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金石資本集團有限公司
GOLDSTONE CAPITAL GROUP LIMITED

(Incorporated in Bermuda with limited liability)

(Stock code: 1160)

PROCEEDINGS OF THE SPECIAL GENERAL MEETING HELD ON 20 NOVEMBER 2026, CHAIRMAN'S RULING NOT PUTTING CERTAIN RESOLUTIONS TO THE VOTE, AND VOTES CAST IN RESPECT OF CERTAIN SHARES ARE NOT ELIGIBLE FOR VOTING

References are made to the circular (the "**Circular**") and the notice of special general meeting (the "**Notice**") of Goldstone Capital Group Limited (the "**Company**") dated 10 September 2026 in relation to the proposed removal and appointment of directors. Unless the context requires otherwise, capitalised terms used herein shall bear the same meanings as defined in the Circular.

I. PROCEEDINGS OF THE SPECIAL GENERAL MEETING

The Board announces that the special general meeting of the Company (the "**SGM**") was held at Meeting Room, 2/F., Yueshan Hotel, No. 4 Puti Avenue, Changshou District, Chongqing, China on 20 November 2026, Friday, at 10:00 a.m. Mr. Wang Guozhen, a non-executive Director, chaired the meeting (the "**Chairman**"), and authorised the Company Secretary of the Company to conduct the procedural aspects of the meeting on his behalf.

The Company's branch share registrar in Hong Kong, Union Registrars Limited, was appointed as the scrutineer for vote-taking at the SGM.

All the 14 resolutions set out in the Notice were read out at the meeting in sequential order.

II. CHAIRMAN'S RULING NOT PUTTING CERTAIN RESOLUTIONS TO THE VOTE

(1) Resolution Nos. 1, 3, 5, 7 and 8

The shareholder representative, Evergreen Goldstone International Group Limited, stated at the meeting that, in view of Mr. Jin Qingjun, Mr. Lam King, Ms. An Ran, Ms. Wan Yuk Ling, and Ms. Xiao Ruimei are currently not the Directors of the Company; the resolutions to remove directors set out in Nos. 1, 3, 5, 7 and 8 of the Notice are no longer applicable.

The Chairman accepted the above opinion and ruled that the resolutions need not be put to the meeting for voting, and that no vote would be taken.

(2) Resolutions Nos. 9 and 14

The shareholder representative, Gold Pond International Limited, stated at the meeting that resolution No. 9 (which broadly provides for the removal of "**any and all**" directors appointed between 13 August 2026 and the date of the SGM) and resolution No. 14 (which broadly authorises "any one or more Directors" to implement the aforementioned resolutions) have a fundamental defect in that the subjects of the vote and the recipients of the authorisation are uncertain, rendering shareholders unable to accurately express their intentions to vote in favour of or against the resolutions, nor can they split their votes.

After due consideration, the Chairman ruled that, as the subjects of the vote and the recipients of the authorisation were not clearly defined, the two aforementioned resolutions lacked a lawful basis for voting. Therefore, in accordance with the Company's Bye-laws and the principle of maintaining the fairness of meetings under common law, they shall not be put to the vote at this general meeting, nor shall a vote be taken.

III. VOTES CAST IN RESPECT OF CERTAIN SHARES ARE NOT ELIGIBLE FOR VOTING

Following the collection of ballot papers, the shareholder representative, Evergreen Goldstone International Group Limited, sternly exposed at the meeting that Mr. Chan Cheong Yee, an executive Director, had colluded with certain shareholders to acquire shares of the Company at a low price through false undertaking and concealed the acting in concert relationship. The voting rights collectively controlled by the relevant group acting in concert were suspected of exceeding 30% and no mandatory general offer had been made in accordance with the law; and stated that it had reported to the Commercial Crime Bureau of the Hong Kong Police Force, and formal complaints had been lodged with the Securities and Futures Commission and the Stock Exchange of Hong Kong. It requested the Chairman to rule that the votes cast in respect of certain shares are not eligible for voting.

The Chairman noticed that the Special Investigation Committee of the Company issued an investigation report on 28 October 2026, holding that Mr. Chan Cheong Yee had breached his duties of care and fiduciary duties as an executive director and was suspected of assisting certain shareholders of the Company acting in concert in acquiring shares of the Company.

Out of consideration of safeguarding the overall interests of the Company and ensuring the fairness of the general meeting's procedures, and in accordance with the authority vested in the chairman under the Company's Bye-laws and common law to rule on voting eligibility disputes, the chairman hereby ruled that the votes cast in respect of the relevant shares (total: 31.8 million shares) held by the group acting in concert that identified as having been orchestrated by Mr. Chan Cheong Yee shall not be counted in the voting results of this special general meeting and shall be rendered invalid.

The Company will seek legal advice regarding the progress of the above complaint, report to the police, and regulatory whistleblowing, as well as their potential impact on the voting results of this special general meeting, and will make a further announcement in due course.

IV. VOTING ON THE REMAINING RESOLUTIONS AND ANNOUNCEMENT OF RESULTS

Following the above ruling, the ordinary resolutions actually put to the vote at the meeting are Nos. 2, 4, 6, 10, 11, 12 and 13 as set out in the Notice. The scrutineer is currently counting the votes that are valid, and the voting results will be published separately in due course in the form of a poll results announcement.

V. CONTINUED TRADING HALT

At the request of the Company, trading in the shares of the Company on the Stock Exchange has been halted with effect from 20 November 2026 pending the release of the inside information announcement in relation to the decision of the Listing Committee under Rule 6.01(3) of the Listing Rules. Shareholders and potential investors of the Company are advised to exercise caution when dealing in the securities of the Company.

By order of the Board
Goldstone Capital Group Limited
Wang Guozhen
Non-Executive Director

Hong Kong, 20 November 2026

As at the date of this announcement, the Board comprises Mr. Chan Cheong Yee as executive Director (duties suspended); Mr. Chen Huaiyuan, Mr. Wang Guozhen, Ms. Hu Yanni, Mr. Feng Junda and Mr. Gong Ga as non-executive Directors; and Mr. Hung Hoi Ming Raymond, Mr. Sze Tak Chi, Ms. Li Qian and Mr. Luo Xiaoke as independent non-executive Directors.