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

(Stock Code: 223)

**POSTPONEMENT OF THE ANNUAL GENERAL MEETING AND  
CHANGE OF BOOK CLOSURE PERIOD  
AND  
UPDATE OF CERTAIN INFORMATION CONTAINED IN  
THE AGM CIRCULAR DATED 9 JANUARY 2026  
AND  
POSTPONEMENT OF THE EXTRAORDINARY GENERAL  
MEETING SINE DIE  
AND  
CONVENING OF THE NEW EXTRAORDINARY  
GENERAL MEETING**

References are made to (i) the circular (the “**AGM Circular**”) and notice (the “**Original Notice of AGM**”) of the annual general meeting (the “**AGM**”) of Elife Holdings Limited (the “**Company**”) dated 9 January 2026, which sets out the time and venue of the AGM and the resolutions to be proposed at the AGM; (ii) the proxy form for the AGM (the “**AGM Proxy Form**”); (iii) the circular (the “**EGM Circular**”) and notice (the “**Original Notice of the EGM**”) of the extraordinary general meeting (the “**EGM**”) of the Company dated 15 January 2026, which sets out the time and venue of the EGM and the resolutions to be proposed at the EGM; (iv) the proxy form for the EGM (the “**EGM Proxy Form**”); and (v) the announcement of the Company dated 29 January 2026 in relation to the rescheduling of the AGM and the EGM (the “**Announcement**”). Unless otherwise defined herein, capitalised terms used herein shall have the same meanings as those defined in the aforesaid documents.

## **POSTPONEMENT OF THE AGM**

As disclosed in the Announcement, the Company received the Letter questioning, among other things, the Company's compliance with general meeting procedures. Having sought and considered the legal advice given by the Company's Cayman Islands legal adviser and in order to provide the Shareholders with requisite and additional time to consider the information and resolutions to be proposed at the AGM in compliance with the Articles of Association, the Board held a meeting on 6 February 2026, and resolved, among other matters, that the AGM originally scheduled to be held at 11:30 a.m. on Friday, 30 January 2026, will be postponed, and be held at 11:30 a.m. on Friday, 6 March 2026 (the "**Postponed AGM**"). The venue of the Postponed AGM will remain unchanged at Unit 806, Level 8, Core D, Cyberport 3, 100 Cyberport Road, Hong Kong.

For the avoidance of doubt, the resolutions to be considered at the Postponed AGM remain unchanged as those set out in the Original Notice of AGM.

## **CHANGE OF BOOK CLOSURE PERIOD FOR THE POSTPONED AGM**

Due to the postponement of the AGM, the transfer books and register of members will be closed from Tuesday, 3 March 2026 to Friday, 6 March 2026 (both days inclusive) for the Postponed AGM, during which period no transfer of Shares will be registered. The record date for determining Shareholders' eligibility to attend and vote at the Postponed AGM is Friday, 6 March 2026 (the "**Record Date**"). In order to be eligible to attend and vote at the Postponed AGM, all registered holders of Shares should ensure that all transfers, accompanied by the relevant share certificates, must be lodged with the Company's branch share registrar in Hong Kong, Tricor Investor Services Limited, 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong, not later than 4:30 p.m. on Monday, 2 March 2026.

## **ATTENDANCE, VOTING AND PROXY FORM ARRANGEMENTS FOR THE POSTPONED AGM**

Save for the aforesaid changes, the AGM Proxy Form will remain unchanged and valid for the Postponed AGM. The AGM Circular, the Original Notice of AGM and the AGM Proxy Form are available to the Shareholders on the Company's website (<http://www.capitalfp.com.hk/eng/index.jsp?co=223>) and the Stock Exchange's website ([www.hkexnews.hk](http://www.hkexnews.hk)). For Shareholders who wish to receive a printed version of the AGM Circular, the Original Notice of AGM and the AGM Proxy Form or, if for any reason, have difficulty in gaining access to the Company's or the Stock Exchange's website, the Company will, upon receipt of request in writing by the Shareholder to the Company's branch share registrar in Hong Kong, Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong or by email to [223-ecom@vistra.com](mailto:223-ecom@vistra.com) send the AGM Circular, the Original Notice of AGM and the AGM Proxy Form to such Shareholders in printed form free of charge. For Shareholders who wish to receive the notification letter containing the username and password for access to the designated URL (<https://evoting.vistra.com/>), the Company will, upon receipt of request in writing by the Shareholder to the Company's branch share registrar in Hong Kong, Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong or by email to [223-ecom@vistra.com](mailto:223-ecom@vistra.com) send the notification letter to such Shareholders in printed form free of charge.

Shareholders who have not yet returned the AGM Proxy Form but intend to appoint a proxy to attend the Postponed AGM are required to return the AGM Proxy Form as soon as possible in accordance with the instructions printed thereon and return the same to the Company's share registrar in Hong Kong, Tricor Investor Services Limited at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong, or via the designated URL (<https://evoting.vistra.com/>) by using the username and password provided on the notification letter sent by the Company and in any event not later than 48 hours before the time appointed for holding the Postponed AGM or any adjournment thereof (as the case may be). If a Shareholder has already completed and returned the AGM Proxy Form in accordance with the instructions printed thereon, such AGM Proxy Form will remain valid for the Postponed AGM provided the Shareholder remains on the register as at the Record Date, and such Shareholder is not required to resubmit the AGM Proxy Form. If any Shareholder chooses to re-submit the AGM Proxy Form, the last AGM Proxy Form received by Tricor Investor Services Limited not less than 48 hours before the time appointed for holding the Postponed AGM or any adjournment thereof (as the case may be) will revoke and supersede all AGM Proxy Forms previously submitted by such Shareholder, provided the Shareholder is still registered as at the Record Date.

The set of designated login credentials, including the URL, login username and password to the e-meeting system provided on the notification letter sent by the Company to the Shareholders will remain valid.

Save for the aforesaid and for the avoidance of any doubt, all other information set out in the Original Notice of AGM and the AGM Proxy Form shall remain unchanged.

#### **UPDATE OF LATEST PRACTICABLE DATE OF THE AGM CIRCULAR**

For the purposes of providing the Shareholders with up-to-date information and enabling them to make an informed decision at the Postponed AGM, the Company has decided to update and amend the definition of the "Latest Practicable Date" (as defined in the AGM Circular) to 4 February 2026, being the latest practicable date to ascertain certain information contained in the AGM Circular (the "**Updated Latest Practicable Date**").

Set out below are the updated information in respect of the AGM Circular pursuant to the Updated Latest Practicable Date:

Reference is made to page 22 of the AGM Circular under the section headed "*Appendix I – Details of the Directors to be Re-elected – Executive Directors, Mr. Guo Wei*". As at the Updated Latest Practicable Date, Mr. Guo is beneficially interested in 22,098,000 Shares, representing approximately 1.63% of the total issued Shares as at the Updated Latest Practicable Date.

Reference is made to page 26 of the AGM Circular under the section headed "*Appendix II – Explanatory Statement on the Repurchase Mandate – Share Prices*". In January 2026, the highest share price of the Company is HK\$0.150 per Share. During the period from 1 February 2026 up to the Updated Latest Practicable Date, the highest share price of the Company is HK\$0.123 per Share and the lowest share price of the Company is HK\$0.119 per Share.

Reference is made to page 27 of the AGM Circular under the section headed “*Appendix II – Explanatory Statement on the Repurchase Mandate – Effects of Takeovers Code*”. As at the Updated Latest Practicable Date and insofar as the Directors are aware, the public float of the Company is approximately 71.25%. Provided that the Company exercises the Repurchase Mandate in full, the public float of the Company will decrease to approximately 68.05%.

Save as disclosed in this announcement, all other information in the AGM Circular remain unchanged.

### **POSTPONEMENT OF THE EGM SINE DIE**

Having carefully considered the Letter and the matters raised therein and having sought and considered advice from the Company’s Cayman Islands legal adviser, the Board has resolved to postpone the EGM sine die (i.e. without a future date affixed).

Accordingly, the EGM Circular, the Original Notice of the EGM and the EGM Proxy Form shall lapse and will no longer be valid. Any EGM Proxy Form previously completed and returned to the Company’s share registrar in Hong Kong, Tricor Investor Services Limited, shall lapse and will no longer be valid.

### **CONVENING OF THE NEW EGM**

The Board has resolved to convene a new EGM at 10:30 a.m. on Friday, 6 March 2026 (the “**New EGM**”) for the purposes of considering and, if thought fit, approving the Placing, the Placing Agreement (as amended and supplemented by the Supplemental Placing Agreement) and the allotment and issue of the Placing Shares pursuant to the Specific Mandate and the transactions contemplated thereunder. The venue of the New EGM will be at Unit 806, Level 8, Core D, Cyberport 3, 100 Cyberport Road, Hong Kong.

Shareholders are advised to refer to the circular for the New EGM, the notice of the New EGM and the proxy form for the New EGM separately published on the websites of the Stock Exchange and the Company on 6 February 2026 for further details and arrangements regarding the New EGM.

By order of the Board  
**Elife Holdings Limited**  
**Zhang Zhilin**  
*Executive Director*

Hong Kong, 6 February 2026

*As at the date of this announcement, the Board comprises Mr. Zhao Zhenzhong, Mr. Guo Wei, Ms. Qin Jiali, Ms. Tan Xin and Mr. Zhang Zhilin, as the executive Directors and Mr. Lin Qiu Cheng, Mr. Wang Anxin and Mr. Wu Kwok Choi, Chris as the independent non-executive Directors.*