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CELESTIAL ASIA SECURITIES HOLDINGS LIMITED

時富投資集團有限公司 *

(Incorporated in Bermuda with limited liability)

(Stock code: 1049)

POLL RESULTS OF SPECIAL GENERAL MEETING HELD ON 29 JULY 2025

References are made to the circular of Celestial Asia Securities Holdings Limited ("**Company**") ("**Circular**") and the notice of the special general meeting of the Company ("**SGM Notice**") dated 11 July 2025. Terms used in this announcement shall have the same meaning as defined in the Circular unless otherwise stated.

POLL RESULTS OF THE SGM

The board of directors ("**Board**") of the Company is pleased to announce that the proposed resolution as set out in the SGM Notice was duly passed by the Shareholders by way of poll at the SGM held on 29 July 2025. Details of the poll results are as follow:

ORDINARY RESOLUTION	Number of Shares votes (Approximate%)	
	For	Against
To approve the Subscription Agreement and the transactions contemplated thereunder, including granting a specific mandate to the directors of the Company for the issue of the Convertible Bonds, and the allotment and issue of the Conversion Shares (in the terms as set out in resolution in the SGM Notice).	10,425,822 (99.99%)	26 (0.01%)

As more than 50% of the votes were cast in favour of the ordinary resolution, the resolution was duly passed as ordinary resolution at the SGM.

As at the date of the SGM, a total of 80,720,181 Shares were in issue. As Cash Guardian and its associates are interested in the Subscription Agreement and the transactions contemplated thereunder, Cash Guardian and its associates (which held a total of 40,197,599 Shares, representing approximately 49.79% of the issued share capital of the Company) have abstained from voting on the resolution at the SGM. Accordingly, the total number of Shares entitling the Shareholders to attend and vote for or against the resolution at the SGM were 40,522,582 Shares, representing approximately 50.21% of the issued share capital of the Company. Save as disclosed, there were no Shares entitling the holders to attend and abstain from voting in favour of the proposed resolution at the SGM as set out in Rule 13.40 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited and no Shareholder was required to abstain from voting in respect of the proposed resolution at the SGM. None of the Shareholders has stated their intention in the Circular to vote against or to abstain from voting on the proposed resolution.

Tricor Investor Services Limited, the Company's branch share registrar in Hong Kong, was appointed as scrutineer for the vote-taking at the SGM.

Shareholders may refer to the SGM Notice and the Circular issued to the Shareholders for details of the above resolution.

Directors of the Company, namely Dr Kwan Pak Hoo Bankee, Mr Kwan Teng Hin Jeffrey, Mr Cheung Tsz Yui Morton, Ms Kwan Iec Teng Janet, Mr Leung Ka Kui Johnny and Dr Chan Hak Sin attended the SGM in person or by means of electronic communication. Mr Wong Chuk Yan did not attend the SGM due to other engagement.

By Order of the Board
Morton Cheung
Executive Director and
Chief Financial Officer

Hong Kong, 29 July 2025

As at the date hereof, the directors of the Company are:

Executive Directors:

Dr Kwan Pak Hoo Bankee, *BBS, JP*
Mr Kwan Teng Hin Jeffrey
Mr Cheung Tsz Yui Morton
Ms Kwan Iec Teng Janet

Independent non-executive Directors:

Mr Leung Ka Kui Johnny
Mr Wong Chuk Yan
Dr Chan Hak Sin

If there is any inconsistency in this announcement between the Chinese and English versions, the English version shall prevail.

* *For identification purpose only*