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芯智控股有限公司
Smart-Core Holdings Limited

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 2166)

POLL RESULTS OF THE ANNUAL GENERAL MEETING HELD ON 22 MAY 2026

The Board is pleased to announce that all the Resolutions were duly passed by the Shareholders by way of poll at the AGM.

References are made to the circular (the "**Circular**") of Smart-Core Holdings Limited (the "**Company**") and the notice (the "**Notice**") of the annual general meeting, both dated 20 April 2026. Unless the context otherwise requires, capitalised terms used in this announcement shall have the same meanings as those defined in the Circular.

POLL RESULTS OF THE AGM

At the AGM held on 22 May 2026, all proposed resolutions as set out in the Notice (the "**Resolutions**") were taken by poll. The Hong Kong branch share registrar and transfer office of the Company, Computershare Hong Kong Investor Services Limited, was appointed as the scrutineer at the AGM for the purpose of vote-taking.

As at the AGM date, the Company had an aggregate of 488,681,030 issued Shares, which was the total number of Shares entitling the Shareholders to attend and vote for or against the Resolutions at the AGM. There was no Shares entitling any Shareholders to attend and abstain from voting in favour of the Resolutions at the AGM as set out in Rule 13.40 of the Listing Rules and no Shareholder was required under the Listing Rules to abstain from voting at the AGM. There was no Shareholder who had stated his/her/its intention in the Circular to vote against any of the Resolutions at the AGM.

All Directors, namely, Mr. Tian Weidong, Mr. Liu Hongbing, Mr. Mak Hon Kai Stanly, Mr. Zheng Gang, Mr. Wong Tsz Leung, Dr. Tang Ming Je, Ms. Xu Wei and Dr. Lin Chen attended the AGM in person or by way of electronic means.

In the AGM, it was reported that the auditors of the Company, namely RSM Hong Kong, having negotiation and discussion with the management of the Company, proposed that for the year ending 31 December 2026, its fee for the audit work for the Company will be ranging from HK$1,380,000 to HK$1,450,000 (exclusive of out of pocket expenses), subject to further negotiation between the Company and the auditors. The estimated audit fee was prepared based on similar scope of work as the year ended 31 December 2025, i.e. the Group will continue its current business and will have similar Group structure, transaction volume (with reference to the first quarter of 2026) and accounting procedures. Such estimated fee is subject to the following assumptions: (a) the books and records are properly maintained and no accounting work is required to be performed by them; (b) they will be provided with access to all relevant information, agreements and documents necessary for audit purposes; (c) they will receive an appropriate level of assistance from the Group's staff; (d) during the year, there will be no material changes to the Group's operations, Group structure, nature of business, transaction volume, accounting policies or regulatory environment; and (e) no other significant issues will be encountered during the course of the audit.

The Board is pleased to announce that all the Resolutions were duly passed by the Shareholders by way of poll at the AGM. The poll results in respect of the Resolutions at the AGM were as follows:

ORDINARY RESOLUTIONS		**Number of Votes (approximate%)**	
		For	**Against**
1.	To receive, consider and adopt the audited consolidated financial statements and the reports of Directors and the auditors of the Company and its subsidiaries for the year ended 31 December 2025.	354,428,000 (100.00%)	0 (0.00%)
2.	To declare a final dividend of HK14 cents per share for the year ended 31 December 2025.	354,428,000 (100.00%)	0 (0.00%)
3.	(a) To re-elect Mr. Tian Weidong as an executive Director.	354,272,000 (99.96%)	156,000 (0.04%)
	(b) To re-elect Mr. Liu Hongbing as an executive Director.	352,876,000 (99.56%)	1,552,000 (0.44%)
	(c) To re-elect Mr. Wong Tsz Leung as a non-executive Director.	352,876,000 (99.56%)	1,552,000 (0.44%)
	(d) To re-elect Dr. Lin Chen as an independent non-executive Director.	353,956,000 (99.87%)	472,000 (0.13%)
	(e) To re-elect Dr. Tang Ming Je as an independent non-executive Director.	353,914,000 (99.85%)	514,000 (0.15%)
4.	To authorise the board of Directors to fix the Directors' remuneration.	354,386,000 (99.99%)	42,000 (0.01%)

ORDINARY RESOLUTIONS		Number of Votes (approximate%)	
		For	Against
5.	To re-appoint RSM Hong Kong as auditors of the Company and authorise the board of Directors to fix their remuneration.	354,314,000 (99.97%)	114,000 (0.03%)
6.	To give a general mandate to the Directors to allot, issue and deal with additional shares of the Company not exceeding 20% of the number of issued shares of the Company (the "**Issue Mandate**").	352,560,000 (99.47%)	1,868,000 (0.53%)
7.	To give a general mandate to the Directors to repurchase shares of the Company not exceeding 10% of the number of issued shares of the Company.	354,356,000 (99.98%)	72,000 (0.02%)
8.	To extend the Issue Mandate by the number of shares of the Company repurchased by the Company.	352,590,000 (99.48%)	1,838,000 (0.52%)

The description of the Resolutions above is by way of summary only. The full text appears in the Notice.

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

By order of the Board
Smart-Core Holdings Limited
Tian Weidong
Chairman and Executive Director

Hong Kong, 22 May 2026

As at the date of this announcement, the Board comprises Mr. Tian Weidong (Chairman), Mr. Liu Hongbing, Mr. Mak Hon Kai Stanly and Mr. Zheng Gang as executive Directors, Mr. Wong Tsz Leung as non-executive Director, Dr. Tang Ming Je, Ms. Xu Wei and Dr. Lin Chen as independent non-executive Directors.