

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.



Star Group Asia Limited

星星集團亞洲有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1560)

**(1) POLL RESULTS OF THE EXTRAORDINARY GENERAL MEETING
HELD ON 12 OCTOBER 2026;
(2) INCREASE IN AUTHORISED SHARE CAPITAL AND SHARE
CONSOLIDATION BECOMING EFFECTIVE ON 14 OCTOBER 2026; AND
(3) ADJUSTMENTS TO THE SHARE OPTIONS AND CONVERTIBLE BONDS**

The Board is pleased to announce that at the EGM held on Monday, 12 October 2026, all the Resolutions as set out in the Notice were duly passed by the Shareholders by way of poll.

References are made to (i) the circular (the “**Circular**”); and (ii) the notice (the “**Notice**”) of the extraordinary general meeting of Star Group Asia Limited (the “**Company**”) both dated 24 September 2026. Unless the context otherwise requires, capitalised terms used herein shall have the same meanings as those defined in the Circular.

POLL RESULTS OF THE EXTRAORDINARY GENERAL MEETING

At the EGM held on 12 October 2026, the proposed resolutions as set out in the Notice (the “**Resolutions**”) were taken by poll.

As at the date of the EGM, the total number of issued Shares of the Company was 641,498,000 Shares.

There were (a) no treasury shares held by the Company (including any treasury shares held or deposited with the Central Clearing and Settlement System established and operated by Hong Kong Securities Clearing Company Limited) as at the date of the EGM and as such no voting rights of treasury shares have been exercised at the EGM; and (b) no repurchased Shares which are pending cancellation and should be excluded from the total number of issued Shares for the purpose of the EGM.

To the best of the Directors’ knowledge, information and belief, having made all reasonable enquiries, no Shareholder had a material interest in the Increase in Authorised Share Capital and the Share Consolidation. Accordingly, no Shareholder was required under the Listing Rules to abstain from voting on the Resolutions at the EGM. There were no Shares entitling the Shareholders to attend and abstain from voting in favour of the Resolutions at the EGM as set out in Rule 13.40 of the Listing

Rules. None of the Shareholders had indicated in the Circular their intention to vote against or to abstain from voting on the Resolutions at the EGM. Accordingly, the total number of Shares entitling the Shareholders to attend and vote for or against the Resolutions at the EGM was 641,498,000 Shares.

The Company's branch share registrar and transfer office in Hong Kong, Tricor Investor Services Limited, was appointed as the scrutineer for the purpose of vote-taking at the EGM. Ms. Cheung Wai Shuen, Mr. Lee Lap Yan Philip, Mr. Leung Ka Tin and Mr. Mong Cheuk Wai attended the EGM in person, while Mr. Chan Man Fai Joe, Mr. Tsui Wing Tak and Mr. Hong Sze Lung were present by electronic means.

Details of the poll results in respect of the Resolutions at the EGM were as follows:

ORDINARY RESOLUTIONS^(Note)		Number of votes (Approximate %)	
		For	Against
1.	To approve the proposed increase in authorised share capital the Company from HK\$10,000,000 divided into Existing Shares to HK\$100,000,000.00 divided into 10,000,000,000 Existing Shares by the creation of an 9,000,000,000 new Existing Shares and to authorize any one the Directors to do all things necessary for implementation of the aforesaid.	432,598,800 (99.06%)	4,108,000 (0.94%)
2.	To approve the proposed share consolidation of every ten (10) issued and unissued shares of HK\$0.01 each in the share capital of the Company into one (1) share of HK\$0.10 each and to authorise any one of the Directors to do all things necessary for the implementation of the aforesaid.	432,598,800 (99.06%)	4,108,000 (0.94%)

Notes: Please refer to the Notice for full text of the Resolutions.

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

INCREASE IN AUTHORISED SHARE CAPITAL AND SHARE CONSOLIDATION BECOMING EFFECTIVE ON 14 OCTOBER 2026

The Board is pleased to announce that all conditions precedent for the Increase in Authorised Share Capital and the Share Consolidation have been fulfilled. The Increase in Authorised Share Capital and the Share Consolidation will become effective on Wednesday, 14 October 2026. Dealings in the Consolidated Shares will commence at 9:00 a.m. on Wednesday, 14 October 2026.

Please refer to the Circular for further details, including the trading arrangement, the arrangement for free exchange of share certificates and matching services for odd lots of the Consolidated Shares in connection with the Share Consolidation. The Shareholders should note that, upon the Share Consolidation becoming effective, new share certificates of the Consolidated Shares will be issued in dark blue colour, while the existing share certificates in red colour for the Existing Shares will cease to be valid for trading, settlement and registration purpose after 4:10 p.m. on Wednesday, 18 November 2026, but will remain valid and effective as documents of title.

ADJUSTMENTS TO THE SHARE OPTIONS AND CONVERTIBLE BONDS

Adjustments to the Share Options

As at the date of this announcement, the Company has 45,650,000 outstanding Share Options granted under the Share Option Scheme. Pursuant to the terms and conditions of the Share Option Scheme and the Listing Rules, the exercise prices and the number of Consolidated Shares to be issued upon exercise of the outstanding Share Options will be adjusted as follows with effect from Wednesday, 14 October 2026 upon the Share Consolidation becoming effective:

Date of grant (dd/mm/yyyy)	As at the date of this announcement		Immediately after the Share Consolidation	
	Number of Shares to be issued upon exercise of outstanding Share Options	Exercise price per Existing Share (HK\$)	Number of Consolidated Shares to be issued upon exercise of outstanding Share Options	Exercise price per Consolidated Share (HK\$)
11/12/2020	10,000,000	0.41	1,000,000	4.10
27/01/2021	8,550,000	0.418	855,000	4.18
28/01/2026	27,100,000	0.145	2,710,000	1.45

Grand Moore Capital Limited, an independent financial adviser appointed by the Company, has certified that the above adjustments of the Share Options are made in accordance with the terms of the Share Option Scheme and the note to Rule 17.03(13) of the Listing Rules.

Adjustments to the Convertible Bonds

As at the date of this announcement, the Company has outstanding Convertible Bonds in an aggregate principal amount of HK\$418,000,000. Pursuant to the terms and conditions of the Convertible Bonds, the conversion price and the number of Consolidated Shares to be allotted and issued upon full conversion of the outstanding Convertible Bonds will be adjusted as follows with effect from Wednesday, 14 October 2026 upon the Share Consolidation becoming effective:

Particulars	As at the date of this announcement		Immediately after the Share Consolidation	
	Number of Existing Shares to be allotted and issued upon full conversion	Conversion price per Existing Share (HK\$)	Number of Consolidated Shares to be allotted and issued upon full conversion	Conversion price per Consolidated Share (HK\$)
Convertible Bonds	836,000,000	0.50	83,600,000	5.00

Grand Moore Capital Limited, an independent financial adviser appointed by the Company, has certified that the above adjustments of the Convertible Bonds are made in accordance with the terms and conditions of the Convertible Bonds.

Save for the above adjustments, all other terms and conditions of the outstanding Share Options and Convertible Bonds remain unchanged.

For and on behalf of the Board
Star Group Asia Limited
Chan Man Fai Joe
Chairman

Hong Kong, 12 October 2026

As at the date of this announcement, the Board comprises three executive Directors, namely Mr. Chan Man Fai Joe (Chairman and chief executive officer), Ms. Cheung Wai Shuen and Mr. Lee Lap Yan Philip; a non-executive Director, namely Mr. Tsui Wing Tak; and three independent non-executive Directors, namely Mr. Leung Ka Tin, Mr. Mong Cheuk Wai and Mr. Hong Sze Lung.