南旋控股有限公司
NAMESON HOLDINGS LIMITED
(Incorporated in the Cayman Islands with limited liability)
(Stock Code: 1982)

ANNOUNCEMENT

POLL RESULTS OF THE ANNUAL GENERAL MEETING HELD ON 28 AUGUST 2026; RETIREMENT AND APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTORS; AND CHANGE OF MEMBERS OF BOARD COMMITTEES

The Board is pleased to announce that all the resolutions proposed at the AGM held on 28 August 2026 were duly passed by the Shareholders by way of poll.

The Board also announces that:

(i) Ms. Fan Chiu Fun, Fanny has retired as an independent non-executive Director, and has ceased to be a member of each of the Audit Committee and Nomination Committee, with effect from the conclusion of the AGM; and

(ii) Ms. Macpherson Ayesha Abbas has been appointed as an independent non-executive Director, and a member of each of the Audit Committee and Nomination Committee, with effect from the conclusion of the AGM.

Reference is made to the circular (the "**Circular**") and the notice (the "**Notice**") of the annual general meeting held on 28 August 2026 (the "**AGM**") issued by Nameson Holdings Limited (the "**Company**") on 24 July 2026. Unless otherwise defined herein, capitalised terms used herein shall have the same meanings as defined in the Circular.

POLL RESULTS OF THE AGM

Ordinary Resolutions		Number of votes cast (% of votes cast)	
		For	Against
1.	To receive and consider the audited consolidated financial statements of the Company and its subsidiaries and the reports of the directors and the auditors of the Company for the year ended 31 March 2026.	1,721,034,000 100.00%	0 0.00%
2.	(a) To re-elect Mr. Man Yu Hin as an executive Director;	1,720,562,000 99.97%	472,000 0.03%
	(b) To re-elect Mr. Wong Ting Chun as an executive Director; and	1,709,152,000 99.31%	11,882,000 0.69%
	(c) To re-elect Ms. Guo Fenfen as an executive Director.	1,720,562,000 99.97%	472,000 0.03%
3.	To appoint Ms. Macpherson Ayesha Abbas as an independent non-executive Director.	1,721,034,000 100.00%	0 0.00%
4.	To authorise the Board to fix the remuneration of the Directors.	1,721,034,000 100.00%	0 0.00%
5.	To re-appoint KPMG as auditors of the Company and to authorise the Board to fix their remuneration.	1,709,152,000 99.31%	11,882,000 0.69%
6.	(1) To approve a general mandate to the Directors to issue shares of the Company not exceeding 20 per cent of the number of issued shares of the Company (excluding treasury shares) as at the date of passing this resolution.	1,700,380,000 98.80%	20,654,000 1.20%
	(2) To approve a general mandate to the Directors to repurchase shares of the Company not exceeding 10 per cent of the number of issued shares of the Company (excluding treasury shares) as at the date of passing this resolution.	1,720,562,000 99.97%	472,000 0.03%
	(3) To extend the general mandate granted to the Directors to allot, issue and deal with new shares not exceeding the number of shares repurchased by the Company.	1,700,380,000 98.80%	20,654,000 1.20%
7.	To approve and adopt the New Share Option Scheme (as defined in the Circular) and the Scheme Mandate Limit, being 10% of the total number of Shares in issue as at the date of passing this resolution.	1,709,366,000 99.32%	11,668,000 0.68%

Note: Please refer to the Notice dated 24 July 2026 for the full text of the resolutions nos. 6.(1) to (3) and 7.

Other than an independent non-executive Director, Ms. Fan Chiu Fun, Fanny, being absent due to her other personal commitments, all other Directors attended the AGM in person or by electronic means.

As at the date of the AGM, the total number of issued shares in the Company entitling the holders to attend and vote for or against any of the proposed resolutions at the AGM was 2,279,392,000 shares. There were no Shares entitling the holders to attend and abstain from voting in favour at the AGM as set out in Rule 13.40 of the Listing Rules.

As at the date of the AGM, there were (i) no treasury shares held by the Company (including any treasury shares held or deposited with the Central Clearing and Settlement System established and operated by Hong Kong Securities Clearing Company Limited) and as such no voting rights of treasury shares were exercised at the AGM; and (ii) no shares repurchased by the Company which were pending cancellation.

No Shareholder was required under the Listing Rules to abstain from voting on the resolutions at the AGM. None of the Shareholders had stated their intention in the Circular to vote against or to abstain from voting on any of the resolutions at the AGM.

As more than 50% of the votes were cast in favour of each of the resolutions no. 1 to no. 7, such resolutions were duly passed as ordinary resolutions at the AGM.

Computershare Hong Kong Investor Services Limited, the Company's branch share registrar in Hong Kong, acted as the scrutineer for the vote-taking at the AGM.

RETIREMENT AND APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTORS AND CHANGE OF MEMBERS OF BOARD COMMITTEES

The Board announces that Ms. Fan Chiu Fun, Fanny ("**Ms. Fan**") retired as an independent non-executive Director, and ceased to be a member of each of the Audit Committee and Nomination Committee, with effect from the conclusion of the AGM. The Board highly appreciates Ms. Fan's valuable contributions and insights to the Company during her tenure, and extends its sincere gratitude to her.

The Board also announces that Ms. Macpherson Ayesha Abbas ("**Mrs. Lau**") has been appointed as an independent non-executive Director at the AGM with effect from the conclusion of the AGM as approved by the ordinary resolution no. 3 at the AGM. Mrs. Lau has also been appointed as a member of each of the Audit Committee and Nomination Committee with effect from the same date. As at the date of this announcement, there has been no change to the biographical details of Mrs. Lau as disclosed in the Circular.

The biographical details of Mrs. Lau are as follows:

Mrs. Lau (Macpherson Ayesha Abbas) (劉麥嘉軒), *BBS, JP* aged 60, is a chartered accountant. Prior to joining KPMG in Hong Kong, she had worked at KPMG in London. Mrs. Lau was formerly a Partner of KPMG China and Managing Partner of KPMG in Hong Kong. She retired from all her positions at KPMG in September 2021.

Mrs. Lau actively engages in community service and has been appointed by the Government of Hong Kong as a member of various statutory and advisory bodies. She is the chairman and a non-executive director of both Mandatory Provident Fund Schemes Authority and its wholly-owned subsidiary, eMPF Platform Company Limited, as well as a director of the Hong Kong Academy of Finance. In addition, Mrs. Lau has been an Accounting Advisor of the Ministry of Finance of the People's Republic of China since May 2016 and a member of the Chinese People's Political Consultative Conference of Jiangsu Province Committee, since January 2018. Since May 2024, Mrs. Lau has also been an independent non-executive director of MTR Corporation Limited (stock code: 66).

Mrs. Lau formerly was a member of the Exchange Fund Advisory Committee of the Hong Kong Monetary Authority and a member of both the Financial Infrastructure and Market Development Sub-Committee as well as the Governance Sub-Committee of its Exchange Fund Advisory Committee. She was also the chairman of the Joint Committee on Student Finance, an advisor of Our Hong Kong Foundation, a member of each of the Legal Aid Services Council, Financial Leaders Forum, the Council of The University of Hong Kong, the Public Service Commission, the Advisory Panel on BEPS 2.0, the Lump Sum Grant Independent Review Committee, the Task Force on Economic Challenges, the Financial Reporting Review Panel of the Financial Reporting Council, the Market Development Committee and the Policy Research Committee of the Financial Services Development Council, the Hong Kong Trade Development Council, the Independent Commission Against Corruption Advisory Committee on Corruption, the Harbourfront Commission, the Aviation Development Advisory Committee, the Standing Committee on Judicial Salaries and Conditions of Service and the Women's Commission.

Mrs. Lau. is a member of each of The Institute of Chartered Accountants in England and Wales and the Hong Kong Institute of Certified Public Accountants.

Mrs. Lau will enter into a letter of appointment with the Company for a term of three years commencing from 28 August 2026 and will be subject to retirement by rotation and re-election at least once every three years in accordance with the Articles. Mrs. Lau will be entitled to a director's fee of HK$360,000 per annum under her letter of appointment with the Company subject to authorisation given by Shareholders in general meeting. Her proposed emolument is determined by the Board having regard to her duties and responsibilities.

Mrs. Lau has confirmed that (i) she has satisfied all the factors for independence as set out in Rule 3.13(1) to (8) of the Listing Rules; (ii) she has no past or present financial or other interest in the business of the Group or connection with any core connected person (as defined in the Listing Rules) of the Company; and (iii) there are no other factors that may affect her independence at the time of her appointment.

At the date of this announcement, Mrs. Lau does not have any interest in the shares or underlying shares in the Company within the meaning of Part XV of the SFO.

Save as disclosed, Mrs. Lau (i) does not have any relationship with any Directors, senior management, substantial shareholders or Controlling Shareholders; (ii) has not held any directorship in any other listed company in Hong Kong or overseas in the past three years as at the date of this announcement; and (iii) does not have any interests in the Shares within the meaning of Part XV of the SFO as at the date of this announcement.

Save as disclosed above, there are no other matters relating to the Directors and Mrs. Lau that are required to be disclosed pursuant to Rule 13.51(2)(h) to (v) of the Listing Rules and there are no other matters that need to be brought to the attention of the Shareholders relating to the Directors' re-election and appointment.

The Board would like to take this opportunity to express its warmest welcome to Mrs. Lau in joining the Board.

By order of the Board of
Nameson Holdings Limited
Mr. Wong Wai Yue ***MH***
Chairman

28 August 2026

As at the date of this announcement, the Board comprises Mr. Wong Wai Yue MH (Chairman), Mr. Man Yu Hin (Chief executive officer), Mr. Wong Ting Chun and Ms. Guo Fenfen, as executive directors of the Company; Mr. Sun Po Yuen JP, Mr. Ip Shu Kwan, Stephen GBS, JP and Ms. Macpherson Ayesha Abbas BBS, JP as independent non-executive directors of the Company.