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HG SEMICONDUCTOR LIMITED

宏光半導體有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 6908)

POLL RESULTS OF THE EXTRAORDINARY GENERAL MEETING HELD ON 22 JANUARY 2026

References are made to the circular of HG Semiconductor Limited (the "**Company**") dated 7 January 2026 (the "**Circular**") and the notice of the extraordinary general meeting (the "**EGM**") of the Company dated 7 January 2026 (the "**Notice**"). Unless otherwise stated herein, capitalised terms used in this announcement shall have the same meaning as those defined in the Circular.

POLL RESULTS OF THE EGM

The Board is pleased to announce that at the EGM held on 22 January 2026, the proposed resolutions (the "**Resolutions**") as set out in the Notice were duly passed by the Shareholders by way of poll.

The poll results in respect of the Resolutions proposed at the EGM are as follows:

ORDINARY RESOLUTIONS*		**Number of Votes (%)**	
		For	**Against**
1	To approve the conditional sale and purchase agreement ("**Agreement A**") dated 1 December 2025 and entered into between New Rainbow Developments Limited, Rosyfeild Limited and Wise Spring Global Limited ("**Vendors A**") as vendors and the Company as purchaser in relation to the sale and purchase of all the issued shares in Join Gain HK Limited and the transactions contemplated thereunder, and to authorise the directors of the Company to allot and issue 146,776,000 new ordinary shares of HK$0.01 each in the capital of the Company to Vendors A pursuant to Agreement A in satisfaction of the consideration payable by the Company thereunder	291,374,731 100%	0 0%

ORDINARY RESOLUTIONS*		Number of Votes (%)	
		For	Against
2	To approve the conditional sale and purchase agreement ("**Agreement B**") dated 1 December 2025 and entered into between Red Mont Global Limited ("**Vendor B**") as vendor and the Company as purchaser in relation to the sale and purchase of the only issued share Red Mont HK Limited and the transactions contemplated thereunder, and to authorise the directors of the Company to issue a promissory note to Vendor B pursuant to Agreement B in satisfaction of the consideration payable by the Company thereunder	261,835,000 100%	0 0%

* *Please refer to the Notice for full version of the Resolutions.*

As more than 50% of the votes were cast in favour of each of the Resolutions, the Resolutions were duly passed as ordinary resolutions of the Company at the EGM.

As at the date of the EGM, the total number of Shares in issue was 938,818,481 Shares, which represents the total number of Shares entitling the Shareholders to attend and vote for or against the Resolutions at the EGM.

In accordance with the Listing Rules, (a) Ms. Qin (who held 6,485,500 Shares (representing approximately 0.69% of the total number of Shares in issue)), Ms. Qin Anqi (who held 125,625,000 Shares (representing approximately 13.38% of the total number of Shares in issue) through Wide Yield Investment Holding Limited), Vendors A and their respective associates (in respect of Agreement A and the transactions contemplated thereunder) were required to abstain and have abstained from voting at the EGM on the relevant ordinary resolution to approve Agreement A and the transactions contemplated thereunder, including the allotment and issue of the Consideration Shares; and (b) Mr. Zhan (who held 161,817,231 Shares (representing approximately 17.24% of the total number of Shares in issue) through Jovial Star International Limited), Vendor B and their respective associates (in respect of Agreement B and the transactions contemplated thereunder) were required to abstain and have abstained from voting at the EGM on the relevant ordinary resolution to approve Agreement B and the transactions contemplated thereunder, including the issue of the Promissory Note.

Accordingly, the total number of Shares entitling the Independent Shareholders to attend and vote for the ordinary resolution 1 and the ordinary resolution 2 at the EGM as stated in the Notice were 806,707,981 Shares and 777,001,250 respectively, representing approximately 85.93% and 82.76% of the total issued Shares as at the date of the EGM respectively. There were no Shares entitling the holders to attend and abstain from voting in favour of the Resolutions at the EGM as set out in Rule 13.40 of the Listing Rules. Save as disclosed above, no parties have stated in the Circular their intention to vote against, or to abstain from voting on, the Resolutions at the EGM.

The Company's branch share registrar in Hong Kong, Boardroom Share Registrars (HK) Limited, was appointed as the scrutineer for the purpose of vote-taking at the EGM.

All the Directors, namely Dr. Xu Zhihong, Mr. Zhao Yi Wen, Mr. Li Yang, Mr. Zou Haiyan, Mr. Siu Miu Man, Simon, MH and Ms. Liu Wanwen, attended the EGM either in person or by electronic means.

By order of the Board
HG Semiconductor Limited
Dr. Xu Zhihong
Chairman and Executive Director

Hong Kong, 22 January 2026

As at the date of this announcement, the executive Directors are Dr. Xu Zhihong, Mr. Zhao Yi Wen and Mr. Li Yang; and the independent non-executive Directors are Mr. Zou Haiyan, Mr. Siu Miu Man, Simon, MH and Ms. Liu Wanwen.

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