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Town Ray Holdings Limited

登輝控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1692)

**POLL RESULTS OF THE ANNUAL GENERAL MEETING
HELD ON 27 MAY 2026;
RETIREMENT OF EXECUTIVE DIRECTOR;
APPOINTMENT OF EXECUTIVE DIRECTORS;
CHANGE IN COMPANY SECRETARY; AND
CHANGE IN AUTHORISED REPRESENTATIVE**

Reference is made to the circular (the “**AGM Circular**”) of Town Ray Holdings Limited (the “**Company**”) and the notice (the “**AGM Notice**”) of the annual general meeting of the Company (the “**AGM**”) dated 20 April 2026. Unless otherwise stated, capitalised terms used in this announcement shall have the same meanings as those defined in the AGM Circular.

POLL RESULTS OF THE AGM

The Board is pleased to announce that the AGM was held at Workshop A, 7th Floor, Reason Group Tower, No. 403 Castle Peak Road – Kwai Chung, Kwai Chung, New Territories, Hong Kong on Wednesday, 27 May 2026 at 11:00 a.m. All the proposed resolutions as set out in the AGM Notice were duly passed by the Shareholders by way of poll. The poll results are as follows:

Ordinary Resolutions		Number of Votes (Approximate %)		Total Number of Votes Cast
		For	Against	
1.	To receive, consider and adopt the audited consolidated financial statements and the reports of the Directors and independent Auditor of the Company and its subsidiaries for the year ended 31 December 2025.	301,830,820 99.98%	68,000 0.02%	301,898,820
2.	To approve the payment of a Final Dividend of HK7.5 cents per Share for the year ended 31 December 2025.	301,898,820 100.00%	0 0.00%	301,898,820

Ordinary Resolutions		Number of Votes (Approximate %)		Total Number of Votes Cast
		For	Against	
3.	To re-appoint Ernst & Young as the Auditor and to authorise the Board to fix the Auditor's remuneration.	301,898,820 100.00%	0 0.00%	301,898,820
4.	(a) To re-elect Mr. Chan Wai Ming as an executive Director and authorise the Board to fix his remuneration.	301,898,820 100.00%	0 0.00%	301,898,820
	(b) To re-elect Ms. Chan Tak Yi as an independent non-executive Director and authorise the Board to fix her remuneration.	301,898,820 100.00%	0 0.00%	301,898,820
	(c) To re-elect Ms. Leung Lai Yee Edwina as an independent non-executive Director and authorise the Board to fix her remuneration.	301,898,820 100.00%	0 0.00%	301,898,820
	(d) To elect Mr. Lee Pak Man as an executive Director and authorise the Board to fix his remuneration.	301,898,820 100.00%	0 0.00%	301,898,820
	(e) To elect Ms. Tung Ming Yiu as an executive Director and authorise the Board to fix her remuneration.	301,898,820 100.00%	0 0.00%	301,898,820
	(f) To elect Mr. Luk Hok Keung as an executive Director and authorise the Board to fix his remuneration.	301,898,820 100.00%	0 0.00%	301,898,820
	(g) To authorise the Board to fix the remuneration of the Directors.	301,898,820 100.00%	0 0.00%	301,898,820
5.	To grant a general unconditional mandate to the Directors to exercise all powers of the Company to allot, issue and deal with the Shares not exceeding the aggregate of 20% of the number of the issued Shares as at the date of passing this resolution.	301,634,000 99.91%	264,820 0.09%	301,898,820
6.	To grant a general unconditional mandate to the Directors to exercise all powers of the Company to purchase or repurchase the Shares not exceeding the aggregate of 10% of the number of the issued Shares as at the date of passing this resolution.	301,898,820 100.00%	0 0.00%	301,898,820

Ordinary Resolutions		Number of Votes (Approximate %)		Total Number of Votes Cast
		For	Against	
7.	To extend the general unconditional mandate granted to the Directors under the ordinary resolution numbered 5 above by an amount representing the number of the issued Shares purchased or repurchased by the Company pursuant to the general mandate under the ordinary resolution numbered 6 above.	301,634,000 99.91%	264,820 0.09%	301,898,820
Special Resolution		Number of Votes (Approximate %)		Total Number of Votes Cast
		For	Against	
8.	To adopt the Proposed Amendments to the existing Memorandum and Articles of Association of the Company with details set out in Appendix III to the AGM Circular and to adopt the Amended and Restated Memorandum and Articles of Association of the Company in substitution for, and to the exclusion of, the existing Memorandum and Articles of Association of the Company.	301,898,820 100.00%	0 0.00%	301,898,820

The description of the above resolutions is by way of summary only. The full text of such resolutions is set out in the AGM Notice. The number and percentage of votes are based on the total number of Shares voted by the Shareholders at the AGM in person or by corporate representative or by proxy. As more than 50% of the votes were cast in favour of each of the above resolution nos. 1 to 7, resolution nos. 1 to 7 were duly passed as ordinary resolutions of the Company, and as more than 75% of the votes were cast in favour of resolution no. 8, resolution no. 8 was duly passed as a special resolution of the Company.

The total number of Shares in issue as at the date of the AGM was 359,000,000 Shares. The total number of Shares entitling the holder to attend and vote on the resolutions at the AGM was 359,000,000 Shares. There was no Treasury Share held by the Company as at the date of the AGM.

There were no Shares which entitled the 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. None of the Shareholders had stated their intention in the AGM Circular to vote for or against or to abstain from any of the resolutions at the AGM. None of the Shareholders were required to abstain from voting on the resolutions under the Listing Rules.

The Share Registrar, Tricor Investor Services Limited, acted as the scrutineer for the vote-taking at the AGM. The Directors, namely Mr. Chan Wai Ming, Mr. Chiu Wai Kwong (“**Mr. Chiu**”), Ms. Tang Mei Wah, Dr. Yu Kwok Wai, Dr. Chan Kam Kwong Charles, Ms. Cheng Yuk Sim Connie, Mr. Choi Chi Leung Danny, Mr. Chan Shing Jee, Ms. Chan Tak Yi and Ms. Leung Lai Yee Edwina, attended the AGM.

RETIREMENT OF EXECUTIVE DIRECTOR

As disclosed in the paragraph headed “Re-election of Retiring Directors” in the Letter from the Board in the AGM Circular, Mr. Chiu has previously informed the Board that he would not offer himself for re-election due to his decision to devote more time to his other personal engagements, and would retire as an executive Director upon the conclusion of the AGM. Upon the conclusion of the AGM, Mr. Chiu retired as an executive Director.

Mr. Chiu confirmed that as at the date of this announcement, he has no disagreement with the Board, and there are no other matters relating to his retirement that need to be brought to the attention of the Shareholders and the Stock Exchange.

APPOINTMENT OF EXECUTIVE DIRECTORS

Reference is made to the announcement of the Company dated 14 April 2026 (the “**Announcement**”) in relation to the proposed appointment of Mr. Lee Pak Man (“**Mr. Lee**”), Ms. Tung Ming Yiu (“**Ms. Tung**”) and Mr. Luk Hok Keung (“**Mr. Luk**”) as the executive Directors. As the resolutions for approving the appointment of Mr. Lee, Ms. Tung and Mr. Luk as the executive Directors have passed at the AGM, the appointment of each of Mr. Lee, Ms. Tung and Mr. Luk as the executive Director has taken effect upon the conclusion of the AGM.

The Company has entered into service agreements as an executive Director with each of Mr. Lee, Ms. Tung and Mr. Luk, respectively, for an initial fixed term of three years commencing from the date of this announcement. Each of them will be subject to retirement by rotation and re-election in accordance with requirements under the Articles.

For the biographical details of Mr. Lee, Ms. Tung and Mr. Luk pursuant to Rule 13.51(2) of the Listing Rules, please refer to the Announcement and the Appendix II to the AGM Circular. As at the date of this announcement, save and except for the appointment of Ms. Tung as the company secretary of the Company (the “**Company Secretary**”) and authorised representative of the Company (the “**Authorised Representative**”) under the Listing Rules, the biographical details of each of Mr. Lee, Ms. Tung and Mr. Luk remain unchanged.

As at the date of this announcement, Mr. Lee is beneficially interested in 5,000,000 Shares. Save as disclosed above, none of Mr. Lee, Ms. Tung and Mr. Luk have any interest in the Shares, underlying shares and debentures of the Company and/or its associated corporations within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong). Save as disclosed in the Announcement, the AGM Circular and this announcement, there are no other matters relating to the appointment of Mr. Lee, Ms. Tung and Mr. Luk as executive Directors that need to be brought to the attention of the Shareholders or the Stock Exchange and there is no other information which is required to be disclosed pursuant to Rule 13.51(2) of the Listing Rules.

CHANGE IN COMPANY SECRETARY

Following the retirement of Mr. Chiu as an executive Director, the Board announces that, with effect from 27 May 2026:

- (i) Mr. Chiu ceased to be the Company Secretary; and
- (ii) Ms. Tung was appointed as the Company Secretary.

Mr. Chiu confirmed that he has no claims against the Company and that he has no disagreement with the Board and there are no matters relating to his cessation as the Company Secretary that need to be brought to the attention of the Shareholders and the Stock Exchange.

The biographical background of Ms. Tung is as follows:

Ms. Tung, aged 42, is appointed as an executive Director upon the conclusion of the AGM and the accounting director of the Group. She is responsible for the financial management and overall accounting management of the Group.

Ms. Tung has over 20 years of experience in accounting and finance. She worked at Tunbow Electrical Limited with the last position as an assistant accountant from August 2005 to October 2007. She joined Tunbow Group Limited as an assistant accountant in November 2007 and was promoted to accounting manager in September 2011. She was further promoted to finance manager in October 2019 and subsequently promoted to accounting director in April 2023.

Ms. Tung graduated from the Hong Kong Polytechnic University with a bachelor's degree in business administration in accountancy in October 2008. She was a member of the Hong Kong Institute of Certified Public Accountants from January 2012 to June 2020 and has been a fellow of the Hong Kong Institute of Certified Public Accountants since July 2020. She has been awarded a fellowship by The Professional Validation Council of Hong Kong Industries since September 2020.

Since August 2024, Ms. Tung has been appointed as a vice chairman of the Board of Governors and the chairman to Fund Raising Consultative Committee of the Hong Kong Adventist Hospital Foundation – Tsuen Wan. She was awarded the “Best Employee Award 2020” by the Hong Kong Small and Medium Enterprises Association and JCI Dragon in July 2020. In March 2024, Ms. Tung was awarded the “Master Entrepreneur Award 2024” in the Asia Pacific Enterprise Awards (APEA®) by Enterprise Asia.

CHANGE IN AUTHORISED REPRESENTATIVE

The Board announces that, with effect from 27 May 2026, for the purpose of Rule 3.05 of the Listing Rules:

- (i) Mr. Chiu ceased to be an Authorised Representative; and
- (ii) Ms. Tung was appointed as an Authorised Representative.

The Board would like to express its sincere gratitude to Mr. Chiu for his invaluable contributions to the Company during his tenure of office as the executive Director, Company Secretary and Authorised Representative. The Board would also like to express its warm welcome to Mr. Lee, Ms. Tung and Mr. Luk on their new appointment as the executive Directors and Ms. Tung on her new appointment as the Company Secretary and Authorised Representative.

By order of the Board
TOWN RAY HOLDINGS LIMITED
Chan Kam Kwong Charles
Chairman and non-executive Director

Hong Kong, 27 May 2026

As at the date of this announcement, the Board comprises Mr. Chan Wai Ming, Ms. Tang Mei Wah, Dr. Yu Kwok Wai, Mr. Lee Pak Man, Ms. Tung Ming Yiu and Mr. Luk Hok Keung as executive Directors; Dr. Chan Kam Kwong Charles and Ms. Cheng Yuk Sim Connie as non-executive Directors; and Mr. Choi Chi Leung Danny, Mr. Chan Shing Jee, Ms. Chan Tak Yi and Ms. Leung Lai Yee Edwina as independent non-executive Directors.