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BILLION INDUSTRIAL HOLDINGS LIMITED

百宏實業控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 2299)

PASSING AWAY OF AN INDEPENDENT NON-EXECUTIVE DIRECTOR

The board (the “**Board**”) of directors (the “**Directors**”) of Billion Industrial Holdings Limited (the “**Company**”) announces with sorrow that Mr. Shih Chun Pi (“**Mr. Shih**”), an independent non-executive Director, a member of the audit committee and remuneration committee, passed away on 30 April 2026.

Mr. Shih had served the Board as an independent non-executive Director since December 2018. The Board would like to express its sincere gratitude to Mr. Shih for his valuable and professional contributions to the Company during his tenure. The Board further expresses its deepest sorrow for the passing away of Mr. Shih and conveys its heartfelt condolences to his family.

NON-COMPLIANCE WITH THE LISTING RULES

Following the passing away of Mr. Shih, the Board comprises six Directors, of which three are executive Directors, one is non-executive Director and two are independent non-executive Directors. The Company currently does not comply with the following requirements under the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”):

- (i) The requirement under Rule 3.10(1) of the Listing Rules which stipulates that the board must include at least three independent non-executive directors;
- (ii) The requirement under Rule 3.21 of the Listing Rules which stipulates that the audit committee must comprise a minimum of three members;
- (iii) The requirement under Rule 3.27A of the Listing Rules which stipulates that the Nomination Committee must have majority of independent non-executive directors;

The Company will endeavor to identify suitable candidates to fill the vacancies of the independent non-executive Director and the relevant Board committees in order to comply with the requirements under the Listing Rules as soon as practicable and in any event within three months from the date of non-compliance as required under Rules 3.11, 3.23 and 3.27C of the Listing Rules. Further announcements will be made by the Company as and when appropriate in accordance with the Listing Rules. The Company's operation activities are being carried out normally and will not be adversely affected by it.

By Order of the Board
Billion Industrial Holdings Limited
Sze Tin Yau
Co-Chairman

Hong Kong, 4 May 2026

As at the date of this announcement, the board of directors of the Company comprises Mr. Sze Tin Yau, Mr. Wu Jinbiao and Ms. Shi Haiyan as executive directors, Mr. Zhang Shengbai as non-executive director and Mr. Yu Wai Ming and Mr. Lin Jian Ming as independent non-executive directors.