AMASSE CAPITAL
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Amasse Capital Holdings Limited
寶積資本控股有限公司
(Incorporated in the Cayman Islands with limited liability)
(Stock Code: 8168)

(1) POLL RESULTS OF THE EXTRAORDINARY GENERAL MEETING HELD ON 20 JULY 2026; (2) REMOVAL OF DIRECTORS; AND (3) NON-COMPLIANCE WITH THE GEM LISTING RULES

Reference is made to (i) the announcement of Amasse Capital Holdings Limited (the "**Company**") dated 21 June 2026; (ii) the circular (the "**EGM Circular**") and the notice of extraordinary general meeting (the "**EGM Notice**") of the Company both dated 30 June 2026 in relation to the extraordinary general meeting (the "**EGM**"); and (iii) the supplemental announcement of the Company dated 16 July 2026 in relation to the requisition from shareholders to remove existing directors. Unless otherwise defined, capitalised terms used herein shall have the same meanings as those defined in the EGM Circular.

(1) RESULT OF THE EGM

At the EGM held on 20 July 2026, the proposed ordinary resolutions (the "**Ordinary Resolutions**") as set out in the EGM Notice were duly passed by way of poll. The poll results are as follow:

Ordinary Resolutions	Number of Votes (%)	
	For	Against
1. To remove Mr. Fan Kaiye from his office as an executive director of the Company pursuant to Article 114 of the Company's Fifth Amended and Restated Articles of Association with immediate effect from the passing of this resolution.	449,700,000 (63.16%)	262,290,000 (36.84%)

Ordinary Resolutions	Number of Votes (%)	
	For	Against
2. To remove Mr. Liu Zhanqing from his office as an independent non-executive director of the Company pursuant to Article 114 of the Company's Fifth Amended and Restated Articles of Association with immediate effect from the passing of this resolution.	449,700,000 (63.16%)	262,290,000 (36.84%)
3. To remove Mr. Lin Haining from his office as an independent non-executive director of the Company pursuant to Article 114 of the Company's Fifth Amended and Restated Articles of Association with immediate effect from the passing of this resolution.	449,700,000 (63.16%)	262,290,000 (36.84%)

As at the date of the EGM, the number of issued shares of the Company was 1,484,600,000 Shares, representing the total number of Shares entitling the Shareholders to attend and vote on the Ordinary Resolutions at the EGM. To the best of the Directors' knowledge, information and belief, having made all reasonable enquiries, as at the date of this announcement, there were no Shares entitling any Shareholders to attend and abstain from voting in favour of the Ordinary Resolutions at the EGM as set out in Rule 17.47A of the Rules Governing the Listing of Securities on GEM (the "**GEM Listing Rules**"); and no Shareholders were required under the GEM Listing Rules to abstain from voting on the Ordinary Resolutions at the EGM. No Shareholders have stated his/her/its intention in the EGM Circular to vote against or to abstain from voting on the Ordinary Resolutions at the EGM (as the case may be).

As more than 50% of the votes were cast in favour of each of the Ordinary Resolutions, all of the Ordinary Resolutions were duly passed at the EGM.

Save for Mr. Chan Wai Kit, Mr. Xie Lei and Mr. Wu Peisheng, all other Directors have not attended the EGM in person or by way of electronic means.

The Company's Hong Kong branch share registrar, Computershare Hong Kong Investor Services Limited, was appointed as the scrutineer at the EGM.

(2) REMOVAL OF DIRECTORS

The Board further announces that as the Ordinary Resolutions have been duly passed as ordinary resolutions by the Shareholders at the EGM: -

1. Mr. Fan Kaiye ("**Mr. Fan**") has been removed as an executive Director;

2. Mr. Liu Zhanqing ("**Mr. Liu**") has been removed as an independent non-executive Director; and

3. Mr. Lin Haining ("**Mr. Lin**") has been removed as an independent non-executive Director.

(3) NON-COMPLIANCE WITH THE GEM LISTING RULES

Following the removal of Mr. Fan, Mr. Liu and Mr. Lin from their office as executive Director or independent non-executive Director, the Board comprises five members with only one independent non-executive Director. Each of the audit committee (the "**Audit Committee**"), the remuneration committee (the "**Remuneration Committee**") and the nomination committee (the "**Nomination Committee**") of the Board comprises only one member. As a result, the Company fails to meet:

1. the requirement under (i) Rule 5.05(1) of the GEM Listing Rules, which stipulates that the Board must include at least three independent non-executive directors; and (ii) Rule 5.05A of the GEM Listing Rules, which requires that independent non-executive directors must represent at least one-third of the Board;

2. the requirement of Rule 5.28 of the GEM Listing Rules, which stipulates that, among other matters, the audit committee must comprise a minimum of three members and the majority of the audit committee members must be independent non-executive directors of the listed issuer;

3. the requirement of Rule 5.34 of the GEM Listing Rules, which stipulates that, the remuneration committee must comprise a majority of independent non-executive directors and must be chaired by an independent non-executive director; and

4. the requirement of Rule 5.36A of the GEM Listing Rules, which stipulates that the nomination committee must comprise a majority of independent non-executive directors and must be chaired by the chairman of the board or an independent non-executive director.

The Company is in the process of identifying suitable candidate to fill the vacancy of the independent non-executive Director, the Audit Committee, the Remuneration Committee and the Nomination Committee in order to re-comply Rules 5.05(1), 5.05A, 5.28, 5.34 and 5.36A of the GEM Listing Rules as soon as possible, and in any event to appoint two new independent non-executive Director within three months from the effective date of the removal of Mr. Lin and Mr. Liu pursuant to Chapter 5 of the GEM Listing Rules. The Company will make further announcement(s) as and when appropriate in accordance with the requirements of the GEM Listing Rules.

On behalf of the Board of
Amasse Capital Holdings Limited
Chan Wai Kit
Executive Director

Hong Kong, 20 July 2026

As at the date of this announcement, the executive Directors are Mr. Chan Wai Kit, Mr. Xie Lei, Mr. Wu Peisheng and Ms. Jiang Dandan; and the independent non-executive Director is Ms. Wong Chi Yan.

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 enquires, 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 the Company website at www.amasse.com.hk.