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芯智控股有限公司
Smart-Core Holdings Limited

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 2166)

**POLL RESULTS OF THE ANNUAL GENERAL MEETING
HELD ON 23 MAY 2025**

The Board is pleased to announce that all the Resolutions were duly passed by the Shareholders by way of poll at the AGM.

Reference is made to the circular (the “**Circular**”) of Smart-Core Holdings Limited (the “**Company**”) and the notice (the “**Notice**”) of the annual general meeting, both dated 22 April 2025. Unless the context otherwise requires, capitalised terms used in this announcement shall have the same meanings as those defined in the Circular.

POLL RESULTS OF THE AGM

At the AGM held on 23 May 2025, all proposed resolutions as set out in the Notice (the “**Resolutions**”) were taken by poll. The Hong Kong branch share registrar and transfer office of the Company, Computershare Hong Kong Investor Services Limited, was appointed as the scrutineer at the AGM for the purpose of vote-taking.

As at the AGM date, the Company had an aggregate of 488,681,030 issued Shares, which was the total number of Shares entitling the Shareholders to attend and vote for or against the Resolutions at the AGM. There was no Shares entitling any Shareholders to attend and abstain from voting in favour of the Resolutions at the AGM as set out in Rule 13.40 of the Listing Rules and no Shareholder was required under the Listing Rules to abstain from voting at the AGM. There was no Shareholder who had stated his/her/its intention in the Circular to vote against any of the Resolutions at the AGM.

All Directors attended the AGM in person or by way of electronic means.

The Board is pleased to announce that all the Resolutions were duly passed by the Shareholders by way of poll at the AGM. The poll results in respect of the Resolutions at the AGM were as follows:

ORDINARY RESOLUTIONS		Number of Votes (approximate %)	
		For	Against
1.	To receive, consider and adopt the audited consolidated financial statements and the reports of Directors and the auditors of the Company and its subsidiaries for the year ended 31 December 2024.	353,910,000 (100%)	0 (0.00%)
2.	To declare a final dividend of HK10 cents per share for the year ended 31 December 2024.	353,910,000 (100%)	0 (0.00%)
3.	(a) To re-elect Mr. Mak Hon Kai Stanly as an executive Director.	353,910,000 (100%)	0 (0.00%)
	(b) To re-elect Dr. Tang Ming Je as an independent non-executive Director.	352,802,000 (99.69%)	1,108,000 (0.31%)
	(c) To re-elect Ms. Xu Wei as an independent non-executive Director.	352,802,000 (99.69%)	1,108,000 (0.31%)
4.	To authorise the board of Directors to fix the Directors' remuneration.	353,910,000 (100%)	0 (0.00%)
5.	To re-appoint RSM Hong Kong as auditors of the Company and authorise the board of Directors to fix their remuneration.	353,910,000 (100%)	0 (0.00%)
6.	To give a general mandate to the Directors to allot, issue and deal with additional shares of the Company not exceeding 20% of the number of issued shares of the Company (the “ Issue Mandate ”).	352,802,000 (99.69%)	1,108,000 (0.31%)
7.	To give a general mandate to the Directors to repurchase shares of the Company not exceeding 10% of the number of issued shares of the Company.	353,910,000 (100%)	0 (0.00%)
8.	To extend the Issue Mandate by the number of shares of the Company repurchased by the Company.	352,870,000 (99.71%)	1,040,000 (0.29%)

The description of the Resolutions above is by way of summary only. The full text appears in the Notice.

As more than 50% of the votes were cast in favour of each of the Resolutions, all the Resolutions were therefore duly passed as ordinary resolutions of the Company at the AGM.

By order of the Board
Smart-Core Holdings Limited
Tian Weidong
Chairman and Executive Director

Hong Kong, 23 May 2025

As at the date of this announcement, the Board comprises Mr. Tian Weidong (Chairman), Mr. Liu Hongbing, Mr. Mak Hon Kai Stanly and Mr. Zheng Gang as executive Directors, Mr. Wong Tsz Leung as non-executive Director, Dr. Tang Ming Je, Ms. Xu Wei and Dr. Xue Chun as independent non-executive Directors.