

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.



富汇国际集团控股有限公司

Fullwealth International Group Holdings Limited

(incorporated in the Cayman Islands with limited liability)

(Stock Code: 1034)

CLARIFICATION ANNOUNCEMENT RELATING TO THE EXTRAORDINARY GENERAL MEETING

Both the English and Chinese versions of this announcement were first published in The Standard and Sing Tao Daily, respectively on 23 May 2024.

Reference is made to (i) the circular (the “**Circular**”) and the notice of the extraordinary general meeting (the “**EGM Notice**”) of Fullwealth International Group Holdings Limited (the “**Company**”), both dated 25 April 2024; (ii) the clarification and change of venue announcement of the Company dated 30 April 2024 (the “**Change of Venue Announcement**”); (iii) the announcement dated 12 May 2024 relating to the postponement of EGM (the “**Postponement Announcement**”); and (iv) the poll results announcement dated 16 May 2024 published in The Standard (as to English version) and in Sing Tao Daily (as to the Chinese version), respectively (the “**Results Announcement**”). Unless the context requires otherwise, capitalised terms used herein shall have the same meanings as defined in the Circular and the Results Announcement.

The Board wishes to clarify that, as advised by the Company’s legal advisor as to Cayman Islands laws (“**Cayman Islands Legal Advisor**”), (i) the Change of Venue Announcement purported to change the venue of the EGM is invalid as it was issued less than 14 clear days before the meeting, therefore not providing sufficient notice period in accordance with Article 65 of the Articles of Association; and (ii) the purported postponement of the EGM as stated in the Postponement Announcement is invalid. Once a valid notice of a general meeting has been sent, in the absence of express authority in the Articles of Association, the Directors have no power to postpone a properly convened general meeting. Further, there is no provision in the Articles of Association granting the Directors the power to postpone a general meeting of the Company.

As disclosed in the Results Announcement, the EGM was held on Monday, 13 May 2024 at 9 a.m. at Happy Valley Clubhouse, 25 Shan Kwong Road, Happy Valley, Hong Kong, all of the proposed Resolutions were duly passed as ordinary resolutions by the Shareholders by way of

poll. As advised by the Cayman Islands Legal Advisor, such Resolutions are valid resolutions duly passed in accordance with the Articles of Association and the laws of the Cayman Islands, constituting valid and legally binding decisions of the Shareholders on the subject matter therein referenced.

Accordingly, the Board wishes to clarify that there will be no EGM or any meeting of the Company to be held on 27 May 2024.

Save as the aforesaid clarifications, all other information contained in the Results Announcement shall remain unchanged.

CONTINUED SUSPENSION OF TRADING

At the request of the Company, trading in the shares of the Company on the Stock Exchange was halted with effect from 9:04 a.m. on 12 March 2024 until the publication of the announcement for the annual results of the Company and its subsidiaries for the year ended 31 December 2023.

By order of the Board
Fullwealth International Group Holdings Limited
Liu Xinyi
Executive Director and Chief Executive Officer

Hong Kong, 4 June 2024

As at the date of this announcement, the Board comprises:

<i>Executive Directors:</i>	Ms. Liu Xinyi (<i>Chief Executive Officer</i>) Ms. Qu Dongling
<i>Independent non-executive Directors:</i>	Mr. Yam Yuet Hang Mr. Wang Huimin Ms. Hui Sau Fan