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DINGYI GROUP INVESTMENT LIMITED

鼎億集團投資有限公司

(Incorporated in Bermuda with limited liability)

(Stock Code: 508)

POLL RESULTS OF THE SPECIAL GENERAL MEETING HELD ON FRIDAY, 19 SEPTEMBER 2025

References are made to the circular of DINGYI GROUP INVESTMENT LIMITED (the "**Company**") dated 1 September 2025 (the "**Circular**") and the notice (the "**Notice**") of the SGM dated 1 September 2025. Terms used in this announcement shall have the same meaning as those defined in the Circular unless the context requires otherwise.

POLL RESULTS OF THE SGM

The Board announces that (i) the proposed ordinary resolution no.1 as set out in the Notice relating to the Subscription of the Convertible Bonds was duly passed by the Independent Shareholders; and (ii) the proposed ordinary resolution no.2 as set out in the Notice relating to the Increase in Authorised Share Capital was duly passed by the Shareholders, by way of poll at the SGM held on Friday, 19 September 2025 at 4:00 p.m..

As at the date of the SGM, the total number of issued Shares was 850,678,301 Shares.

As disclosed in the Circular, the Subscriber is a connected person of the Company under the Listing Rules so the Subscription constitutes a connected transaction of the Company subject to the Independent Shareholders' approval requirements under Chapter 14A of the Listing Rules by way of poll at the SGM. The Subscriber and his associates are required to abstain from voting on the resolution in respect of the Subscription at the SGM. As at the date of the SGM, the Subscriber and his associates (namely, the companies controlled by him including WCIL, WAML and WMGL) were entitled to voting rights of 326,256,540 Shares (representing approximately 38.35% of the total voting rights of the Shares). Accordingly, the total number of Shares entitling the Independent Shareholders to attend and vote on the resolution in respect of the Subscription proposed at the SGM was 524,421,761 Shares (representing approximately 61.65% of the total issued share capital of the Company as at the date of the SGM).

On the other hand, no Shareholder was required to abstain from voting in favour of the resolution relating to the Increase in Authorised Share Capital at the SGM. Accordingly, the total number of Shares entitling the Shareholders to attend and vote on the resolution in respect of the Increase in Authorised Share Capital at the SGM was 850,678,301 Shares (representing 100% of the total issued share capital of the Company as at the date of the SGM).

Save as disclosed above, to the best of the Directors' knowledge, information and belief having made all reasonable enquiries, no other Shareholder was entitled to attend and abstain from voting in favour of the resolutions at the SGM as set out in Rule 13.40 of the Listing Rules and no other Shareholder was required under the Listing Rules to abstain from voting on the resolutions at the SGM. None of the Shareholders had indicated in the Circular their intention to vote against or to abstain from voting on the resolutions at the SGM.

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

The poll results in respect of the resolutions at the SGM are as follows:

Ordinary Resolutions *(Note 1)*		**Number of Votes (Approximate % of votes cast)**	
		For	**Against**
1.	To approve, confirm and ratify the terms and entering into of the Subscription Agreement (as defined in the notice of the SGM) and the transactions contemplated thereunder; to approve, confirm and ratify the issue of the Convertible Bonds (as defined in the notice of the SGM); to grant the specific mandate to the Directors to issue and allot the Conversion Shares (as defined in the notice of the SGM) pursuant to the Convertible Bonds; and to authorise the directors of the Company to exercise the powers of the Company, execute all documents and take all steps as they consider necessary, appropriate or expedient in connection with or to give effect to the Subscription Agreement	131,656,888 (59.16%)	90,868,500 (40.84%)

Ordinary Resolutions *(Note 1)*		Number of Votes (Approximate % of votes cast)	
		For	**Against**
2.	To approve the increase of the authorised share capital of the Company from HK$200,000,000 divided into 2,000,000,000 Shares to HK$500,000,000 divided into 5,000,000,000 Shares	131,656,888 (59.16%)	90,868,500 (40.84%)

Notes:

(1) Please refer to the Notice for full text of the resolutions.

(2) All the Directors attended the SGM either in person or by electronic means.

As more than 50% of the votes were cast in favour of the resolution no.1 at the SGM, such resolution was duly passed by the Independent Shareholders. As more than 50% of the votes were cast in favour of the resolution no.2 at the SGM, such resolution was duly passed by the Shareholders.

By order of the Board
DINGYI GROUP INVESTMENT LIMITED
YUE Ying
Chairman

Hong Kong, 19 September 2025

As at the date of this announcement, the Board comprises Mr. SU Xiaonong (Chief Executive Officer) and Mr. ZENG Shan as Executive Directors; Mr. YUE Ying (Chairman) as Non-executive Director; and Mr. CHOW Shiu Ki, Mr. IP Chi Wai, Mr. CHEUNG Chi Wai and Ms. YIN Shan as Independent Non-executive Directors.