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WISE ALLY

Wise Ally International Holdings Limited

麗年國際控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 9918)

**(1) POLL RESULTS OF THE ANNUAL GENERAL MEETING
HELD ON 1 JUNE 2026;
(2) RETIREMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR;
AND
(3) ELECTION OF INDEPENDENT NON-EXECUTIVE DIRECTOR AND
EXECUTIVE DIRECTOR**

At the annual general meeting (the “AGM”) of Wise Ally International Holdings Limited (the “Company”) held on 1 June 2026, all the proposed resolutions as set out in the notice of the AGM dated 4 May 2026 were duly passed by way of poll. The poll results are as follows:

Ordinary Resolutions		Number of Votes (%)	
		For	Against
1.	To receive the audited consolidated financial statements and the reports of the directors and auditor of the Company for the year ended 31 December 2025.	16,783,600 (100%)	0 (0%)
2.	(a) To re-elect Mr. LEE Wa Lun Warren as an independent non-executive director of the Company;	16,783,600 (100%)	0 (0%)
	(b) To elect Ms. LO Wing Yan Emmy as an independent non-executive director of the Company;	16,783,600 (100%)	0 (0%)
	(c) To elect Mr. WEI Andrew Yick Siu as an executive director of the Company; and	16,783,600 (100%)	0 (0%)
	(d) To authorise the board of directors of the Company to fix the remuneration of the directors of the Company.	16,783,600 (100%)	0 (0%)

Ordinary Resolutions		Number of Votes (%)	
		For	Against
3.	To re-appoint PricewaterhouseCoopers as auditor of the Company and to authorize the board of directors of the Company to fix their remuneration.	16,783,600 (100%)	0 (0%)
4.	To grant a general mandate to the directors of the Company to allot, issue and deal with additional shares of the Company (including sale or transfer of treasury shares, if any) not exceeding 20% of the total number of issued shares of the Company (excluding treasury shares, if any) as at the date of passing of this resolution.	16,783,600 (100%)	0 (0%)
5.	To grant a general mandate to the directors of the Company to repurchase shares of the Company not exceeding 10% of the total number of issued shares of the Company (excluding treasury shares, if any) as at the date of passing of this resolution.	16,783,600 (100%)	0 (0%)
6.	To extend the general mandate granted to the directors of the Company to allot, issue and deal with additional shares of the Company (including sale or transfer of treasury shares, if any) by the aggregate number of the shares repurchased by the Company.	16,783,600 (100%)	0 (0%)

As at the date of the AGM:

- (a) The total number of shares of the Company in issue was 100,000,000 shares, which were the total number of shares of the Company entitling the holder to attend and vote on the resolutions at the AGM.
- (b) There were no shares entitling the holder to attend and abstain from voting in favour of the resolutions at the AGM as set out in rule 13.40 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”).
- (c) No shareholder of the Company was required under the Listing Rules to abstain from voting on the resolutions at the AGM.

None of the shareholders of the Company have stated their intention in the Company’s circular dated 4 May 2026 to vote against or to abstain from voting on any of the resolutions at the AGM.

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

The Company’s branch share registrar and transfer office in Hong Kong, Tricor Investor Services Limited, acted as the scrutineer for the vote-taking at the AGM.

All directors (except Ms. LAW Elizabeth (“**Ms. Law**”) and Mr. SZETO Yuk Ting due to work arrangements) of the Company attended the AGM either in person or through electronic means of communication.

RETIREMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR

The Board announces that Ms. Law retired from her office as an independent non-executive Director, the chairperson of the audit committee and a member of each of the remuneration committee and the nomination committee of the Company, all took effect from the conclusion of the AGM.

Ms. Law has confirmed that she has no disagreement with the board (the “**Board**”) of directors (the “**Directors**”) of the Company, and she is not aware of other matters that need to be brought to the attention of the shareholders of the Company (the “**Shareholders**”) in connection with her retirement.

The Board would like to take this opportunity to express its sincere gratitude to Ms. Law for her valuable effort and contribution to the Company during her tenure of service.

ELECTION OF INDEPENDENT NON-EXECUTIVE DIRECTOR

The Board announces that Ms. LO Wing Yan Emmy (“**Ms. Lo**”) was duly elected as an independent non-executive Director at the AGM. In addition, Ms. Lo was appointed by the Board as the chairperson of the audit committee and a member of each of the remuneration committee and the nomination committee of the Company, all took effect from the conclusion of the AGM.

The biographical details of Ms. Lo are set out below:

Ms. Lo, aged 53, possesses over 27 years of experience in accounting and finance. Since September 2022, she has served as the financial controller of Jimu Group Limited (HKEX stock code: 08187). She served as the chief financial officer of Omnibridge Holdings Limited (HKEX stock code: 08462) (“**Omnibridge**”) from August 2016 to March 2022 and an executive director and company secretary of Omnibridge from September 2016 to March 2022. She served as the financial controller of Titan Petrochemicals Group Limited (delisted, former HKEX stock code: 01192) (“**Titan**”) from July 2013 to July 2016 and the company secretary of Titan from October 2015 to July 2016.

From April 2016 to July 2017, Ms. Lo served as an independent non-executive director of Miko International Holdings Limited (HKEX stock code: 01247). From August 2023 to May 2024, Ms. Lo served as an independent non-executive director of Tempus Holdings Limited (“**Tempus**”) (delisted, former HKEX stock code: 6880). On 25 September 2023, a winding up order pursuant to the Companies (Winding Up and Miscellaneous Provisions) Ordinance (Chapter 32 of the Laws of Hong Kong) was made by the High Court of Hong Kong Special Administrative Region (the “**High Court**”) against Tempus, and the Official Receiver was appointed as the provisional liquidator of Tempus. The Winding Up Order was made upon a winding up petition dated 14 June 2023 against Tempus in respect of the alleged outstanding indebtedness in a total sum of approximately HK\$212,411,050 claimed by the holder of the convertible bonds issued by Tempus as set out in the statutory demand dated 19 May 2023. On 27 December 2023, the joint and several liquidators were appointed pursuant to an order of the High Court dated 27 December

2023. Please refer to the announcements issued by Tempus dated 23 May 2023, 20 June 2023, 28 August 2023, 25 September 2023, 10 October 2023 and 16 January 2024 for further information in relation to the winding up proceedings of Tempus. Tempus was incorporated in the Cayman Islands with limited liability and, together with its subsidiaries, were principally engaged in the sales of health and wellness products business prior to the cancellation of its listing on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”). According to Ms. Lo, she is not a party to such winding up proceedings and is not aware of any current or potential claim that has been or will be made against her as a result of such proceedings. Ms. Lo tendered her resignation letter as an independent non-executive director of Tempus with effect from 8 May 2024.

Ms. Lo is a member of the Hong Kong Institute of Certified Public Accountants. She obtained a degree in Master of Applied Finance from the University of Western Sydney in 2004.

Ms. Lo has entered into a letter of appointment with the Company with no specific term of appointment. Her appointment is however subject to, amongst others, early termination at any time by either party giving not less than three months’ notice in writing or payment in lieu of notice, and retirement by rotation and re-election in accordance with the articles of association of the Company and the Rules Governing the Listing of Securities on the Stock Exchange (the “**Listing Rules**”). Under the letter of appointment, Ms. Lo will be entitled to an annual director’s fee in the sum of HK\$396,000 (excluding any discretionary bonus). Ms. Lo’s remuneration is determined by the Board, under the recommendation from the remuneration committee of the Company, with reference to her background, qualification, experience, duties and responsibilities within the Group and the prevailing market conditions.

Ms. Lo has given confirmation of her independence in accordance with Rule 3.13 of the Listing Rules. She has also confirmed to the Company that: (i) she does not have any past or present financial or other interests in the business of the Group or any connection with any of the core connected persons (as defined in the Listing Rules) of the Company; and (ii) there are no other factors which may affect her independence of being an independent non-executive Director. The Company is of the view that Ms. Lo meets the criteria of independence expected of an independent non-executive director under the Listing Rules and has the character, integrity, independence and experience required to fulfill and discharge the role and duties of an independent non-executive Director.

Save as disclosed above, as at the date of this announcement, Ms. Lo (i) does not hold any position with the Company and any other members of the Group; (ii) does not have any relationships with any Directors, senior management or substantial or controlling shareholders of the Company (as defined in the Listing Rules); (iii) does not have any interests in shares and underlying shares of the Company and any associated corporation of the Company within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong); (iv) does not hold any directorships in listed public companies in Hong Kong or overseas in the last three years; and (v) does not have any other information that needs to be disclosed pursuant to any of the requirements as set out in Rules 13.51(2)(h) to 13.51(2)(v) of the Listing Rules. Save as disclosed in this announcement, there are no other matters that need to be brought to the attention of the Shareholders in relation to the appointment of Ms. Lo as an independent non-executive Director.

The Board would like to express its warmest welcome to Ms. Lo for her new position in the Company.

ELECTION OF EXECUTIVE DIRECTOR

The Board announces that Mr. WEI Andrew Yick Siu (“**Mr. Wei**”) was duly elected as an executive Director at the AGM.

The biographical details of Mr. Wei are as follows:

Mr. Wei, aged 56, has over 25 years of experience in sales and marketing. He obtained a bachelor degree of arts from The University of Toronto in 1992.

Mr. Wei joined the Group in August 2021 with the position as the vice president of client base management of Wise Ally Holdings Limited (“**Wise Ally Holdings**”) (an indirect wholly-owned subsidiary of the Company), responsible for client relationship management and collaboration with the internal sales, product, and marketing teams to align service strategies with client needs. Since January 2023, he has served as the chief marketing officer of Wise Ally Holdings (“**Chief Marketing Officer**”) and is responsible for strategic and financial leadership of its marketing and sales operations.

Prior to joining the Group, Mr. Wei served as a director of program management – IoT in the electronics manufacturing service (“**EMS**”) division of PC Partner Limited (a subsidiary of PC Partner Group Limited, whose issued shares are listed on Singapore Exchange Securities Trading Limited (SGX-ST Stock Code: PCT) and were listed on the Main Board of the Stock Exchange before cancellation of its listing on 14 January 2026 (former HKEX stock code: 1263)) from December 2017 to July 2021, responsible for overseeing the sales and marketing of original design manufacturer (ODM) products and EMS partnership. Mr. Wei joined Electronics Tomorrow Limited (“**ETL**”) (the then subsidiary of Talent Property Group Limited, formerly known as Tomorrow International Holdings Limited (HKEX stock code: 760)) as an original equipment manufacturer (“**OEM**”) manager in November 2000, responsible for marketing and development for consumer electronics with focus in Japanese market expansion. He was later promoted to senior OEM manager and senior business development manager in March 2005 and May 2005, respectively. From May 2008 to May 2013, he served as a business development director and was mainly responsible for establishment of business partnership with strategic clients and product development. Mr. Wei’s last position in ETL was chief operating officer from May 2013 to November 2017, responsible for managing the sales and marketing, product development direction, research and development and close engagement with key accounts of ETL.

Mr. Wei has entered into a director service agreement with the Company for a period of three years commencing on 1 June 2026 and thereafter unless or until terminated earlier in accordance with the director service agreement. His appointment is subject to retirement by rotation and re-election in accordance with the articles of association of the Company. According to the director service agreement, as an executive Director and Chief Marketing Officer, Mr. Wei is entitled to a fixed monthly salary of HK\$190,000 and an end-of-year payment equivalent to one month’s fixed salary upon completion of service for every 12-month period. Mr. Wei is entitled to a discretionary bonus to be determined by the Board at its absolute discretion having regard to the performance of Mr. Wei and the financial performance of the Group. Mr. Wei’s remuneration is determined by the Board, under the recommendation from the remuneration committee of the Company, with reference to his background, qualification, experience, duties and responsibilities within the Group and the prevailing market conditions.

Save as disclosed above, as at the date of this announcement, Mr. Wei (i) does not hold any position with the Company and any other members of the Group; (ii) does not have any relationships with any Directors, senior management or substantial or controlling shareholders of the Company (as defined in the Listing Rules); (iii) does not have any interests in shares and underlying shares of the Company and any associated corporation of the Company within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong); (iv) does not hold any directorships in listed public companies in Hong Kong or overseas in the last three years; and (v) does not have any other information that needs to be disclosed pursuant to any of the requirements as set out in Rules 13.51(2)(h) to 13.51(2)(v) of the Listing Rules. Save as disclosed in this announcement, there are no other matters that need to be brought to the attention of the Shareholders in relation to the appointment of Mr. Wei as an executive Director.

The Board would like to express its warmest welcome to Mr. Wei for his new position in the Company.

By order of the Board
Wise Ally International Holdings Limited
Chu Wai Hang Raymond
Chairman, Executive Director and
Chief Executive Officer

Hong Kong, 1 June 2026

As at the date of this announcement, the executive directors of the Company are Mr. Chu Wai Hang Raymond, Mr. Chu Man Yin Arthur Newton, Mr. Lau Shui Fung and Mr. Wei Andrew Yick Siu; and the independent non-executive directors of the Company are Mr. Lee Wa Lun Warren, Ms. Lo Wing Yan Emmy and Mr. Szeto Yuk Ting.