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MemeStrategy, Inc.

迷策略

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 2440)

**POLL RESULTS OF THE EXTRAORDINARY GENERAL MEETING
HELD ON 7 AUGUST 2025;
AND
COMPLETION OF THE RIGHTS ISSUE**

Reference is made to the announcement of MemeStrategy, Inc. (the “**Company**”) dated 24 July 2025 (the “**Announcement**”), and circular (the “**Circular**”) and the notice (the “**Notice**”) of the extraordinary general meeting (the “**EGM**”) of the Company both dated 24 July 2025. Unless otherwise defined herein, capitalised terms used in this announcement shall have the same meanings as those defined in the Announcement and the Circular.

POLL RESULTS OF THE EGM

The Board is pleased to announce that the resolution as set out in the Notice (the “**Resolution**”) was duly passed by the Shareholders by way of poll at the EGM held on 7 August 2025. Tricor Investor Services Limited, the Company’s share registrar in Hong Kong, was appointed as the scrutineer for the purpose of vote-taking at the EGM.

The poll results in respect of the Resolution at the EGM are set out as follows:

ORDINARY RESOLUTION	Number of votes (approximate %)	
	For	Against
<p>“THAT the authorised share capital of the Company be increased from US\$3,000,000 divided into 300,000,000 Shares of US\$0.01 each (the “Shares”) to US\$10,000,000 divided into 1,000,000,000 Shares of US\$0.01 each by the creation of an additional 700,000,000 Shares (the “Increase in Authorised Share Capital”), such Shares, upon issue and fully paid, shall rank pari passu in all respects with the existing issued Shares and have the rights and privileges and be subject to the provisions contained in the memorandum of association and articles of association of the Company; and THAT any one or more of the directors, the company secretary and the registered office provider of the Company be and is/are hereby authorised to do all such acts and things and execute all such documents which he/she/they consider(s) necessary, desirable or expedient for the purpose of, or in connection with, the implementation of and giving effect to the Increase in Authorised Share Capital, including without limitation to make any relevant registrations and filings in accordance with the relevant requirements of the applicable laws, rules and regulations in the Cayman Islands and Hong Kong.”</p>	<p>157,916,405 (100%)</p>	<p>0 (0%)</p>

As at the date of the EGM, there were 245,319,513 Shares in issue, representing the total number of Shares entitling the Shareholders to attend and vote on the Resolution at the EGM. As disclosed in the Circular, Home Office Development Limited, which held 157,773,400 Shares, representing approximately 64.31% of the total number of Shares in issue, had given an irrevocable undertaking to the Company that it will vote in favour of the Increase in Authorised Share Capital at the EGM. Home Office Development Limited has voted in favour of the Resolution at the EGM in accordance with the aforementioned irrevocable undertaking.

To the best knowledge, information and belief of the Board, (i) no Shareholder was required under the Listing Rules to abstain from voting on the Resolution at the EGM; (ii) no Shareholder had stated his/her/its intention in the Circular to vote against or to abstain from voting on the Resolution at the EGM; and (iii) no Shareholder was entitled to attend and abstain from voting in favour of the Resolution at the EGM as set out in Rule 13.40 of the Listing Rules.

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

COMPLETION OF THE RIGHTS ISSUE

Reference is made to the announcement of the Company dated 25 July 2025 and the prospectus of the Company dated 4 July 2025 (the “**Prospectus**”) in relation to the Rights Issue.

The Board is pleased to announce that all conditions set out in the Prospectus have been fulfilled and the Rights Issue became unconditional on 7 August 2025.

Changes in the shareholding structure

To the best knowledge, information and belief of the Directors having made all reasonable enquiries, the shareholding structure of the Company immediately before and after completion of the Rights Issue is shown below for reference purpose only:

Shareholders	Immediately before completion of the Rights Issue		Immediately after completion of the Rights Issue	
	<i>Number of Shares</i>	<i>Approximate %</i>	<i>Number of Shares</i>	<i>Approximate %</i>
Home Office Development Limited (Note)	157,773,400	64.31	236,660,100	64.31
Public shareholders	87,546,113	35.69	131,319,169	35.69
Total	245,319,513	100.0	367,979,269	100.0

Note:

Home Office Development Limited is directly wholly owned by Mr. Chan Chin Ching.

Despatch of share certificates for the fully-paid Rights Shares

It is expected that the share certificates for the fully-paid Rights Shares will be despatched to those entitled thereto by ordinary post to their respective registered addresses at their own risk on Friday, 8 August 2025.

Commencement of dealings in fully-paid Rights Shares

Dealings in the fully-paid Rights Shares on the Stock Exchange are expected to commence at 9:00 a.m. on Monday, 11 August 2025.

Arrangement on odd lot trading

In order to facilitate the trading of odd lots (if any) of the Shares, the Group has appointed a securities firm China Zhong Heng Finance Group Limited, an independent third party of the Company, as an agent to provide matching services, on a best effort basis. Shareholders of odd lots of the Shares who wish to take advantage of this facility either to dispose of their odd lots of the Shares or to top up to a full board may contact Mr. Tang Chi Ho at (852) 3618 8682 during the period from 9:00 a.m. on Monday, 11 August 2025 to 4:00 p.m. on Friday, 29 August 2025, both days inclusive. Shareholders should note that matching of the sale and purchase of odd lots of the Shares is not guaranteed. Any Shareholder who is in any doubt about the odd lots arrangement is recommended to consult his/her/its own professional advisers.

On behalf of the Board
MemeStrategy, Inc.
CHAN Chin Ching
Chairman and executive Director

Hong Kong, 7 August 2025

As of the date of this announcement, the Board comprises Mr. Chan Chin Ching, Mr. Chan Chin Chun, Mr. Kwong Kevin Tak Tsing and Mr. Lee Alexander Patrick as executive Directors; and Mr. Ng Pui Sun Wesley, Ms. Peng Cheng and Mr. Siu Chi Wai as independent non-executive Directors.