RISECOMM
瑞斯康

RISECOMM GROUP HOLDINGS LIMITED
瑞斯康集團控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1679)

POLL RESULTS OF THE EXTRAORDINARY GENERAL MEETING HELD ON 17 SEPTEMBER 2026

Reference is made to the circular (the "**Circular**") of Risecomm Group Holdings Limited (the "**Company**") and the notice (the "**Notice**") of the extraordinary general meeting ("**EGM**") of the Company both dated 31 August 2026. Unless the context otherwise requires, capitalised terms used in this announcement shall have the same meanings as those defined in the Circular.

POLL RESULTS OF THE EGM

The Board is pleased to announce that at the EGM of the Company held on 17 September 2026, all the proposed ordinary resolutions (the "**Ordinary Resolutions**") as set out in the Notice were duly passed by the Shareholders by way of poll. The description of the Ordinary Resolutions below is by way of summary only. The full text appears in the Notice. The poll results are as follows:

Ordinary Resolutions		**Number of Votes** *(Note (a))* *(Approximate %)*	
		For	**Against**
1.	The conditional loan capitalisation agreement dated 27 May 2026 and entered into between the Company as issuer and GEOS Technology (HK) Limited ("**GEOS**") as subscriber in relation to (i) the subscription of 1,874,348 new ordinary shares of the Company (the "**Share(s)**") to be issued and allotted by the Company at subscription price of HK$0.46 per Share to GEOS, and (ii) issue of zero coupon convertible bonds to GEOS in the principal amount of HK$3,448,800 which are convertible into 7,497,391 Shares at the price of HK$0.46 per Share, for settlement of the loans due from the Group to GEOS, and the transactions contemplated thereunder, be and are hereby ratified, confirmed and approved.	71,966,492 (99.99%)	120 (0.01%)

Ordinary Resolutions		Number of Votes *(Note (a))* *(Approximate %)*	
		For	**Against**
2.	The conditional loan capitalisation agreement dated 27 May 2026 and entered into between the Company as issuer and Haihua (HK) New Energy Development Limited ("**Haihua**") as subscriber in relation to (i) the subscription of 1,803,913 Shares to be issued and allotted by the Company at subscription price of HK$0.46 per Share to Haihua, and (ii) issue of zero coupon convertible bonds to Haihua in the principal amount of HK$3,319,200 which are convertible into 7,215,652 Shares at the price of HK$0.46 per Share, for settlement of the loans due from the Group to Haihua, and the transactions contemplated thereunder, be and are hereby ratified, confirmed and approved.	71,966,492 (99.99%)	120 (0.01%)
3.	The conditional loan capitalisation agreement dated 27 May 2026 and entered into between the Company as issuer and Linker Union Limited ("**Linker**") as subscriber in relation to (i) the subscription of 52,620,000 Shares to be issued and allotted by the Company at subscription price of HK$0.46 per Share to Linker, and (ii) issue of zero coupon convertible bonds to Linker in the principal amount of HK$96,820,800 which are convertible into 210,480,000 Shares at the price of HK$0.46 per Share, for settlement of the loans due from the Group to Linker, and the transactions contemplated thereunder, be and are hereby ratified, confirmed and approved.	71,966,492 (99.99%)	120 (0.01%)
4.	The conditional loan capitalisation agreement dated 27 May 2026 and entered into between the Company as issuer and Mr. Ning Jun ("**NJ**") as subscriber in relation to (i) the subscription of 7,623,913 Shares to be issued and allotted by the Company at subscription price of HK$0.46 per Share to NJ, and (ii) issue of zero coupon convertible bonds to NJ in the principal amount of HK$14,028,000 which are convertible into 30,495,652 Shares at the price of HK$0.46 per Share, for settlement of the loans due from the Group to NJ, and the transactions contemplated thereunder, be and are hereby ratified, confirmed and approved.	71,966,492 (99.99%)	120 (0.01%)

Ordinary Resolutions		Number of Votes *(Note (a))* *(Approximate %)*	
		For	**Against**
5.	The conditional loan capitalisation agreement dated 27 May 2026 and entered into between the Company as issuer and Ms. Guo Lei ("**Guo**") as subscriber in relation to (i) the subscription of 5,894,783 Shares to be issued and allotted by the Company at subscription price of HK$0.46 per Share to Guo, and (ii) issue of zero coupon convertible bonds to Guo in the principal amount of HK$10,846,400 which are convertible into 23,579,130 Shares at the price of HK$0.46 per Share, for settlement of the loans due from the Group to Guo, and the transactions contemplated thereunder, be and are hereby ratified, confirmed and approved.	71,966,492 (99.99%)	120 (0.01%)
6.	The conditional placing agreement dated 27 May 2026 and entered into between the Company as issuer and GEO Securities Limited as placing agent in relation to the placing of up to 85,869,565 new Shares of the Company at the placing price HK$0.46 per Share to the placees, for the settlement of the loans due from the Group to Ms. Fu Xiaoqin and Clear Jolly Holdings Limited, and the transactions contemplated thereunder, be and are hereby ratified, confirmed and approved.	71,966,492 (99.99%)	120 (0.01%)

Notes:

(a) The number and percentage of votes are based on the total number of Shares voted by the Shareholders at the EGM in person or by proxy.

(b) As more than 50% of the votes were cast in favour of each of the above Ordinary Resolutions, all the Ordinary Resolutions were duly passed at the EGM.

(c) As at the date of the EGM, the total number of Shares in issue was 215,813,840 Shares.

(d) As at the date of the EGM, there were (i) no treasury shares (as defined under the Listing Rules, which include any treasury shares held or deposited with the Central Clearing and Settlement System established and operated by Hong Kong Securities Clearing Company Limited) held by the Company and as such no voting rights of treasury shares have been exercised at the EGM; and (ii) no Shares repurchased by the Company which are pending cancellation and should be excluded from the total number of issued Shares for the purpose of the EGM.

(e) The Subscribers and their respective associates shall abstain from voting in respect of the relevant resolution(s) approving their respective Loan Capitalisation Agreement and the transactions contemplated thereunder at the EGM. As at the date of the EGM, Mr. Ning held approximately 1.18% of issued Shares.

Mr. Ning and his associates were required to abstain, and had abstained from voting at the EGM in respect of the resolution(s) approving the NJ Loan Capitalisation Agreement, the Linker Loan Capitalisation Agreement and the transactions contemplated thereunder.

Accordingly, there was approximately 98.82% of issued Shares entitling the Independent Shareholders to attend and vote for or against the resolution(s) approving the NJ Loan Capitalisation Agreement, the Linker Loan Capitalisation Agreement and the transactions contemplated thereunder.

Save as disclosed above, to the best of the Directors' knowledge, information and belief, having made all reasonable enquiries, (i) no other Shareholder had a material interest in the transactions contemplated under the Loan Capitalisation Agreements and was required to abstain from voting on any of the Ordinary Resolutions at the EGM; (ii) no Shareholder had stated his or her intention in the Circular to vote against or abstain from voting on the Ordinary Resolutions at the EGM; and (iii) no Shareholder was required to abstain from voting in favour of the Ordinary Resolutions at the EGM as set out in Rule 13.40 of the Listing Rules.

(f) The Company's branch share registrar, Tricor Investor Services Limited, acted as the scrutineer for the vote-taking at the EGM.

(g) Except for Mr. Tsang Wah Tak, Brian, Mr. Yu Lu and Ms. Lo Wan Man, all other Directors, namely Ms. Ye Bailing, Ms. Guo Lei and Mr. Victor Yang attended the EGM, either in person or by means of electronic facilities.

By Order of the Board
Risecomm Group Holdings Limited
Ye Bailing
Executive Director

Hong Kong, 17 September 2026

As at the date of this announcement, the executive Directors are Mr. Tsang Wah Tak, Brian and Ms. Ye Bailing, the non-executive Directors are Ms. Guo Lei and Mr. Yu Lu, and the independent non-executive Directors are Mr. Victor Yang and Ms. Lo Wan Man.