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Zhonghua Gas Holdings Limited
(中華燃氣控股有限公司)
(Incorporated in the Cayman Islands with limited liability)
(Stock Code: 8246)

POLL RESULTS OF THE EXTRAORDINARY GENERAL MEETING HELD ON 8 DECEMBER 2025

Reference is made to the circular (the "**Circular**") of Zhonghua Gas Holdings Limited (the "**Company**") dated 19 November 2025 in relation to, among other things, (i) the loan capitalisation involving issue of new shares under specific mandate; and (ii) notice of the extraordinary general meeting (the "**EGM**"). Unless the context requires otherwise, the terms used herein shall have the same meanings as defined in the Circular.

The Board is pleased to announce that at the EGM held on 8 December 2025, the proposed resolution (the "**Resolution**") set out in the notice of the EGM dated 19 November 2025 (the "**Notice of the EGM**") was duly passed by the Independent Shareholders by way of poll. The poll results of the Resolution at the EGM were as follows:

Ordinary Resolution		**Number of votes cast (Approximate percentage of total number of votes cast (%))**	
		For	**Against**
1.	(a) the Loan Capitalisation Agreement (the "**Loan Capitalisation Agreement**") dated 20 October 2025 and entered into between the Company as issuer and Mr. Hu Yishi (the "**Subscriber**") as subscriber in relation to the conversion of the partial loan of HK$13,720,000 under the unsecured shareholder's loan due from the Group to the Subscriber into the share capital of the Company (the "**Loan Capitalisation**") involving the subscription (the "**Subscription**") of an aggregate of 140,000,000 new shares to be issued and allotted by the Company (the "**Capitalisation Shares**") at the Capitalisation Price of HK$0.098 per Capitalisation Share and the transactions contemplated thereunder be and are hereby approved, confirmed and ratified;	1,686,664,000 Shares (100%)	0 Shares (0%)

Ordinary Resolution		Number of votes cast (Approximate percentage of total number of votes cast (%))	
		For	Against
	(b) conditional upon the Listing Committee of The Stock Exchange of Hong Kong Limited approving the listing of, and granting permission to deal in, the Capitalisation Shares, the directors (the "**Directors**") of the Company be and are hereby granted a specific mandate authorising the Directors to exercise all the powers of the Company to allot and issue the Capitalisation Shares to the Subscriber subject to the terms of the Loan Capitalisation Agreement (the "**Specific Mandate**"), with such Specific Mandate being in additional to and not prejudicing or revoking any general or specific mandate(s) which has/have been granted or may from time to time be granted to the Directors by the shareholders of the Company prior to the passing of this resolution; and (c) any Director be and is hereby authorised to sign, execute, perfect and deliver all such documents, and do all such actions which are in their opinion necessary, appropriate, desirable or expedient for the implementation and giving effect to the Loan Capitalisation Agreement, the Loan Capitalisation, the allotment and issue of the Capitalisation Shares and the transactions contemplated thereunder, and to agree to the variation, amendment and waiver of any of the matters relating thereto that are, in the opinion of the Directors, appropriate, desirable or expedient in the context of the Loan Capitalisation Agreement and are in the best interests of the Company.		

As at the date of the EGM, the total number of issued Shares of the Company was 4,597,624,000 Shares. As stated in the Circular, the Subscriber and Ms. Lin (being the spouse of the Subscriber) and their respective associates were required to abstain from voting on the Resolution at the EGM. Details were below:

Shareholders being required to abstain from voting (the "**Abstained Shareholders**")	Total number of Shares entitling the Abstained Shareholders to attend and vote on the Resolution as at EGM
The Subscriber, Ms. Lin and their respective associates, namely Smart Lane Global Limited and Front Riches Investment Limited, and Uprise Global Investments Limited and Gainup Limited *(Note 1&2)*	1,277,968,000 Shares

Notes:

1. The Subscriber beneficially owns 233,664,000 Shares and is deemed to be interested in 448,000,000 Shares held by Smart Lane Global Limited and in 99,184,000 Shares held by Front Riches Investment Limited, as both companies were 100% controlled by the Subscriber. The Subscriber is the spouse of Ms. Lin and therefore is deemed to be interested in 497,120,000 Shares in which Ms. Lin is interested in under the SFO;

2. Ms. Lin beneficially owns 26,064,000 Shares and is deemed to be interested in 448,000,000 Shares held by Uprise Global Investments Limited and in 23,056,000 Shares held by Gainup Limited, as both companies were 100% controlled by Ms. Lin. Ms. Lin is the spouse of the Subscriber and therefore is deemed to be interested in 780,848,000 Shares in which the Subscriber is interested in under the SFO.

Save as disclosed above, no other Shareholder was required under the GEM Listing Rules to abstain from voting on the Resolution at the EGM. Accordingly, there were a total of 3,319,656,000 Shares entitling the Independent Shareholders to attend and vote for or against the Resolution. Save as disclosed above, to the best of the Directors' knowledge, belief and information, (i) no Shareholders had stated his or her intention in the Circular to vote against or abstain from voting on Resolution at the EGM and (ii) no Shareholders were required to abstain from voting in favour of the Resolution at the EGM as set out in Rule 17.47A of the GEM Listing Rules.

The Company's Hong Kong branch share registrar, Boardroom Share Registrars (HK) Limited, was appointed to act and acted as the scrutineer for the vote-taking at the EGM. The full text of the Resolution was set out in the Notice of the EGM.

As more than 50% of the votes were cast in favour of the Resolution numbered 1, the Resolution was duly passed by the Independent Shareholders as ordinary resolution of the Company.

Ms. Kwong Wai Man, Karina attended the EGM in person and Mr. Hu Yishi, Ms. Lin Min, Mindy, Mr. Chan Wing Yuen, Hubert, Ms. Ma Lee, Mr. Lau Kwok Kee and Mr. Wang Weijie attended the EGM by electronic means.

By order of the Board
Zhonghua Gas Holdings Limited
Chan Wing Yuen, Hubert
Chief Executive Officer and Executive Director

Hong Kong, 8 December 2025

As at the date of this announcement, the executive Directors are Mr. Hu Yishi, Mr. Chan Wing Yuen, Hubert, Ms. Lin Min, Mindy and Ms. Kwong Wai Man, Karina; and the independent non-executive Directors are Ms. Ma Lee, Mr. Lau Kwok Kee and Mr. Wang Weijie.

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 Stock Exchange's website at www.hkexnews.hk for at least 7 days from the date of its posting. This announcement will also be published on the Company's website at www.8246hk.com.