopt the amended and restated memorandum of association and articles of association of the Company in substitution for and to the exclusion of the existing memorandum of association and articles of association.	900,040,000 (99.99%)	100 (0.01%)

Notes:

(a) The number and percentage of votes are based on the total number of shares of the Company voted by the shareholders of the Company at the AGM in person, by authorised representative or by proxy.

(b) The full text of the resolutions are set out in the notice of AGM dated 25 July 2025.

(c) As a majority of the votes were cast in favour of each of the resolutions no. 1 to 7, all such resolutions were duly passed.

(d) The total number of shares of the Company in issue at the date of the AGM, being all shares of the Company entitling the holder to attend and vote on the resolutions at the AGM: 1,200,000,000 shares.

(e) The total number of shares of the Company entitling the holder 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**"): Nil.

(f) The total number of shares of the Company that are required under the GEM Listing Rules to abstain from voting at the AGM: Nil.

(g) None of the shareholders of the Company have stated their intention in the Company's circular dated 25 July 2025 to vote against or to abstain from voting on any of the resolutions at the AGM.

(h) The Company's Hong Kong Branch Share Registrar, Tricor Investor Services Limited, acted as the scrutineer for the vote-taking at the AGM.

(i) All Directors attended the AGM in person except Mr. Chan Shu Yan Stephen, who attended the AGM by electronic means.

By Order of the Board
Vistar Holdings Limited
POON Ken Ching Keung
Chairman and Chief Executive Officer

Hong Kong, 27 August 2025

As at the date of this announcement, the Board comprises Mr. POON Ken Ching Keung (Chairman), Mr. NG Kwok Wai and Ms. LEE To Yin as executive Directors; Ms. POON Kam Yee Odilia as non-executive Director; and Mr. YUNG Chung Hing, Mr. LAM Chung Wai and Mr. CHAN Shu Yan Stephen as independent non-executive Directors.

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 website of The Stock Exchange of Hong Kong Limited at www.hkexnews.hk for a minimum period of 7 days from the date of its publication and on the Company's website at www.vistarholdings.com.