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裕豐昌控股有限公司

YUFENGCHANG HOLDINGS LIMITED

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8631)

**(I) POLL RESULTS OF THE EXTRAORDINARY
GENERAL MEETING HELD ON 18 DECEMBER 2025;
(II) REMOVAL OF DIRECTORS, CHANGE OF CHAIRMAN OF
THE BOARD AND CHANGE OF AUTHORISED REPRESENTATIVE;
(III) APPOINTMENT OF DIRECTORS, MEMBERS OF THE
AUDIT COMMITTEE, REMUNERATION COMMITTEE AND
NOMINATION COMMITTEE**

References are made to the circular (the “**Circular**”) and the notice of extraordinary general meeting (the “**EGM Notice**”) of Yufengchang Holdings Limited (the “**Company**”) convened by Mr. Law Ming Yik (“**Mr. Law**”), both dated 28 November 2025. Unless otherwise stated, capitalised terms used in this announcement shall have the same meanings as those defined in the Circular and the EGM Notice.

The board of directors of the Company (the “**Board**”) announces that the poll results in respect of the resolutions proposed at the extraordinary general meeting (the “**EGM**”) held on 18 December 2025 are as follows:

ORDINARY RESOLUTIONS		Number and % of the Vote	
		For	Against
(1A)	to remove Mr. WANG Xinlong as an executive director and all positions in the Company in accordance with Article 83(5) of the amended and restated articles of the association of the Company (the “ Articles ”) with effect from the conclusion of the EGM;	28,149,000 (100.00%)	0 (0.00%)

ORDINARY RESOLUTIONS		Number and % of the Vote	
		For	Against
(1B)	to remove Mr. YAN Lei as an executive director and all positions in the Company in accordance with Article 83(5) of the Articles with effect from the conclusion of the EGM;	28,149,000 (100.00%)	0 (0.00%)
(1C)	to remove Dr. WANG Junxia as an independent non-executive director and all positions in the Company in accordance with Article 83(5) of the Articles with effect from the conclusion of the EGM;	28,149,000 (100.00%)	0 (0.00%)
(1D)	to remove Mr. HE Junlong as an independent non-executive director and all positions in the Company in accordance with Article 83(5) of the Articles with effect from the conclusion of the EGM;	28,149,000 (100.00%)	0 (0.00%)
(1E)	to remove Ms. LIANG Lina as an independent non-executive director and all positions in the Company in accordance with Article 83(5) of the Articles with effect from the conclusion of the EGM;	28,149,000 (100.00%)	0 (0.00%)
(1F)	to remove directors appointed to the board of directors from the date of Requisition to the date of Extraordinary General Meeting (other than directors appointed at the Extraordinary General Meeting) in accordance with Article 83(5) of the Articles with effect from the conclusion of the EGM;	28,149,000 (100.00%)	0 (0.00%)
(2A)	to appoint Mr. LEUNG Cheuk Wai as an executive director in accordance with Article 83(6) of the Articles with effect from the conclusion of the EGM;	28,149,000 (100.00%)	0 (0.00%)
(2B)	to appoint Mr. WONG Ka Chun Matthew as an independent non-executive director in accordance with Article 83(6) of the Articles with effect from the conclusion of the EGM;	28,149,000 (100.00%)	0 (0.00%)
(2C)	to appoint Mr. CHAN Ting Fung as an independent non-executive director in accordance with Article 83(6) of the Articles with effect from the conclusion of the EGM;	28,149,000 (100.00%)	0 (0.00%)

ORDINARY RESOLUTIONS		Number and % of the Vote	
		For	Against
(2D)	to appoint Ms. MAK Suet Man as an independent non-executive director in accordance with Article 83(6) of the Articles with effect from the conclusion of the EGM;	28,149,000 (100.00%)	0 (0.00%)
(3)	to authorise and instruct any director of the Company or the registered office provider of the Company to update the register of directors and officers of the Company to reflect the above appointment and removal of directors and to make all necessary filings with the Registrar of Companies in the Cayman Islands in respect thereof; and	28,149,000 (100.00%)	0 (0.00%)
(4)	to authorise and direct any director of the Company to execute any documents, agreements or instruments, and take any and all such action as may be deemed necessary or appropriate to give effect to the foregoing resolutions.	28,149,000 (100.00%)	0 (0.00%)

As more than 50% of the total number of Shares held by the Shareholders who voted at the EGM were cast in favour of each of the resolution nos. (1A) to (4), all the above resolutions were approved by the Shareholders.

As at the date of the EGM, the total number of issued shares of the Company was 40,000,000 Shares, which represented the total number of Shares entitling the Shareholders to attend and vote for or against the relevant proposed resolutions at the EGM. There were no Shares entitling the Shareholders to attend and abstain from voting in favour of the resolutions at the EGM 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 Shareholders were required to abstain from voting at the EGM under the GEM Listing Rules. There were no restrictions on any Shareholder to cast votes on the ordinary resolutions at the EGM. 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 EGM and as such no voting rights of treasury shares have been exercised at the EGM; 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 EGM. Shing Tak CPA Limited was appointed as the scrutineer at the EGM for the purpose of votetaking.

Mr. Law attended the EGM in person. Mr. Wang Xinlong, Mr. Yan Lei, Dr. Wang Junxia, Mr. He Junlong and Ms. Liang Lina did not attend the EGM.

REMOVAL OF DIRECTORS, CHANGE OF THE CHAIRMAN OF THE BOARD AND CHANGE OF AUTHORISED REPRESENTATIVE

The Board announces that Mr. Wang Xinlong, Mr. Yan Lei, Dr. Wang Junxia, Mr. He Junlong and Ms. Liang Lina (collectively, the “**Outgoing Directors**”) ceased to be a Director upon the conclusion of the EGM following the approval of his/her removal by the Shareholders at the EGM. The Board is not aware of any disagreements between the Board and the Outgoing Directors, and there are no other matters relating to the removal of Outgoing Directors that needs to be brought to the attention of the Shareholders and the Stock Exchange. Following the removal of Mr. Wang Xinlong (“**Mr. Wang**”) as a Director, the Board further announces that, with effect from 18 December 2025, (i) Mr. Wang has also ceased to act as the chairman of the Board and an authorised representative of the Company (the “**Authorised Representative**”) pursuant to Rule 5.24 of the GEM Listing Rules; (ii) Mr. Law has been appointed as the chairman of the Board with effect from 18 December 2025; and (iii) Mr. Leung, an executive Director, has been appointed as an Authorised Representative with effect from 18 December 2025.

APPOINTMENT OF DIRECTORS, MEMBERS OF THE AUDIT COMMITTEE, REMUNERATION COMMITTEE AND NOMINATION COMMITTEE

The Board is pleased to announce that with effect from 18 December 2025, the appointment of Mr. Leung as executive Director, and Mr. Wong, Mr. Chan and Ms. Mak as independent non-executive Directors were approved by the Shareholders at the EGM. Mr. Wong, Mr. Chan and Ms. Mak were appointed as a member of the Audit Committee of the Company. Mr. Law, Mr. Chan and Ms. Mak were appointed as a member of the Remuneration Committee, and Mr. Law, Mr. Wong and Ms. Mak were appointed as a member of the Nomination Committee of the Company. The following are the biographical details of Mr. Leung, Mr. Wong, Mr. Chan and Ms. Mak:

Mr. Leung Cheuk Wai

Mr. Leung, aged 42, has accumulated over 18 years of experience in the accounting, audit, tax and company secretary fields. In June 2007, he joined FTW & Partners CPA Limited, an audit firm based in Hong Kong, as an accountant trainee. In August 2008, Mr. Leung served in Pearson Fearn & Co., an audit firm based in Hong Kong, as their senior accountant. In August 2013, Mr. Leung joined AE Majoris CPA & Co, an audit firm based in Hong Kong, as their audit principal and was promoted to audit partner in March 2016 and AE Majoris Advisory Limited, a firm principally engaged in provision of corporate advisory services, and his last position was senior manager. In July 2017, Mr. Leung joined Alchemist Corporate Advisory Limited, a company engaged in provision of corporate advisory services, and was appointed as the executive director. Mr. Leung had been the company secretary of the Company from November 2017 to October 2025. Mr. Leung obtained a Bachelor's degree in Business Administration in Accounting from the Open University of Hong Kong in December 2007 and has been a member of the Hong Kong Institute of Certified Public Accountants since May 2012. Mr. Leung has not held any directorships in any listed companies in the past three years.

Mr. Leung has entered into a service agreement with the Company as an executive Director and the Chief Executive Officer for an initial term of three years commencing from 18 December 2025. Subject to the provisions of re-election or retirement by rotation at the annual general meeting of the Company in accordance with the articles of association of the Company, Mr. Leung shall hold office until the next annual general meeting of the Company and then be eligible for re-election. Under Mr. Leung's service agreement with the Company, Mr. Leung is entitled to emoluments of HK\$360,000 per annum (inclusive of the emoluments as Chief Executive Officer), with such remuneration taking into account the duties and responsibilities to be taken by Mr. Leung within the Group, with reference to prevailing market rates. Save as disclosed above, as at the date of this announcement, (a) Mr. Leung does not hold any position with the Company and its subsidiaries; (b) Mr. Leung did not hold any directorship in any listed public companies in Hong Kong or overseas in last three years; (c) Mr. Leung does not have any other relationship with any directors, senior management or substantial or controlling shareholder of the Company; (d) Mr. Leung does not have any interests in the shares of the Company or any of its associated corporations within the meaning of Part XV of the Securities and Future Ordinance (Chapter 571 of the Laws of Hong Kong); and (e) there are no other matters concerning Mr. Leung that need to be brought to the attention of the Shareholders nor any information to be disclosed pursuant to the requirements of Rule 17.50(2)(h) to (v) of the GEM Listing Rules.

Mr. Wong Ka Chun Matthew

Mr. Wong, aged 37, has over 14 years of experience in the financial industry spanning across corporate finance advisory, capital market transaction advisory and auditing. Mr. Wong obtained a Bachelor's degree in Business, specialised in Accounting, Banking and Finance from Monash University, Melbourne, Australia in September 2011. He has also been a member of the CPA Australia since January 2016, a member of the Chartered Institute of Management Accountants since December 2016, and a member of Chartered Global Management Accountant since December 2016.

Mr. Wong was an auditor in Deloitte Touche Tohmatsu from September 2011 to November 2013, an auditor in PricewaterhouseCoopers from December 2013 to March 2017, the assistant vice president in the investment banking division of Zhongtai International Capital Limited from March 2017 to December 2017 and the vice president in the investment banking division of GF Capital (Hong Kong) Limited from December 2017 to June 2019. He is currently the vice president in the corporate finance division and a responsible officer (Type 6 – advising on corporate finance regulated activities) of Ample Capital Limited.

During his employment with Zhongtai International Capital Limited, GF Capital (Hong Kong) Limited and Ample Capital Limited, Mr. Wong executed a wide variety of capital markets and corporate finance transactions, including initial public offerings, mergers and acquisitions, equity fund raisings, structured finance and compliance advisory. Mr. Wong had been an independent non-executive director of the Company from December 2018 to December 2024, an independent non-executive director of Golden Power Group Holdings Limited, the shares of which are listed on main board of the Stock Exchange (stock code: 3919), since 29 December 2023 and has been an independent director of Cre8 Enterprise Limited, the shares of which are listed on Nasdaq Stock Exchange (Ticker: CRE) since July 2025.

Mr. Wong has entered into an appointment letter with the Company for a term of one year commencing from 18 December 2025, subject to retirement by rotation and re-election at the annual general meeting of the Company in accordance with the articles of association of the Company. Mr. Wong will be entitled to receive a remuneration of HK\$96,000 per annum, which was determined with reference to the duties and responsibilities of an independent non-executive Director and the prevailing market terms for similar roles for comparable companies. Save as disclosed above, as at the date of this announcement, (a) Mr. Wong does not hold any position with the Company and its subsidiaries; (b) Mr. Wong did not hold any directorship in any listed public companies in Hong Kong or overseas in last three years; (c) Mr. Wong does not have any other relationship with any directors, senior management or substantial or controlling shareholder of the Company; (d) Mr. Wong does not have any interests in the shares of the Company or any of its associated corporations within the meaning of Part XV of the Securities and Future Ordinance (Chapter 571 of the Laws of Hong Kong); and (e) there are no other matters concerning Mr. Wong that need to be brought to the attention of the Shareholders nor any information to be disclosed pursuant to the requirements of Rule 17.50(2)(h) to (v) of the GEM Listing Rules. Mr. Wong further confirmed with the Company (i) his independence as regards each of the factors referred to in Rule 5.09(1) to (8) of the GEM Listing Rules; (ii) that 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 in the GEM Listing Rules) of the Company; and, (iii) that there are no other factors that may affect Mr. Wong's independence at the time of his appointment.

Mr. Chan Ting Fung

Mr. Chan, aged 41, obtained a bachelor's degree in Law from the Jinan University of Guangzhou in 2007. He has been working in the legal field for more than 18 years, with extensive experience in handling commercial matters in the mainland China, including merger and acquisition, joint ventures, finance, logistics, international trade, intellectual property, real estate and construction, employment, investment and crossborder dispute resolution.

Mr. Chan had been an independent non-executive director of the Company from September 2022 to December 2024 and has been appointed as an independent non-executive director of Kingkey Financial International (Holding) Limited (stock code: 1468), a company whose shares are listed on Main Board of the Stock Exchange, since July 2022.

Mr. Chan has entered into an appointment letter with the Company for a term of one year commencing from 18 December 2025, subject to retirement by rotation and re-election at the annual general meeting of the Company in accordance with the articles of association of the Company. Mr. Chan will be entitled to receive a remuneration of HK\$96,000 per annum, which was determined with reference to the duties and responsibilities of an independent non-executive Director and the prevailing market terms for similar roles for comparable companies. Save as disclosed above, as at the date of this announcement, (a) Mr. Chan does not hold any position with the Company and its subsidiaries; (b) Mr. Chan did not hold any directorship in any listed public companies in Hong Kong or overseas in last three years; (c) Mr. Chan does not have any other relationship with any directors, senior management or substantial or controlling shareholder of the Company; (d) Mr. Chan does not have any interests in the shares of the Company or any of its associated corporations within the meaning of Part XV of the Securities and Future Ordinance (Chapter 571 of the Laws of Hong Kong); and (e) there are no other matters concerning Mr. Chan that need to be brought to the attention of the Shareholders nor any information to be disclosed pursuant to the requirements of Rule 17.50(2)(h) to (v) of the GEM Listing Rules. Mr. Chan further confirmed with the Company (i) his independence as regards each of the factors referred to in Rule 5.09(1) to (8) of the GEM Listing Rules; (ii) that 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 in the GEM Listing Rules) of the Company; and, (iii) that there are no other factors that may affect Mr. Chan's independence at the time of his appointment.

Ms. Mak Suet Man

Ms. Mak, aged 38, obtained a Bachelor's degree in Business Administration in Marketing and Management of Organization from the Hong Kong University of Science and Technology. She has been a member of the Association of Chartered Certified Accountants and the Hong Kong Institute of Certified Public Accountants. Ms. Mak is currently an independent non-executive director of Boill Healthcare Holdings Limited, the shares of which are listed on the Main Board of the Stock Exchange (stock code: 1246). She is also an associate director of Grande Capital Limited, where she serves as a responsible officer with Type 6 (advising on corporate finance) license. She is also a director of China Trust Registration Limited and Aha Moment 43 Limited.

Prior to her current roles, Ms. Mak held various positions in the financial industry. She began her career at Deloitte Touche Tohmatsu, where she served from October 2009 to July 2014, with her last position being audit senior. She was an associate at Hong Kong Exchanges and Clearing Limited between July 2014 and August 2016. She subsequently joined Guotai Junan Capital Limited, where she was assistant vice president from September 2016 to March 2019 and vice president from April 2019 to June 2019. Thereafter, she served as vice president of Yue Xiu Capital Limited from July 2019 to October 2020.

Ms. Mak has served as an independent non-executive director of several companies listed on the Stock Exchange in the past three years, including Windmill Group Limited (stock code: 1850) between July 2023 and October 2024, Alco Holdings Limited (stock code: 328) between October 2023 and November 2024, and Hang Yick Holdings Company Limited (stock code: 1894) between November 2023 and July 2024. She was also a non-executive director of Jin Mi Fang Group Holdings Limited (stock code: 8300) between November 2023 and August 2024.

Ms. Mak has entered into an appointment letter with the Company for a term of one year commencing from 18 December 2025, subject to retirement by rotation and re-election at the annual general meeting of the Company in accordance with the articles of association of the Company. Ms. Mak will be entitled to receive a remuneration of HK\$96,000 per annum, which was determined with reference to the duties and responsibilities of an independent non-executive Director and the prevailing market terms for similar roles for comparable companies. Save as disclosed above, as at the date of this announcement, (a) Ms. Mak does not hold any position with the Company and its subsidiaries; (b) Ms. Mak did not hold any directorship in any listed public companies in Hong Kong or overseas in last three years; (c) Ms. Mak does not have any other relationship with any directors, senior management or substantial or controlling shareholder of the Company; (d) Ms. Mak does not have any interests in the shares of the Company or any of its associated corporations within the meaning of Part XV of the Securities and Future Ordinance (Chapter 571 of the Laws of Hong Kong); and (e) there are no other matters concerning Ms. Mak that need to be brought to the attention of the Shareholders nor any information to be disclosed pursuant to the requirements of Rule 17.50(2)(h) to (v) of the GEM Listing Rules. Ms. Mak further confirmed with the Company (i) her independence as regards each of the factors referred to in Rule 5.09(1) to (8) of the GEM Listing Rules; (ii) that she 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 in the GEM Listing Rules) of the Company; and, (iii) that there are no other factors that may affect Ms. Mak's independence at the time of her appointment.

The Board wishes to take this opportunity to welcome Mr. Leung, Mr. Wong, Mr. Chan and Ms. Mak for joining the Board.

By order of the Board
Yufengchang Holdings Limited
Law Ming Yik
Chairman and executive Director

Hong Kong, 18 December 2025

As at the date of this announcement (subsequent to the above changes of directors becoming effective), the executive Directors of the Company are Mr. LAW Ming Yik (Chairman) and Mr. LEUNG Chuek Wai (Chief Executive Officer); and the independent non-executive Directors of the Company are Mr. WONG Ka Chun Matthew, Mr. CHAN Ting Fung and Ms. MAK Suet Man.

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.

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