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# SG Group Holdings Limited
# 華欣控股有限公司

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock code: 1657)**

## POLL RESULTS OF THE ANNUAL GENERAL MEETING HELD ON 31 OCTOBER 2025

References are made to the notice (the "**AGM Notice**") of the annual general meeting (the "**2025 AGM**") and the circular (the "**Circular**") of SG Group Holdings Limited (the "**Company**") both dated 8 October 2025. Terms used herein shall have the same meanings as defined in the Circular, unless the context otherwise requires.

The board of directors (the "**Board**") is pleased to announce that all the proposed resolutions (the "**Proposed Resolutions**") as set out in the AGM Notice were duly passed by the Shareholders by way of poll at the 2025 AGM held on Friday, 31 October 2025.

As at the date of the 2025 AGM, there were 32,000,000 issued Shares entitling the Shareholders to attend and vote for or against the Proposed Resolutions at the 2025 AGM. There were no Shares entitling the Shareholders to attend and abstain from voting in favour of the Proposed Resolutions at the 2025 AGM as set out in Rule 13.40 of the Listing Rules.

None of the Shareholders were required under the Listing Rules to abstain from voting on the Proposed Resolutions at the 2025 AGM. None of the Shareholders have stated in the Circular their intention to vote against or to abstain from voting on any of the Proposed Resolutions at the 2025 AGM.

Boardroom Share Registrars (HK) Limited, the Hong Kong branch share registrar of the Company, was appointed and acted as the scrutineer for the vote-taking at the 2025 AGM.

The poll results in respect of all the Proposed Resolutions put to vote at the 2025 AGM are set out as follows:

| **Ordinary Resolutions** *(Note 1)* | | **Number of Votes (%)** *(Note 2)* | |
|---|---|---|---|
| | | **For** | **Against** |
| 1. | To consider and adopt the audited consolidated financial statements of the Company and the reports of the directors (the "**Directors**") and independent auditors of the Company for the year ended 30 April 2025. | 23,150,000 (100.00%) | 0 (0.00%) |
| 2. | (a) To re-elect Mr. Choi King Ting, Charles as an executive Director; | 23,150,000 (100.00%) | 0 (0.00%) |
| | (b) To re-elect Ms. Li Li Mei as an executive Director; | 23,150,000 (100.00%) | 0 (0.00%) |
| | (c) To re-elect Mr. Lai Kwok Hung, Alex as an independent non-executive Director; | 23,150,000 (100.00%) | 0 (0.00%) |
| | (d) To authorise the board of Directors (the "**Board**") to fix the Company Directors' remuneration. | 23,150,000 (100.00%) | 0 (0.00%) |
| 3. | To re-appoint D & PARTNERS CPA LIMITED as independent auditor of the Company and to authorise the Board to fix its remuneration. | 23,150,000 (100.00%) | 0 (0.00%) |
| 4. | To give a general mandate to the Board to allot, issue and deal with the Company's shares (the "**Shares**"). | 23,150,000 (100.00%) | 0 (0.00%) |
| 5. | To give a general mandate to the Board to repurchase the Shares. | 23,150,000 (100.00%) | 0 (0.00%) |
| 6. | To extend the general mandate granted to the Board to allot, issue and deal with additional Shares by adding the aggregate number of Shares repurchased by the Company. | 23,150,000 (100.00%) | 0 (0.00%) |

*Notes:*

(1) For the full text of the Proposed Resolutions, please refer to the AGM Notice as contained in the Circular.

(2) The number of votes and approximate percentage of voting Shares as stated above are based on the total number of the issued Shares held by the Shareholders who attended and voted at the 2025 AGM in person, by authorised representative (in case of a Shareholder being a corporation) or by proxy.

As more than 50% of the votes were cast in favour of each of the ordinary resolutions, all the ordinary resolutions proposed at the 2025 AGM were duly passed as ordinary resolutions of the Company.

All the Directors have attended the 2025 AGM either in person or by electronic means.

By order of the Board of
**SG Group Holdings Limited**
**Choi King Ting Charles**
*Chairman, Executive Director and*
*Chief Executive Officer*

Hong Kong, 31 October 2025

*As at the date of this announcement, the executive Directors are Mr. Choi King Ting Charles, Mr. Choi Ching Shing and Ms. Li Li Mei, and the independent non-executive Directors are Mr. Lai Kwok Hung Alex, Mr. Yeung Chuen Chow Thomas and Mr. Cüneyt Bülent Bilâloğlu.*