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TIMELESS RESOURCES HOLDINGS LIMITED
天時資源控股有限公司

(Incorporated in Hong Kong with limited liability)

(Stock code: 8028)

(1) POLL RESULTS OF THE ANNUAL GENERAL MEETING HELD ON 25 SEPTEMBER 2025; AND (2) ADOPTION OF NEW ARTICLES OF ASSOCIATION

POLL RESULTS OF THE AGM

The Board is pleased to announce that all the resolutions proposed as set out in the AGM Notice were duly passed by the Shareholders by way of poll at the AGM held on Thursday, 25 September 2025.

ADOPTION OF THE NEW ARTICLES

The New Articles have been adopted and will take immediate effect upon the conclusion of the AGM.

Reference is made to the notice (the "**AGM Notice**") of the annual general meeting (the "**AGM**") and the circular (the "**Circular**") of TIMELESS RESOURCES HOLDINGS LIMITED (the "**Company**") both dated 22 July 2025. Unless the context otherwise requires, capitalised terms used herein shall have the same meanings as those defined in the Circular.

POLL RESULTS OF THE AGM

The Board is pleased to announce that all the proposed resolutions as set out in the AGM Notice were duly passed by the Shareholders by way of poll at the AGM held on Thursday, 25 September 2025.

As at the date of the AGM, the total number of issued Shares was 505,932,270 Shares. There were (a) no treasury shares held by the Company (including any treasury shares held or deposited with the Central Clearing and Settlement System established and operated by Hong Kong Securities Clearing Company Limited) as at the date of the AGM and as such no voting rights of treasury shares have been exercised at the AGM; and (b) no repurchased Shares which are pending cancellation and should be excluded from the total number of issued Shares for the purpose of the AGM. To the best of the Directors' knowledge, information and belief, having made all reasonable enquiries, there were no Shares entitling the Shareholders to attend and abstain from voting in favour of any resolutions proposed at the AGM as set out in Rule 17.47A of the GEM Listing Rules and there were no Shares requiring the Shareholders to abstain from voting on the resolutions proposed at the AGM under the GEM Listing Rules. There were no restrictions on the casting of votes by any Shareholders on any of the resolutions proposed at the AGM and none of the Shareholders had indicated in the Circular that they intended to vote against or to abstain from voting on any of the

resolutions proposed at the AGM. Accordingly, there were 505,932,270 Shares entitling the Shareholders to attend and vote for or against the resolutions proposed at the AGM.

The Company's share registrar, Computershare Hong Kong Investor Services Limited, was appointed as the scrutineer at the AGM for the purpose of vote-taking.

The poll results in respect of the ordinary resolutions and the special resolution proposed at the AGM are set out as follows:

ORDINARY RESOLUTIONS *(Note)*		**Number of votes (Approximate percentage (%))**	
		For	**Against**
1	To receive and consider the audited financial statements together with the reports of the Directors and auditors of the Company for the year ended 31 March 2025.	215,372,480 (100%)	0 (0%)
2	(i) To re-elect Mr. Felipe Tan as an executive Director.	215,372,480 (100%)	0 (0%)
	(ii) To re-elect Ms. Chan Choi Ling as an independent non-executive Director.	215,372,480 (100%)	0 (0%)
3	To authorise the Board to fix the Directors' remuneration.	215,372,480 (100%)	0 (0%)
4	To re-appoint CCTH CPA Limited as the Company's auditors to hold office until conclusion of the next annual general meeting and to authorise the Board to fix their remuneration.	215,372,480 (100%)	0 (0%)
5	(i) To give a general mandate to the Directors to buy back the Company's shares not exceeding 10% of the total issued shares of the Company.	215,372,480 (100%)	0 (0%)
	(ii) To give a general mandate to the Directors to allot, issue and deal with additional shares in the capital of the Company not exceeding 20% of the total issued shares of the Company.	215,372,479 (100%)	1 (0%)
	(iii) To extend the general mandate granted to the Directors to allot and issue additional shares of the Company by the number of shares bought back.	215,372,479 (100%)	1 (0%)
SPECIAL RESOLUTION *(Note)*		**Number of votes (Approximate percentage (%))**	
		For	**Against**
6	To adopt the new articles of association of the Company.	215,372,480 (100%)	0 (0%)

Note: The full text of the ordinary resolutions and the special resolution proposed at the AGM are set out in the AGM Notice.

As more than 50% of the votes were cast in favour of each of the above ordinary resolutions numbered 1 to 5 at the AGM, such resolutions were duly passed as ordinary resolutions of the Company at the AGM.

As more than 75% of the votes were cast in favour of the above special resolution numbered 6 at the AGM, such resolution was duly passed as a special resolution of the Company at the AGM.

All Directors of the Company attended the AGM in person.

ADOPTION OF NEW ARTICLES

The Board is also pleased to announce that the New Articles were duly approved by the Shareholders by way of special resolution at the AGM and will take immediate effect upon the conclusion of the AGM. For full text of the New Articles, please refer to the website of the Stock Exchange at www.hkexnews.hk and the Company's website at www.timeless.com.hk.

Shareholders should be aware that the New Articles were prepared in English with no official Chinese version. Any Chinese translation is for reference only. In case of any discrepancy or inconsistency, the English version shall prevail.

By Order of the Board
TIMELESS RESOURCES HOLDINGS LIMITED
Felipe Tan
Chairman

Hong Kong, 25 September 2025

Executive Directors:
Mr. Felipe Tan (Chairman)
Mr. Ronald Tan (Chief Executive Officer)

Independent non-executive Directors:
Ms. Chan Choi Ling
Mr. Lam Kwai Yan
Mr. Yu Leung Fai

This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the Rules Governing the Listing of Securities on the GEM of the Stock Exchange 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 seven days from the date of its publication and on the Company's website at www.timeless.com.hk.