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TA YANG GROUP HOLDINGS LIMITED
大洋集團控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1991)

POLL RESULTS OF THE EXTRAORDINARY GENERAL MEETING HELD ON 6 NOVEMBER 2026

References are made to the circular (the "**Circular**") of Ta Yang Group Holdings Limited (the "**Company**") and the notice (the "**Notice**") of the extraordinary general meeting (the "**EGM**") both dated 16 October 2026. Unless the context requires otherwise, capitalised terms used in this announcement shall have the same meanings as those defined in the Circular.

POLL RESULTS OF THE EGM

The board of directors of the Company (the "**Board**") is pleased to announce that the proposed resolutions (the "**Resolutions**") as set out in the Notice were duly passed by the Shareholders by way of poll at the EGM held on Friday, 6 November 2026.

Special Resolution		Number of Votes (%)	
		For	Against
1.	To approve, subject to and conditional upon the conditions set out in the section headed "Conditions of the Capital Reorganisation" in the Letter from the Board in the Circular: (a) the Capital Reduction whereby the nominal or par value of each issued Existing Share be reduced from HK$1.00 to HK$0.10 by cancelling the paid-up capital to the extent of HK$0.90 on each issued Existing Share; (b) immediately following the Capital Reduction becoming effective, the Share Subdivision of each authorised but unissued Existing Share of HK$1.00 into ten (10) New Shares of HK$0.10 each; (c) the change of the authorised share capital of the Company from HK$2,000,000,000 divided into 2,000,000,000 Existing Shares of HK$1.00 each to HK$2,000,000,000 divided into 20,000,000,000 New Shares of HK$0.10 each; (d) the application of the credit arising from the Capital Reduction towards offsetting the accumulated losses of the Company, with the balance (if any) to be transferred to a distributable reserve account of the Company; and (e) the authorisation of any one or more of the Directors to do all such acts and things and execute and deliver all such documents as they may consider necessary, desirable or expedient to give effect to the Capital Reorganisation.	10,945,524 (85.2089%)	1,900,000 (14.7911%)

Ordinary Resolution		Number of Votes (%)	
		For	Against
2.	To approve, subject to and conditional upon the passing of special resolution numbered 1 and the fulfilment of the conditions set out in the section headed "Conditions of the Rights Issue" in the Letter from the Board in the Circular: (a) the Rights Issue of up to 344,013,400 Rights Shares of HK$0.10 each at the subscription price of HK$0.80 per Rights Share on the basis of two (2) Rights Shares for every one (1) New Share held by the Qualifying Shareholders on the Record Date (being 25 November 2026 or such other date as may be determined by the Company), other than the Excluded Shareholders; (b) the authorisation of the Board (or a committee thereof) to allot and issue the Rights Shares notwithstanding that they may be offered, allotted or issued otherwise than pro rata to the existing Shareholders, and to make such exclusions or other arrangements in relation to the Excluded Shareholders as it considers necessary, desirable or expedient; and (c) the authorisation of any one of the Directors to do all such acts and things and execute all such documents (including affixing the common seal of the Company where required) as he or she may consider necessary, desirable or expedient to implement and/or give effect to the Rights Issue and the transactions contemplated thereunder.	10,945,524 (85.2089%)	1,900,000 (14.7911%)

Note: The full text of the above Resolutions was set out in the Notice.

As not less than 75% of the votes were cast in favour of special resolution no. 1 above, special resolution no. 1 was duly passed as a special resolution of the Company.

As more than 50% of the votes were cast in favour of ordinary resolution no. 2 above, ordinary resolution no. 2 was duly passed as an ordinary resolution of the Company.

As at the date of the EGM, the total number of issued Shares of the Company was 172,006,700 Shares, which was the total number of Shares entitling the holders to attend and vote for or against special resolution no. 1 proposed at the EGM.

As disclosed in the Circular, in accordance with Rule 7.19A(1) and Rule 7.27A(1) of the Listing Rules, the Rights Issue is conditional upon, among other things, the approval of the Independent Shareholders at the EGM, and any controlling shareholders and their respective associates shall abstain from voting in favour of the resolution(s) in relation to the Rights Issue. Accordingly, Lyton Maison Limited (which is wholly owned by Ms. Shi Qi, an executive Director and the Chairlady of the Board) and Ms. Shi Qi and their associates were required to abstain from voting in favour of ordinary resolution no. 2 at the EGM. As at the date of the EGM, Lyton Maison Limited held 79,687,549 Shares, representing approximately 46.33% of the issued share capital of the Company, and abstained from voting in favour of ordinary resolution no. 2. Save for Lyton Maison Limited and Ms. Shi Qi, no other Shareholders or Directors were required under the Listing Rules to abstain from voting in favour of ordinary resolution no. 2 at the EGM.

The total number of Shares entitling the Independent Shareholders to attend and vote for or against ordinary resolution no. 2 at the EGM was 92,319,151 Shares.

There were no Shares entitling the holders to attend and abstain from voting in favour of any of the Resolutions proposed at the EGM as set out in Rule 13.40 of the Listing Rules. Save as disclosed above, no Shareholder was required under the Listing Rules to abstain from voting on the Resolutions proposed at the EGM. None of the Shareholders had indicated their intention in the Circular to vote against or to abstain from voting on the Resolutions proposed at the EGM (other than the requirement for Lyton Maison Limited, Ms. Shi Qi and their associates to abstain from voting in favour of ordinary resolution no. 2 as disclosed in the Circular). There was no Share entitling the holder to attend and vote only against any of the Resolutions at the EGM.

The Company's branch share registrar in Hong Kong, Union Registrars Limited, acted as the scrutineer for the poll taken at the EGM.

The Company's Directors, Mr. Li Jiuhua attended the EGM in person, and Ms. Shi Qi, Mr. Gu Shixiang, Mr. Han Lei, Mr. Wang Dongzhu, Mr. Law Wai Ip Vincent, Mr. Zhang Li and Dr. Xie Jun attended the EGM by electronic means.

UPDATE IN RELATION TO THE CAPITAL REORGANISATION AND THE RIGHTS ISSUE

Shareholders and potential investors should note that the Capital Reorganisation remains subject to fulfilment of the remaining conditions as set out in the Circular (including, among other things, registration by the Registrar of Companies in the Cayman Islands of the relevant documents required under the Companies Act with respect to the Capital Reduction). Subject to fulfilment of all conditions of the Capital Reorganisation, the Capital Reorganisation is expected to become effective on or before Monday, 16 November 2026. The Rights Issue remains subject to fulfilment of the conditions as set out in the Circular. Further announcement(s) will be made by the Company as and when appropriate.

Shareholders and potential investors are advised to exercise caution when dealing in the Shares of the Company.

By order of the Board
Ta Yang Group Holdings Limited
Shi Qi
Chairlady

Hong Kong, 6 November 2026

As at the date of this announcement, the Board comprises two executive Directors, namely Ms. Shi Qi and Mr. Li Jiuhua; four non-executive Directors, namely Mr. Gu Shixiang, Mr. Han Lei, Mr. Wang Dongzhu and Mr. Law Wai Ip Vincent; and two independent non-executive Directors, namely Mr. Zhang Li and Dr. Xie Jun.