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CIFI Holdings (Group) Co. Ltd.

旭輝控股(集團)有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 00884)

(Debt Stock Codes: 05261, 40464, 40519, 40681, 40682)

**POLL RESULTS OF EXTRAORDINARY GENERAL MEETING
HELD ON 31 OCTOBER 2025**

Reference is made to the circular of CIFI Holdings (Group) Co. Ltd. (the “**Company**”) dated 16 October 2025 (the “**Circular**”) and the notice of the Company dated 16 October 2025 (the “**Notice**”) to convene an extraordinary general meeting of the Company. Unless otherwise defined, capitalised terms used herein shall have the same meanings as those defined in the Circular.

The Board is pleased to announce that all the proposed resolutions as set out in the Notice (the “**Resolutions**”) were duly passed at the EGM as an ordinary resolution through voting by way of poll. The poll results in respect of the Resolutions are as follows:

Ordinary Resolutions		Number of Votes (%)	
		For	Against
1.	To approve the issue of the MCB (including the issue of the MCB to Rosy Fortune and Rain-Mountain) and the transactions contemplated thereunder including but not limited to the issue of zero coupon convertible bonds of the Company, and the grant of a specific mandate to the directors of the Company to exercise the powers of the Company to allot, issue and deal with the MCB Conversion Shares.	343,019,694 (100%)	0 (0%)
As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed.			

Ordinary Resolutions		Number of Votes (%)	
		For	Against
2.	To approve the Shareholder Loan Conversion and the transactions contemplated thereunder including but not limited to the conversion of the Shareholder Loan extended by Rosy Fortune to the Group in full into ordinary shares of the Company, and the grant of a specific mandate to the directors of the Company to exercise the powers of the Company to allot, issue and deal with the Shareholder Loan Conversion Shares.	343,019,694 (100%)	0 (0%)
As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed.			
3.	To approve the adoption of the Share Award Scheme and, subject to the adopt of the Share Award Scheme, the grant to the directors of the Company a mandate to handle matters pertaining to the Share Award Scheme.	5,032,454,805 (97.390421%)	134,844,768 (2.609579%)
As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed.			
4.	(a) To approve, subject to the adoption of the Share Award Scheme, the grant of 2,218,286,035 Awards to Mr. LIN Zhong.	170,176,889 (55.791740%)	134,844,768 (44.208260%)
As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed.			
	(b) To approve, subject to the adoption of the Share Award Scheme, the grant of 95,000,000 Awards to Mr. RU Hailin.	170,176,889 (55.791740%)	134,844,768 (44.208260%)
As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed.			
	(c) To approve, subject to the adoption of the Share Award Scheme, the grant of 80,000,000 Awards to Mr. YANG Xin.	170,176,889 (55.791740%)	134,844,768 (44.208260%)
As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed.			
	(d) To approve, subject to the adoption of the Share Award Scheme, the grant of 48,000,000 Awards to Mr. GE Ming.	170,176,889 (55.791740%)	134,844,768 (44.208260%)
As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed.			

Ordinary Resolutions		Number of Votes (%)	
		For	Against
5.	To approve the increase in the authorised share capital of the Company from HK\$2,000,000,000 divided into 20,000,000,000 Shares to HK\$5,000,000,000 divided into 50,000,000,000 Shares by the creation of an additional 30,000,000,000 Shares.	5,167,299,573 (100%)	0 (0%)
As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed.			
6.	To approve the termination of each of the share option scheme adopted by the Company on 27 April 2016 and the share award scheme adopted by the Company on 18 December 2017 with effect from the conclusion of the EGM.	5,032,454,805 (97.390421%)	134,844,768 (2.609579%)
As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed.			

Note: The full text of the Resolutions are set out in the Notice.

As at the date of the EGM, the total number of issued and fully paid up shares of the Company was 10,509,202,397 Shares. There were no treasury shares held by the Company (including any treasury shares held or deposited with the Central Clearing and Settlement System) nor Shares repurchased by the Company pending cancellation.

As disclosed in the Circular, (i) each of Mr. LIN Zhong, Mr. LIN Wei, Mr. LIN Feng and their respective associates (namely Ms. ZENG Yirong (being the spouse of Mr. LIN Zhong), Rosy Fortune, Ding Chang Limited, Eminent Talent Limited, Rain-Mountain and Towin Resources Limited), which held a total of 4,873,743,385 Shares, are required to abstain and had abstained from voting on Resolutions 1 and 2 approving the MCB Specific Mandate and Shareholder Loan Conversion at the EGM; (ii) pursuant to Rule 17.04(4) of the Listing Rules, each of Mr. LIN Zhong, Mr. RU Hailin, Mr. YANG Xin, and Mr. GE Ming and their respective associates and all other core connected persons of the Company (namely each of the Directors, Rosy Fortune, Ding Chang Limited, Ms. ZENG Yirong, Eminent Talent Limited, Rain-Mountain, Towin Resources Limited), which held a total of 4,887,213,151 Shares, are required to abstain and had abstained from voting on Resolutions 4(a) to 4(d) respectively approving the Specific Mandate Grants at the EGM; and (iii) Prosperity Fountain (PTC) Limited, as trustee holding a total of 19,178 Shares as at the date of the EGM which have not been vested with the selected participants in accordance with the share award scheme of the Company adopted on 18 December 2017, is required to abstain and had abstained from voting at the EGM pursuant to Rule 17.05A of the Listing Rules. Accordingly, the total number of Shares entitling the Shareholders to attend and vote on: (i) Resolutions 1 and 2 proposed at the EGM was 5,635,439,834 Shares; (ii) Resolutions 4(a) to 4(d) proposed at the EGM was 5,621,970,068 Shares; and (iii) Resolutions 3, 5 and 6 proposed at the EGM was 10,509,183,219 Shares.

Save as disclosed above, to the best of the Directors' knowledge, information and belief, no other Shareholder was required under the Listing Rules to abstain from voting at the EGM. Computershare Hong Kong Investor Services Limited, the Company's branch share registrar in Hong Kong, acted as scrutineer for the poll at the EGM.

The Directors who attended the EGM either in persons or by electronic means are as follows: Mr. LIN Zhong, Mr. LIN Wei, Mr. RU Hailin, Mr. YANG Xin, Mr. GE Ming, Mr. ZHANG Yongyue, Mr. TAN Wee Seng and Ms. LIN Caiyi.

Shareholders may refer to the Circular for details of the Resolutions above proposed at the EGM. The Circular may be viewed and downloaded from the Company's website at www.cifi.com.cn or the website of Hong Kong Exchanges and Clearing Limited at www.hkexnews.hk.

By Order of the Board
CIFI Holdings (Group) Co. Ltd.
LIN Zhong
Chairman

Hong Kong, 31 October 2025

As at the date of this announcement, the Board comprises Mr. LIN Zhong, Mr. LIN Wei, Mr. RU Hailin, Mr. YANG Xin and Mr. GE Ming as executive Directors; and Mr. ZHANG Yongyue, Mr. TAN Wee Seng and Ms. LIN Caiyi as independent non-executive Directors.