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Fenbi Ltd.

粉筆有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 2469)

POLL RESULTS OF THE ANNUAL GENERAL MEETING HELD ON 26 JUNE 2026

References are made to the circular (the “**Circular**”) of Fenbi Ltd. (the “**Company**”) and the notice of the annual general meeting (the “**AGM Notice**”) of the Company both dated 27 April 2026. Terms used in this announcement shall have the same meanings as defined in the Circular and the AGM Notice unless otherwise stated.

POLL RESULTS OF THE AGM

The Board is pleased to announce that at the AGM held on 26 June 2026, each of the proposed resolutions (the “**Resolutions**”) as set out in the AGM Notice were taken by poll. The poll results in respect of the Resolutions are as follows:

Ordinary Resolutions		Number of votes cast and approximate percentage (%)	
		For	Against
1.	To receive, consider and adopt the audited consolidated financial statements and the reports of the Directors and the auditor of the Company for the year ended 31 December 2025.	317,043,492 (100.00%)	10,000 (0.00%)
2(i).	To re-elect WU Zhenggao as a non-executive Director.	317,043,492 (100.00%)	10,000 (0.00%)
2(ii).	To re-elect Mr. QIU Dongxiao Larry as an independent non-executive Director.	315,303,926 (99.45%)	1,749,566 (0.55%)

Ordinary Resolutions		Number of votes cast and approximate percentage (%)	
		For	Against
2(iii).	To re-elect Ms. YUAN Jia as an independent non-executive Director.	315,303,926 (99.45%)	1,749,566 (0.55%)
2(iv).	To authorize the Board to fix the remuneration of the Directors.	317,043,492 (100.00%)	10,000 (0.00%)
3.	To re-appoint PricewaterhouseCoopers as the auditor of the Company and to authorize the Board to fix its remuneration.	271,679,905 (85.69%)	45,373,587 (14.31%)
4.	To grant a general mandate to the Directors to allot, issue and deal with additional Shares (including sales or transfer of Treasury Shares) not exceeding 20% of the total number of issued Shares (excluding Treasury Shares) as at the date of passing of this resolution.	270,185,380 (85.22%)	46,868,112 (14.78%)
5.	To grant a general mandate to the Directors to repurchase Shares not exceeding 10% of the total number of issued Shares (excluding Treasury Shares) as at the date of passing of this resolution.	317,043,492 (100.00%)	10,000 (0.00%)
6.	To extend the general mandate granted to the Directors to allot, issue and deal with new Shares by the aggregate number of Shares repurchased by the Company.	270,185,380 (85.22%)	46,868,112 (14.78%)

Note: Certain percentage figures included in this announcement have been subject to rounding adjustments or have been rounded to two decimal places. Any discrepancies from the above table between totals and sums of percentage figures listed therein are due to rounding issues.

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

As at the date of the AGM, the total number of issued Shares was 2,239,358,030 Shares, in which 30,557,000 Shares were held as Treasury Shares (including any Treasury Shares held or deposited with CCASS), and no voting rights attached to the Treasury Shares may be exercised at the AGM. The total number of 2,208,801,030 Shares entitling the holders thereof to attend and vote on all the Resolutions at the AGM.

The trustee of the 2023 Restricted Share Unit Scheme purchased from the market a total of 123,035,000 Shares (with respect to the unvested Shares held by it under trust for the 2023 Restricted Share Unit Scheme as trustee) was required to abstain from voting on all Resolutions at the AGM pursuant to the rules of the 2023 Restricted Share Unit Scheme adopted by the Company in June 2023 and applicable to the Listing Rules.

There were no Shares entitling the holders to attend and abstain from voting in favour of the Resolutions as set out in Rule 13.40 of the Listing Rules and there were no Shares requiring the holders to abstain from voting at the AGM under the Listing Rules. None of the Shareholders stated their intention in the Circular to vote against or to abstain from voting on the Resolutions.

All Directors, namely Mr. ZHANG Xiaolong, Mr. WU Zhenggao, Mr. QIU Dongxiao Larry, Mr. YUEN Kai Yiu Kelvin and Ms. YUAN Jia attended the AGM either in person or by electronic means.

The Company's Hong Kong share registrar, Computershare Hong Kong Investor Services Limited, acted as the scrutineer for the vote-taking at the AGM.

By order of the Board
Fenbi Ltd.
ZHANG Xiaolong
Chairman

Hong Kong, 26 June 2026

As at the date of this announcement, the Board comprises Mr. ZHANG Xiaolong as executive Director; Mr. WU Zhenggao as non-executive Director; and Mr. QIU Dongxiao Larry, Mr. YUEN Kai Yiu Kelvin and Ms. YUAN Jia as independent non-executive Directors.