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Guoen Holdings Limited
國恩控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8121)

POLL RESULTS OF THE EXTRAORDINARY GENERAL MEETING HELD ON 13 AUGUST 2026

Reference is made to the notice of extraordinary general meeting (the "**EGM**") dated 24 July 2026 (the "**EGM Notice**") of Guoen Holdings Limited (the "**Company**"), and the circular of the Company dated 24 July 2026 (the "**Circular**"). Unless otherwise defined, capitalised terms used herein shall have the same meanings as defined in the Circular.

The board (the "**Board**") of directors (the "**Director(s)**") of the Company is pleased to announce that all the proposed resolution (the "**Resolution**") as set out in the EGM Notice were duly passed by the Shareholders by way of poll at the EGM held at 11 a.m. on Thursday, 13 August 2026 at Unit 1201 & 16, 12/F, Two Harbour Square, No. 180 Wai Yip Street, Kwun Tong, Hong Kong.

Directors of the Company, namely Mr. Yin Di, Mr. Liu Liping, Mr. Wang Lei, Ms. Fu Hongzhi, Mr. Bian Wencheng and Mr. Wen Zefeng had attended the EGM either in person or via electronic means, while Mr. Ng Chi Fung and Ms. Wan Wai Ting were absent due to their other engagements.

The scrutineer for vote-taking of the EGM was Tricor Investor Services Limited, the Hong Kong branch share registrar and transfer office of the Company.

As at the date of the EGM, the total number of issued Shares was 30,008,000 Shares. There were no treasury Shares held by the Company as at the date of EGM.

Pursuant to rules 10.24 and 10.29(1) of the GEM Listing Rules, the Rights Issue is subject to the approval of the Independent Shareholders by way of poll at the EGM at which any controlling Shareholders and their respective associates or, where there are no controlling Shareholders, the Directors (excluding the independent non-executive Directors) and the chief executive of the Company, and their respective associates shall abstain from voting in favour of the resolution approving the Rights Issue. As at the date of the EGM, the Company has no controlling Shareholder as defined under the GEM Listing Rules. Mr. Yin Di, the chairman and chief executive officer of the Company and an executive Director, was interested in

7,476,500 Shares, representing approximately 24.92% of the total issued Shares. Mr. Yin Di also has material interest in the Rights Issue since part of the net proceeds from the Rights Issue will be utilised to settle the Shareholder's Loans. Mr. Liu Liping, an executive Director, was interested in 416,500 Shares, representing approximately 1.39% of the total issued Shares. Ms. Wan Wai Ting, an executive Director, was indirectly interested in 100 Shares via her controlled corporation– Cooper Global Capital Limited, representing approximately 0.0003% of the total issued Shares. Mr. Ng Chi Fung, a non-executive Director, was interested in 400 Shares, representing approximately 0.0013% of the total issued Share. Therefore, Mr. Yin Di, Mr. Liu Liping, Ms. Wan Wai Ting, Cooper Global Capital Limited, Mr. Ng Chi Fung and their respective associates were required to abstain and had so abstained from voting in favour of the Resolution. Accordingly, there were a total of 22,114,500 Shares entitling the Shareholders to attend and vote for or against Resolution at the EGM.

Save as disclosed above, to the best of the knowledge, information and belief of the Directors, (i) no other Shareholder was entitled to attend but was required to abstain from voting in favour of the Resolution at the EGM as set out in Rule 17.47A of the GEM Listing Rules; and (ii) there was no restriction on any of the other Shareholders to cast votes on the Resolution proposed at the EGM.

None of the Shareholders has stated his/her/its intention in the Circular to vote against or to abstain from voting on the Resolution at the EGM. The Shareholders and authorised proxies holding an aggregate of 4,401,000 Shares carrying voting rights had voted at the EGM.

The poll results in respect of the Resolution at the EGM are as follows:

ORDINARY RESOLUTION		**NUMBER OF VOTES (APPROXIMATE PERCENTAGE)**	
		FOR	**AGAINST**
1.	To approve, confirm and/or ratify (as the case may be) the Rights Issue and the transactions contemplated thereunder and to authorise any one or more Director(s) to do all such things and acts and execute all documents necessary, desirable or expedient for implementation of the aforesaid.	4,401,000 (100%)	0 (0%)

* *The full text of the Resolution is set out in the EGM Notice.*

The number of votes and percentage of voting Shares are based on the total number of Shares held by the Shareholders who voted at the EGM in person or by proxy.

As more than 50% of the votes were cast in favor of each of the above ordinary resolution, the resolution was duly passed as an ordinary resolution by way of poll at the EGM.

By Order of the Board
Guoen Holdings Limited
Yin Di
Chief Executive Officer, Chairman of the Board, and Executive Director

Hong Kong, 13 August 2026

As at the date of this announcement, the executive Directors are Mr. Yin Di, Mr. Liu Liping, Mr. Wang Lei and Ms. Wan Wai Ting; the non-executive Director is Mr. Ng Chi Fung; and the independent non-executive Directors are Ms. Fu Hongzhi, Mr. Bian Wencheng and Mr. Wen Zefeng.

This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the GEM Listing Rules for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that to the best of their knowledge and belief, the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this announcement misleading.

This announcement will remain on the Stock Exchange's website at www.hkexnews.hk on the "Latest Listed Company Information" page for at least 7 days from the date of its publication. This announcement will also be published on the Company's website at www.guruonline.com.hk.