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**英皇文化產業集團有限公司**  
**Emperor Culture Group Limited**  
*(Incorporated in Bermuda with limited liability)*  
**(Stock Code: 491)**

**POLL RESULTS OF ANNUAL GENERAL MEETING  
HELD ON 3 DECEMBER 2025  
AND  
CHANGE OF INDEPENDENT NON-EXECUTIVE DIRECTORS AND  
MEMBERS OF BOARD COMMITTEES**

**I. Poll Results of the Annual General Meeting**

Reference is made to the circular of Emperor Culture Group Limited (“**Company**”) dated 20 October 2025 (“**Circular**”) setting out, inter alia, the notice of annual general meeting of the Company (“**Notice**”) held on 3 December 2025 (“**AGM**”). Capitalized terms used herein shall have the same meanings as defined in the Circular unless the context otherwise requires.

All Directors attended the AGM in person or by electronic means. The Company has appointed Union Registrars Limited, the Company’s Hong Kong branch share registrar, to act as the scrutineer for the purpose of vote-taking at the AGM. As at the date of the AGM, a total of 3,213,340,890 Shares were in issue and entitled the holders of which to attend and vote at the AGM. The poll results of the ordinary resolutions (“**Resolutions**”) proposed at the AGM are as follows:

Ordinary Resolutions		Number of votes (Approximate % to the total number of Shares voted at the AGM)		Total number of votes cast
		FOR	AGAINST	
1.	To receive and adopt the audited Financial Statements and the Reports of the Directors and Independent Auditor for the year ended 30 June 2025	2,371,313,094 Shares (100%)	0 Share (100%)	2,371,313,094 Shares
2.	(A) To re-elect Ms. Fan Man Seung, Vanessa as Director	2,371,313,094 Shares (100%)	0 Share (100%)	2,371,313,094 Shares

Ordinary Resolutions		Number of votes (Approximate % to the total number of Shares voted at the AGM)		Total number of votes cast
		FOR	AGAINST	
	(B) To elect Ms. Wan Choi Ha as Director	2,371,313,094 Shares (100%)	0 Share (0%)	2,371,313,094 Shares
3.	To authorise the Board to fix the Directors' remuneration	2,371,313,094 Shares (100%)	0 Share (0%)	2,371,313,094 Shares
4.	To re-appoint Cheng & Cheng Limited as Independent Auditor and to authorise the Board to fix its remuneration	2,371,313,094 Shares (100%)	0 Share (0%)	2,371,313,094 Shares
5.*	(A) To grant a general mandate to the Directors to issue new Shares	2,371,313,094 Shares (100%)	0 Share (0%)	2,371,313,094 Shares
	(B) To grant a general mandate to the Directors to buy back Shares	2,371,313,094 Shares (100%)	0 Share (0%)	2,371,313,094 Shares
	(C) To extend the general mandate granted to the Directors to issue additional Shares by the number of the Shares bought back by the Company	2,371,313,094 Shares (100%)	0 Share (0%)	2,371,313,094 Shares

\* The full text of Resolution 5 is set out in the Notice.

The Board is pleased to announce that as more than 50% of the votes were cast in favour of each of the Resolutions, all Resolutions were duly passed by the Shareholders at the AGM. There were no restrictions on any Shareholder to cast votes on any of the Resolutions.

## II. Change of Independent Non-executive Directors and Members of Board Committees

The Board also announces the following change of Independent Non-executive Directors and members of Board committees:

### Retirement of Ms. Chan Sim Ling, Irene ("Ms. Chan")

Ms. Chan, who has served the Board for over 9 years, did not offer herself for re-election and retired by rotation as an Independent Non-executive Director upon conclusion of the AGM. Following her retirement, Ms. Chan automatically ceased to act as a member of the Audit Committee and the Corporate Governance Committee under the Board.

Ms. Chan confirmed that she had no disagreement with the Board and there was no matter relating to her retirement that would need to be brought to the attention of the Shareholders.

### **Appointment of Ms. Wan Choi Ha (“Ms. Wan”)**

As Resolution 2(B) above in relation to the election of Ms. Wan as Director was duly passed at the AGM, the appointment of Ms. Wan as Independent Non-executive Director took effect upon conclusion of the AGM filling the vacancy created by the retirement of Ms. Chan. At the same time, Ms. Wan succeeds Ms. Chan for her positions in the Audit Committee and the Corporate Governance Committee.

The information of Ms. Wan that is required to be disclosed under Rule 13.51(2) of the Listing Rules (including her biographical details) was set out in Appendix I to the Circular and since then, there has been no change in all such information.

Ms. Wan confirmed that (i) she meets the independence criteria as set out under Rule 3.13 of the Listing Rules; (ii) she has no past or present financial or other interest in the business of the Group or any connection with any core connected person (as defined under the Listing Rules) of the Company; and (iii) there are no other factors that may affect her independence at the time of appointment.

### **Board Appreciation**

The board would like to take this opportunity to express its sincere gratitude to Ms. Chan for her valuable contributions to the Group during her tenure of service and extend a warm welcome to Ms. Wan for joining the Board.

By order of the Board of  
**Emperor Culture Group Limited**  
**Yeung Ching Loong, Alexander**  
*Chairman*

Hong Kong, 3 December 2025

As at the date of this announcement and after the above change of Directors, the Board comprises:-

*Executive Directors:* Mr. Yeung Ching Loong, Alexander  
Ms. Fan Man Seung, Vanessa

*Independent Non-executive Directors:* Mr. Ho Tat Kuen  
Ms. Tam Sau Ying  
Ms. Wan Choi Ha