TONTINE

CHINA TONTINE WINES GROUP LIMITED

中國通天酒業集團有限公司

(Incorporated in Bermuda with limited liability)

(Stock Code: 389)

(1) POLL RESULTS FOR SPECIAL GENERAL MEETING HELD ON 11 SEPTEMBER 2026; (2) WITHDRAWAL OF A RESOLUTION AT THE SPECIAL GENERAL MEETING; (3) CHANGE OF DIRECTORS AND COMPOSITION OF THE BOARD COMMITTEES; AND (4) NON-COMPLIANCE WITH THE LISTING RULES

Reference is made to the notice of the special general meeting (the "**SGM Notice**") and the circular (the "**Circular**") of China Tontine Wines Group Limited (the "**Company**") both dated 26 August 2026 in relation to the Special General Meeting (the "**Special General Meeting**") held on 11 September 2026 and the announcement of the Company dated 11 August 2026 in relation to the Requisition. Terms used in this announcement shall have the same meanings as defined in the SGM Notice and the Circular unless otherwise stated.

The Board hereby announces that at the Special General Meeting all of the proposed resolutions (the "**Resolutions**") set out in the SGM Notice (except ordinary resolution numbered 6 which was withdrawn at the request of the Requisitionist, as detailed below) were duly passed as ordinary resolutions by the Shareholders by way of poll.

The Board has received a letter from the Requisitionist on 11 September 2026 before the time scheduled for the Special General Meeting to withdraw ordinary resolution numbered 6 as set out in the SGM Notice and the Circular in respect of the removal of every Director appointed by the Board without the approval of the general meeting of the Company during the period commencing on 28 July 2026 to convene a special general meeting and ending on the day of the holding of the special general meeting. Hence, the ordinary resolution numbered 6 was not put forward for consideration and approval by the Shareholders at the Special General Meeting, and no poll was conducted or counted for the ordinary resolution at the Special General Meeting.

Mr. Huang Chuwu (Chairman of the Special General Meeting), Mr. Sun Jialiang, Mr. Li Jerry Y. and Mr. Xu Gaosheng attended the special general meeting in persons. Mr. Zeng Ronghao, Mr. Qiu Ziwei, Mr. Zhu Minghui, Mr. Guo Yuxin, Mr. Chan Wai Kit, Mr. Li Liang and Ms. Lui Mei Ka attended the Special General Meeting by electronic means.

Tricor Investor Services Limited, being Hong Kong Branch Share Registrar of the Company, was appointed as the scrutineer for the purpose of vote-taking at the Special General Meeting.

POLL RESULTS FOR THE SPECIAL GENERAL MEETING

The poll results in respect of each of the resolutions proposed at the Special General Meeting are as follows:

ORDINARY RESOLUTIONS *(Note 1)*		**No. of Votes** *(Note 2)*	
		For	**Against**
1.	To remove Mr. Sun Jialiang as an executive Director.	110,569,755 (99.93%)	82,200 (0.07%)
2.	To remove Mr. Qiu Ziwei as an executive Director.	110,569,755 (99.93%)	82,200 (0.07%)
3.	To remove Mr. Guo Yuxin as a non-executive Director.	110,569,755 (99.93%)	82,200 (0.07%)
4.	To remove Mr. Li Liang as an independent non-executive Director.	110,569,755 (99.93%)	82,200 (0.07%)
5.	To remove Ms. Lui Mei Ka as an independent non-executive Director.	110,569,755 (99.93%)	82,200 (0.07%)

Notes:

1. The full text of each of the resolutions proposed at the Special General Meeting is set out in the Circular.

2. The number of votes and percentage of voting Shares were based on the total number of Shares held by the Shareholders who voted at the Special General Meeting in person or by proxy.

As at the date of the Special General Meeting:

(1) there were a total of 301,561,800 Shares in issue, which were the total number of Shares entitling the Shareholders to attend and vote for or against the resolutions proposed at the Special General Meeting;

(2) none of the Shares entitled the holders to attend and abstain from voting in favour the resolutions at the Special General Meeting as set out in rule 13.40 of the Listing Rules;

(3) no Shareholders were required under the Listing Rules to abstain from voting on the resolutions proposed at the Special General Meeting; and

(4) no Shareholders have stated their intention in the Circular to vote against the resolutions or to abstain from voting at the Special General Meeting.

CHANGES OF DIRECTORS AND COMPOSITION OF THE BOARD COMMITTEES

Following the passing of the Resolutions by the Shareholders:–

(i) Mr. Sun Jialiang ceased to be an executive Director;

(ii) Mr. Qiu Ziwei ceased to be an executive Director;

(iii) Mr. Guo Yuxin ceased to be an non-executive Director;

(iv) Mr. Li Liang ceased to be an independent non-executive Director, the chairman and member of the remuneration committee of the Board ("**Remuneration Committee**"), and a member of each of the audit committee ("**Audit Committee**") and nomination committee ("**Nomination Committee**") of the Board; and

(v) Ms. Lui Mei Ka ceased to be an independent non-executive Director, the chairman and member of the Audit Committee, and a member of each of the Remuneration Committee and Nomination Committee.

As at the date of this announcement, the Board has not received any notice of disagreement with the Board or any matters that need to be brought to the attention of the holders of securities of the Company from Mr. Sun Jialiang, Mr. Qiu Ziwei, Mr. Guo Yuxin, Mr. Li Liang and Ms. Lui Mei Ka.

NON-COMPLIANCE WITH RULES 3.10A, 3.10(1), 3.10(2), 3.21, 3.25, 3.27A AND 13.92 OF THE LISTING RULES

Following the removal of Mr. Sun Jialiang, Mr. Qiu Ziwei, Mr. Guo Yuxin, Mr. Li Liang and Ms. Lui Mei Ka:

(i) the Company has six Directors, out of which only one of them is independent non-executive Director, as a result, the Company is not in compliance with the requirement of Rule 3.10A of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "**Listing Rules**") which requires that the Company must appoint independent non-executive directors representing at least one-third of the Board, and with Rule 3.10(1) of the Listing Rules which requires at least three independent non-executive Directors in the Board;

(ii) the Audit Committee comprises one independent non-executive Director as member, as a result, the Company is not in compliance with the requirement of Rule 3.21 of the Listing Rules which requires that (a) the Audit Committee must comprise a minimum of three members; (b) at least one of whom is an independent non-executive director with appropriate professional qualifications or accounting or related financial management expertise as required under Rule 3.10(2) of the Listing Rules, and (c) the Audit Committee must be chaired by an independent non-executive director;

(iii) the Remuneration Committee comprises one independent non-executive Director as member, as a result, the Company is not in compliance with the requirement of Rule 3.25 of the Listing Rules which requires that the Remuneration Committee must be chaired by an independent non-executive Director;

(iv) the Nomination Committee comprises one executive Director and one independent non-executive Director, as a result, the Company is not in compliance with the requirement of Rule 3.27A of the Listing Rules which requires that the Nomination Committee must comprise a majority of independent non-executive Directors; and

(v) the Company has a single gender board which does not meet the requirement under Rule 13.92 of the Listing Rules.

The Company will use its best endeavours to identify suitable candidate(s) to fill up the vacancy of independent non-executive Director as well as the vacancies of the member and/or chairman of the Audit Committee, the Remuneration Committee and the Nomination Committee, and to identify a suitable female candidate that meet relevant requirements, and in any event within three months from the date of not being able to meet the relevant requirement(s), in accordance with Rules 3.11, 3.23, 3.27 and 3.27C and 13.92(2) of the Listing Rules. The Company will make further announcement(s) as and when appropriate.

By order of the Board
China Tontine Wines Group Limited
Huang Chuwu
Chairman and Executive Director

Hong Kong, 11 September 2026

As at the date of this announcement, the Board comprises Mr. Huang Chuwu, Mr. Xu Gaosheng and Mr. Zeng Ronghao as executive Directors, Mr. Li Jerry Y. and Mr. Zhu Minghui as non-executive Directors, Mr. Chan Wai Kit as independent non-executive Director.