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MADISON

— G R O U P —

Madison Holdings Group Limited

麥迪森控股集團有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 08057)

**(1) POLL RESULTS OF THE EXTRAORDINARY GENERAL MEETING HELD ON
14 May 2026;
(2) SHARE CONSOLIDATION BECOMING EFFECTIVE ON 18 MAY 2026; AND
(3) ADJUSTMENT TO THE SHARE OPTIONS**

The Board is pleased to announce that at the EGM held on Thursday, 14 May 2026, all the Resolutions as set out in the EGM Notice were duly passed by the Shareholders by way of poll.

References are made to (i) the circular (the “**EGM Circular**”); and (ii) the notice (the “**EGM Notice**”) of the extraordinary general meeting of Madison Holdings Group Limited both dated 23 April 2026. Unless the context otherwise requires, capitalised terms used herein shall have the same meanings as those defined in the EGM Circular.

POLL RESULTS OF THE EGM

At the EGM held on 14 May 2026, the proposed resolutions as set out in the EGM Notice were taken by poll.

As at the date of the EGM, the total number of issued Shares of the Company was 623,127,227 Shares, of which Mr. Ting beneficially owns as to 10,193,243 Existing Shares and is interested in 254,479,672 Existing Shares, representing in aggregate approximately 42.47% of the issued share capital of the Company, through Royal Spectrum, Devoss Global Holdings Limited, CVP Financial, Plan Marvel, Kaiser Capital and Highgrade Holding. By reason of the requirements of the GEM Listing Rules, in respect of the Rights Issue and the transactions contemplated thereunder, Mr. Ting and his associates were required to abstain and have abstained from voting on the relevant resolution 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.

Save as disclosed above, 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 the Resolutions at the EGM as set out in Rule 17.47A of the GEM Listing Rules and no Shareholder was required under the Listing Rules to abstain from voting on the Resolutions at the EGM. None of the Shareholders had indicated in the Circular their intention to vote against or to abstain from voting on the Resolutions at the EGM. Accordingly, the total number of Shares entitling the Shareholders to attend and vote at the EGM for or against Resolutions numbered 1, 2 and 4 and Resolution numbered 3 as set out in the EGM Notice was 623,127,227 Shares and 358,454,312 Shares, respectively.

The Company's branch share registrar and transfer office in Hong Kong, Tricor Investor Services Limited, was appointed as the scrutineer for the purpose of vote-taking at the EGM. Mr. Jiang Tian attended the EGM in person, while Dr. Cheung Yuk Shan Shirley, Mr. Su Lei, Mr. Ji Zuguang, Mr. Ip Cho Yin, *J.P.*, Mr. Chu Kin Wang Peleus, Dr. Lau Reimer, Mary Jean and Mr. Zhou Li were present at the EGM by electronic means.

Details of the poll results in respect of the Resolutions at the EGM were as follows:

ORDINARY RESOLUTIONS ^(Note)		Number of votes (Approximate %)	
		For	Against
1.	To approve proposed Increase in Authorised Share Capital and to authorise the Director(s) to do all things necessary for implementation of the aforesaid.	217,542,905 (100%)	0 (0%)
2.	To approve proposed Share Consolidation and to authorise the Director(s) to do all things necessary for implementation of the aforesaid.	217,542,905 (100%)	0 (0%)
3.	To approve proposed Rights Issue, the Placing Agreement and the transactions contemplated thereunder and to authorize the Director(s) to do all things necessary for implementation of the aforesaid.	217,542,905 (100%)	0 (0%)
SPECIAL RESOLUTION^(Note)			
4.	To approve proposed amendments to the Existing memorandum of association and articles of association ("M&A") and the adoption of the New M&A in substitution for and to the exclusion of the Existing M&A.	438,866,543 (100%)	0 (0%)

Note: Please refer to the EGM Notice for full text of the Resolutions.

As more than 50% of the votes were cast in favour of each of Resolutions numbered 1 to 3, Resolutions numbered 1 to 3 were passed as ordinary resolutions at the EGM.

As more than 75% of the votes were cast in favour of the Resolution numbered 4, such Resolution was duly passed as a special resolution of the Company by the Shareholders at the EGM.

SHARE CONSOLIDATION BECOMING EFFECTIVE ON 18 MAY 2026

The Board is pleased to announce that, subject to the grant of the listing approval by the Stock Exchange, the Share Consolidation will become effective on Monday, 18 May 2026. Dealings in the Consolidated Shares will commence at 9:00 a.m. on Monday, 18 May 2026.

Please refer to the Circular for further details, including the trading arrangement, the arrangement for free exchange of share certificates and matching services for odd lots of the Consolidated Shares in connection with the Share Consolidation. The Shareholders should note that, upon the Share Consolidation becoming effective, new share certificates of the Consolidated Shares will be issued in golden colour, while the existing share certificates in blue colour will cease to be valid for trading, settlement and registration purpose, but will remain valid and effective as documents of title.

ADJUSTMENTS TO THE SHARE OPTIONS

As at the date of this announcement, the Company had outstanding share options entitling the holders thereof to subscribe for a total of 21,650,000 Existing Shares under the Share Option Scheme. As a result of the Share Consolidation and in accordance with the Share Option Scheme, the exercise price and the number of Consolidated Shares to be issued upon exercise of the outstanding share options will be adjusted in accordance with the Share Option Scheme, Rule 23.03(13) of the GEM Listing Rules and the Note to the Rule set out in Appendix 1 to the Frequently Asked Question FAQ13 – No.120 issued by the Stock Exchange in November 2020 and updated in June 2024 (the “**Supplementary Guidance**”) as follows with effect from the effective date of the Share Consolidation:

Date of grant of share options	Before adjustment		After adjustment	
	Exercise price per outstanding share option	Number of Existing Shares to be allotted and issued upon full exercise of outstanding Share Options	Exercise price per outstanding share option	Number of Consolidated Shares to be allotted and issued upon full exercise of outstanding Share Options
3 April 2018	HK\$18.9	10,360,000	HK\$189.0	1,036,000
13 December 2018	HK\$11.2	4,800,000	HK\$112.0	480,000
6 December 2019	HK\$2.07	6,490,000	HK\$20.7	649,000

Prism Hong Kong Limited, the auditor of the Company, has confirmed in writing that the adjustments made to the exercise price and the number of Shares to be issued upon the exercise of the outstanding Share Options are in compliance with (i) the terms and conditions of the Share Option Scheme; (ii) Rule 23.03(13) of the GEM Listing Rules; and (iii) the Supplementary Guidance. Save for the above adjustments, all other terms and conditions of the outstanding share options granted under the Share Option Scheme remain unchanged.

By order of the Board
Madison Holdings Group Limited
Ji Zuguang
*Chairman and non-executive
Director*

Hong Kong, 14 May 2026

As at the date of this announcement, the executive Directors are Mr. Jiang Tian, Dr. Cheung Yuk Shan Shirley and Mr. Su Lei; the non-executive Directors are Mr. Ji Zuguang and Mr. Ip Cho Yin, J.P.; and the independent non-executive Directors are Mr. Chu Kin Wang Peleus, Dr. Lau Reimer, Mary Jean and Mr. Zhou Li.

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 at www.hkexnews.hk for at least 7 days from the date of its publication and on the website of the Company at www.madison-group.com.hk.