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CL GROUP (HOLDINGS) LIMITED

昌利（控股）有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 8098)

POLL RESULTS OF THE ANNUAL GENERAL MEETING

Reference is made to the circular (the **“Circular”**) incorporating notice (the **“Notice”**) of annual general meeting (the **“AGM”**) dated 10 July 2026 of CL Group (Holdings) Limited (the **“Company”**). Unless otherwise defined herein, terms used herein shall have the same meaning as defined in the Notice of AGM.

The Board is pleased to announce that all the proposed resolutions (the **“Resolutions”**) as set out in the Notice were duly passed as ordinary resolutions by the Shareholders by way of poll at the AGM held on 3 August 2026.

Tricor Investor Services Limited, the branch share registrar of the Company in Hong Kong, was appointed and acted as the scrutineer for the vote-taking at the AGM.

As at the date of the AGM, the total number of issued shares was 2,200,000,000 shares which represented the total number of shares entitling the holders to attend and vote for or against the resolutions at the AGM. There were no Shares entitling the holders to attend and abstain from voting in favour of the resolutions at the AGM as set out in Rule 17.47A of the GEM Listing Rules. No Shareholders was required under GEM Listing Rules to abstain from voting on the resolutions at the AGM. No parties have stated their intention in the Circular to vote against or to abstain from voting on any of the resolutions at the AGM. All Directors attended the AGM in person or by electronic means.

The poll results in respect of the Resolutions were as follows:

ORDINARY RESOLUTIONS		NUMBER OF SHARES %		Total number of votes
		For	Against	
1.	To receive and consider the audited consolidated financial statements of the Company and its subsidiaries and the reports of the directors of the Company (the “Directors”) and the auditors of the Company for the year ended 31 March 2026.	1,891,820,000 100.00%	0 0.00%	1,891,820,000
2.	(A) (i) To re-elect Mr. Lau Kin Hon as executive Director;	1,891,820,000 100.00%	0 0.00%	1,891,820,000
	(ii) To re-elect Ms. Yu Linda as executive Director;	1,891,820,000 100.00%	0 0.00%	1,891,820,000
	(B) To authorise the board of Directors to fix the Directors’ remuneration.	1,891,820,000 100.00%	0 0.00%	1,891,820,000
3.	To appoint Confucius International CPA Limited as auditors of the Company and to authorise the Board to fix their remuneration.	1,891,820,000 100.00%	0 0.00%	1,891,820,000
4.	To grant a general mandate to the Directors to issue new shares of the Company.	1,891,820,000 100.00%	0 0.00%	1,891,820,000
5.	To grant a general mandate to the Directors to repurchase shares of the Company.	1,891,820,000 100.00%	0 0.00%	1,891,820,000
6.	To add the nominal amount of the shares repurchased by the Company to the mandate granted to the Directors under resolution no. 4.	1,891,820,000 100.00%	0 0.00%	1,891,820,000
SPECIAL RESOLUTION				
7.	To adopt the Amended and Restated Articles of Association.	1,891,820,000 100%	0 0%	1,891,820,000

As more than 50% of the votes were cast in favour of each of the resolutions numbered 1 to 6 above, these resolutions were duly passed by the Shareholders as ordinary resolutions. As not less than 75% of the votes were cast in favour of the special resolution numbered 2, the resolution was duly passed by the Shareholders as special resolution.

The full text of resolution is set out in the notice of the AGM.

By Order of the Board
CL Group (Holdings) Limited
Kwok Kin Chung
Executive Director

Hong Kong, 3 August 2026

The Directors of the Company as at the date of this announcement are:-

Executive Directors:

Mr. Kwok Kin Chung (Chief Executive Officer)

Mr. Lau Kin Hon

Ms. Yu Linda

Independent non-executive Directors:

Mr. Poon Wing Chuen

Ms. Lau Ka Nam

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.

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