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Tristate Holdings Limited

(Incorporated in Bermuda with limited liability)

(Stock Code: 458)

POLL RESULTS OF ANNUAL GENERAL MEETING HELD ON 23 JUNE 2026 AND RETIREMENT OF NON-EXECUTIVE DIRECTOR AND CONTINUING APPOINTMENT AS HONORARY CHAIRLADY

Reference is made to the circular of Tristate Holdings Limited (the "**Company**") dated 24 April 2026 (the "**Circular**"). Capitalised terms used in this announcement shall have the same meanings as defined in the Circular unless the context requires otherwise.

POLL RESULTS OF ANNUAL GENERAL MEETING

The Board is pleased to announce that all the proposed resolutions set out in the AGM Notice were duly passed by the Shareholders by way of poll at the Annual General Meeting held today (23 June 2026). The poll results are set out below:

ORDINARY RESOLUTIONS			Number of votes (%)	
			For	**Against**
1.	To receive the audited consolidated financial statements of the Company and the reports of the directors and the independent auditor for the year ended 31 December 2025.		189,973,000 (100.000000%)	0 (0.000000%)
2.	To declare a final dividend for the year ended 31 December 2025.		189,973,000 (100.000000%)	0 (0.000000%)
3.	(A)	To re-elect Mr. Peter TAN as an independent non-executive director of the Company.	189,973,000 (100.000000%)	0 (0.000000%)
	(B)	To re-elect Professor Chen LIN as an independent non-executive director of the Company.	189,973,000 (100.000000%)	0 (0.000000%)
	(C)	To ratify the aggregate remuneration paid to all the	189,973,000	0

ORDINARY RESOLUTIONS		Number of votes (%)	
		For	Against
	directors of the Company for the year ended 31 December 2025 and to authorise the board of directors of the Company to fix the directors' remuneration for the year ending 31 December 2026.	(100.000000%)	(0.000000%)
4.	To re-appoint KPMG as the auditor of the Company and to authorise the board of directors of the Company to fix its remuneration.	189,973,000 (100.000000%)	0 (0.000000%)
5.	To grant a general mandate to the directors of the Company to buy back issued shares of the Company. #	189,973,000 (100.000000%)	0 (0.000000%)
6.	To grant a general mandate to the directors of the Company to issue additional shares of the Company. #	189,973,000 (100.000000%)	0 (0.000000%)
7.	To extend the general mandate to issue additional shares of the Company by the addition thereto of the number of issued shares bought back by the Company. #	189,973,000 (100.000000%)	0 (0.000000%)
As more than 50% of the votes were cast in favour of each of the above resolutions, each of such resolutions was duly passed as an ordinary resolution of the Company.			

Please refer to the AGM Notice for the full text of each of these ordinary resolutions.

At the date of the Annual General Meeting, the Company had a total of 273,975,253 Shares in issue, which was the total number of Shares entitling the holders to attend and vote on all the resolutions proposed at the Annual General Meeting, and the Company did not hold any treasury shares. There were no Shares entitling the holders to attend and abstain from voting in favour of any of the resolutions proposed at the Annual General Meeting pursuant to Rule 13.40 of the Listing Rules and no Shareholder was required under the Listing Rules to abstain from voting at the Annual General Meeting. No Shareholder has stated in the Circular the intention to vote against or to abstain from voting on any of the resolutions proposed at the Annual General Meeting.

Mr. LO Kai Yiu, Anthony and Mr. James Christopher KRALIK attended the Annual General Meeting in person or by electronic means. Mr. WANG Kin Chung, Peter, Ms. WANG KOO Yik Chun ("**Ms. KOO**"), Ms. MAK WANG Wing Yee, Winnie, Dr. WANG Shui Chung, Patrick, Mr. Peter TAN and Professor Chen LIN could not attend the Annual General Meeting due to other prior commitments.

Computershare Hong Kong Investor Services Limited, the Company's branch registrar in Hong Kong, was appointed as the scrutineer for the poll vote at the Annual General Meeting.

RETIREMENT OF NON-EXECUTIVE DIRECTOR AND CONTINUING APPOINTMENT AS HONORARY CHAIRLADY

As noted in the Circular, Ms. KOO decided not to offer herself for re-election at the Annual General Meeting. Accordingly, Ms. KOO retired from the position of non-executive director of the Company at the conclusion of the Annual General Meeting.

As provided in the Circular, upon her retirement as a non-executive director, Ms. KOO intended to retire also from the position of Honorary Chairlady of the Company. However, in recognition of Ms. KOO's invaluable contributions to the Group and the enduring impact she has built over the years, particularly her exceptional leadership as the founder, the Board decided to continue conferring upon Ms. KOO the title of Honorary Chairlady of the Company after her retirement as a non-executive director. Ms. KOO's abovementioned title is on an honorary basis only, and she is not a director of the Company, nor is she required to attend Board meetings of the Company. Ms. KOO will not receive any emoluments in respect of her title as Honorary Chairlady.

Ms. KOO has confirmed that, regarding her retirement as a non-executive director of the Company, she has no disagreement with the Board nor is there anything that needs to be brought to the attention of the Stock Exchange or the Shareholders.

On behalf of the Board
WANG Kin Chung, Peter
Chairman and Chief Executive Officer

Hong Kong, 23 June 2026

At the date of this announcement and immediately upon the conclusion of the Annual General Meeting, the Board comprises one Executive Director, namely Mr. WANG Kin Chung, Peter; two Non-Executive Directors, namely Ms. MAK WANG Wing Yee, Winnie and Dr. WANG Shui Chung, Patrick; and four Independent Non-Executive Directors, namely Mr. LO Kai Yiu, Anthony, Mr. James Christopher KRALIK, Mr. Peter TAN and Professor Chen LIN.