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Fameglow Holdings Limited

亮晴控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8603)

**(1) POLL RESULTS OF ANNUAL GENERAL MEETING
HELD ON 26 SEPTEMBER 2025;
(2) RETIREMENT OF DIRECTOR;
(3) APPOINTMENT OF DIRECTORS;
(4) CHANGES OF COMPOSITION OF BOARD COMMITTEES;
AND
(5) CHANGE OF AUTHORISED REPRESENTATIVE**

POLL RESULTS OF THE AGM

The board (the “**Board**”) of directors (the “**Director(s)**”) of Fameglow Holdings Limited (the “**Company**”) is pleased to announce the poll results in respect of the resolutions proposed at the annual general meeting (the “**AGM**”) of the Company held on 26 September 2025 as follows:

ORDINARY RESOLUTIONS		Number of votes (%)	
		For	Against
1.	To receive the audited consolidated financial statements and the reports of the directors and auditors for the year ended 31 March 2025.	584,640,000 (100.00%)	0 (0.00%)
2.	(a) To re-elect Ms. Fu Chi Ching as an executive director.	584,640,000 (100.00%)	0 (0.00%)
	(b) To re-elect Mr. Tan Pui Kwan as an independent non-executive director.	104,640,000 (17.90%)	480,000,000 (82.10%)
	(c) To authorize the board of directors of the Company to fix the respective directors’ remuneration.	584,640,000 (100.00%)	0 (0.00%)
3.	To re-appoint McMillan Woods (Hong Kong) CPA Limited as the auditor of the Company and to authorize the board of directors of the Company to fix their remuneration.	584,640,000 (100.00%)	0 (0.00%)

ORDINARY RESOLUTIONS		Number of votes (%)	
		For	Against
4.	To give a general mandate to the directors to repurchase shares of the Company not exceeding 10% of the total number of issued shares of the Company as at the date of passing of this resolution.	584,640,000 (100.00%)	0 (0.00%)
5.	To give a general mandate to the directors to issue, allot and deal with additional shares of the Company not exceeding 20% of the total number of issued shares of the Company as at the date of passing of this resolution.	584,640,000 (100.00%)	0 (0.00%)
6.	To extend the general mandate granted to the directors to issue, allot and deal with additional shares in the capital of the Company by the aggregate number of the shares repurchased by the Company.	584,640,000 (100.00%)	0 (0.00%)

As more than 50% of the votes were cast in favour of each of the proposed resolution numbered 1, 2(a), 2(c), 3, 4, 5, 6 above, these proposed resolutions were duly passed as ordinary resolutions of the Company.

As less than 50% of the votes were cast in favour of the proposed resolution numbered 2(b) above, such proposed resolution was not passed as ordinary resolutions of the Company.

As at the date of the AGM, the total number of issued and fully paid up shares of the Company was 800,000,000 shares. In relation to all resolutions proposed at the AGM, the total number of shares entitling the holders to attend and vote on the resolutions at the AGM was 800,000,000 shares. There were no shares entitling the holders 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 there were no shares requiring the holders to abstain from voting at the AGM. Ms. Fu Chi Ching and Mr. Yip Chun Kwok Danny, MH, the executive directors and Mr. Kwok David, Mr. Yu Chi Wing and Mr. Tan Pai Kwan, the independent non-executive directors, attended the AGM in person or by electronic means.

Tricor Investor Services Limited acted as scrutineer for the poll at the AGM.

Shareholders may refer to the circular dated 31 July 2025 for details and full text of the above resolutions proposed at the AGM. The circular may be viewed and downloaded from the Company’s website at www.fameglow.com or the designated website of the Stock Exchange.

RETIREMENT OF DIRECTOR

As indicated above, the proposed resolution numbered 2(b) regarding the re-election of Mr. Tan Pui Kwan (“**Mr. Tan**”) as an independent non-executive Director was not passed as ordinary resolution at the AGM. Accordingly, with effect from the conclusion of the AGM, Mr. Tan retired as an independent non-executive Director.

The Board would like to express its sincere gratitude to Mr. Tan for his valuable contributions to the Company during his tenure of office.

APPOINTMENT OF DIRECTORS

The Board is pleased to announce that with effect from 26 September 2025 and after the conclusion of the AGM, Mr. Chung Cheuk Man (“**Mr. Chung**”) has been appointed as an executive Director and Mr. Chan Fong (“**Mr. Chan**”) has been appointed as an independent non-executive Director.

Mr. Chung

The biographical details of Mr. Chung are set out below:

Mr. Chung, aged 41, has extensive working experience in finance and accounting, corporate governance and organizational management. He gained his experience from working in several sizable companies, including listed companies. Mr. Chung was appointed as the joint company secretary of Metaspacex Limited (Stock Code: 1796), a company listed on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”), since 16 May 2025. Mr. Chung holds a bachelor’s degree in business administration and a master’s degree in corporate governance. Mr. Chung is a member of The Hong Kong Institute of Certified Public Accountants.

The Company has entered into a service agreement with Mr. Chung for a term of three years commencing from the date of appointment. Mr. Chung is subject to retirement by rotation and re-election at the next annual general meeting in accordance with the articles of association of the Company. Mr. Chung is entitled to a director’s annual remuneration of HK\$720,000. Such emolument has been determined with reference to his qualifications and experience, his duties and responsibilities with the Company, the Company’s remuneration policy and the prevailing market conditions.

Save as disclosed herein, to the best knowledge of the Directors, as at the date of this announcement, Mr. Chung (i) does not have any relationship with any directors, senior management, substantial or controlling shareholders (as defined in the GEM Listing Rules) of the Company; (ii) does not have any interest in the securities of the Company or any of its associated corporations within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong), and does not hold any other position with the Company or any of its subsidiaries; (iii) does not hold any other major appointments and professional qualifications; and (iv) has not held any directorship in the last three years in public companies the securities of which are listed on any securities market in Hong Kong or overseas.

Save as disclosed in this announcement, there is no other information relating to the appointment of Mr. Chung that is required to be disclosed pursuant to Rule 17.50(2)(h) to (v) of the GEM Listing Rules and there are no other matters that need to be brought to the attention of the Shareholders.

Mr. Chan

The biographical details of Mr. Chan are set out below:

Mr. Chan, aged 43, has over 18 years experience in professional accounting related fields including accounting, auditing, internal control review, risk management review, tax planning, financial due diligent and investigation. Mr. Chan is currently the managing director of CAX Risk Advisory Limited, a company principally engaged in risk management and internal control review services in Hong Kong. Mr. Chan holds a bachelor's degree of science in applied accounting. Mr. Chan is a fellow member of Association of Certified Chartered Accountants.

The Company has entered into an appointment letter with Mr. Chan for a term of three years commencing from the date of appointment. Mr. Chan is subject to retirement by rotation and re-election at the next annual general meeting in accordance with the articles of association of the Company. Mr. Chan is entitled to a director's annual remuneration of HK\$144,000. Such emolument has been determined with reference to his qualifications and experience, his duties and responsibilities with the Company, the Company's remuneration policy and the prevailing market conditions.

Save as disclosed herein, to the best knowledge of the Directors, as at the date of this announcement, Mr. Chan (i) does not have any relationship with any directors, senior management, substantial or controlling shareholders (as defined in the GEM Listing Rules) of the Company; (ii) does not have any interest in the securities of the Company or any of its associated corporations within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong), and does not hold any other position with the Company or any of its subsidiaries; (iii) does not hold any other major appointments and professional qualifications; and (iv) has not held any directorship in the last three years in public companies the securities of which are listed on any securities market in Hong Kong or overseas.

Mr. Chan confirmed that (i) he met the independence criteria as set out in Rule 5.09 of the GEM Listing Rules; (ii) he has no past or present financial or other interest in the business of the Company or its subsidiaries or any connection with any core connected person (as defined under the GEM Listing Rules) of the Company; and (iii) there are no other factors that may affect his independence at the time of his appointment.

Save as disclosed in this announcement, there is no other information relating to the appointment of Mr. Chan that is required to be disclosed pursuant to Rule 17.50(2)(h) to (v) of the GEM Listing Rules and there are no other matters that need to be brought to the attention of the Shareholders.

The Board would like to express its welcome to Mr. Chung and Mr. Chan for joining the Board.

CHANGES OF COMPOSITION OF BOARD COMMITTEES

The Board further announces that with effect from 26 September 2025:

1. Mr. Tan ceased to be a member of each of the Audit Committee and the Remuneration Committee; and
2. Mr. Chan has been appointed as a member of each of the Audit Committee and the Remuneration Committee.

CHANGE OF AUTHORISED REPRESENTATIVE

The Board further announces that with effect from 26 September 2025, Mr. Yip Chun Kwok Danny, MH, an executive Director, has ceased to be an authorised representative of the Company (the “**Authorised Representative**”) under Rule 5.24 of the GEM Listing Rules. Mr. Chung has been appointed as the Authorised Representative with effect from 26 September 2025.

By order of the Board
Fameglow Holdings Limited
Mr. Yip Chun Kwok Danny, MH
Chairman and Executive Director

Hong Kong, 26 September 2025

As at the date of this announcement, the executive Directors are Mr. Yip Chun Kwok Danny, MH, Ms. Fu Chi Ching and Mr. Chung Cheuk Man; and the independent non-executive Directors are Mr. Chan Fong, Mr. Kwok David and Mr. Yu Chi Wing.

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 Company Announcements” page of the GEM website at www.hkexnews.hk for a minimum period of 7 days from the date of publication and on the website of the Company at www.fameglow.com.