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**IRC Limited 鐵江現貨有限公司**  
(Incorporated in Hong Kong with limited liability)  
(Stock code: 1029)

## **POLL RESULTS OF THE EXTRAORDINARY GENERAL MEETING HELD ON 16 DECEMBER 2025**

The Board is pleased to announce that the Resolution set out in the EGM Notice was duly passed by the Independent Shareholders at the EGM held on 16 December 2025.

The Rights Issue will proceed in accordance with the expected timetable set out in the Circular. Pursuant to the expected timetable, it is expected that the last day of dealings in the Shares on a cum-rights basis relating to the Rights Issue will be Wednesday, 17 December 2025 and the Shares will be dealt in on an ex-rights basis from Thursday, 18 December 2025. The Prospectus Documents are expected to be despatched to the Qualifying Shareholders (or in the case of Non-Qualifying Shareholders, the Prospectus for information only) on Wednesday, 31 December 2025.

Reference is made to the circular (the “**Circular**”) of IRC Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) and notice of the extraordinary general meeting of the Company both dated 25 November 2025 (the “**EGM Notice**”) containing details of the resolution tabled before the extraordinary general meeting of the Company (the “**EGM**”) for the approval of the Independent Shareholders. Unless otherwise stated, terms used herein shall have the same meanings as those defined in the Circular.

**Tuesday, 16 December 2025:** The board (the “**Board**”) of directors of the Company (the “**Directors**”) is pleased to announce that the EGM was held at 2:30 p.m. on 16 December 2025 at Hong Thai Expo and Business Centre, 5/F, United Centre, 95 Queensway, Admiralty, Hong Kong.

### **POLL RESULTS OF THE EGM**

As at the date of the EGM, the number of issued shares of the Company was 1,277,948,588 (the “**Shares**”).

In accordance with the Listing Rules, any controlling Shareholder and their respective associates shall abstain from voting in favour of the proposed resolution at the EGM (the “**Resolution**”). As further disclosed in the Circular, Axioma Capital, which held 830,101,285 Shares (representing approximately 64.96% of the total number of issued Shares) as at the date of the EGM, is a controlling Shareholder and the Underwriter of the Rights Issue and would therefore have to abstain from voting in respect of the Resolution.

Save as disclosed above, no Shareholder was required to abstain from voting on the Resolution. The total number of Shares entitling the Independent Shareholders to attend and vote on the Resolution was therefore 447,847,303 Shares. Save as disclosed above, (i) there were no restrictions on the casting of votes by any Shareholders on the Resolution; (ii) there were no Shares entitling the Shareholders to attend and abstain from voting in favour of the Resolution as set out in rule 13.40 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”) and (iii) none of the Shareholders has stated any intention in the Circular to vote against the Resolution or to abstain from voting at the EGM.

As at the date of the EGM, 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 EGM; and (ii) no Shares repurchased by the Company which were pending cancellation. The EGM was held in compliance with the provisions of the articles of association of the Company.

The Resolution was put to the vote by way of poll and as more than 50% of the votes were cast in favour of the Resolution, the Resolution proposed at the EGM was duly passed by the Independent Shareholders as ordinary resolution of the Company. The poll result of the Resolution at the EGM was as follows:

Ordinary Resolution		Number of Votes actually voted (%)	
		For	Against
1.	To approve, confirm and ratify the Rights Issue, the Placing Agreement, the Underwriting Agreement and the transactions contemplated thereunder. <sup>(Note)</sup>	93,796,289 (100.0000%)	0 (0.0000%)

*Note:* Full text of the Resolution is set out in the EGM Notice.

All Directors attended the EGM by electronic means.

Union Registrars Limited, the Share Registrar of the Company, acted as scrutineers at the EGM.

## **COMMENCEMENT OF DEALINGS IN THE SHARES ON AN EX-RIGHTS BASIS AND DESPATCH OF THE PROSPECTUS DOCUMENTS**

Upon passing of the Resolution, the Rights Issue will proceed in accordance with the expected timetable set out in the Circular. Pursuant to the expected timetable, it is expected that the last day of dealings in the Shares on a cum-rights basis relating to the Rights Issue will be Wednesday, 17 December 2025 and the Shares will be dealt in on an ex-rights basis from Thursday, 18 December 2025. The Prospectus Documents are expected to be despatched to the Qualifying Shareholders (or in the case of Non-Qualifying Shareholders, the Prospectus for information only) on Wednesday, 31 December 2025.

## **WARNING OF THE RISKS OF DEALING IN THE SHARES AND THE NIL-PAID RIGHTS SHARES**

Shareholders and potential investors of the Company should note that the Rights Issue is conditional upon, among other things, the Underwriting Agreement having become unconditional and the Underwriter not having terminated the Underwriting Agreement in accordance with the terms thereof, and the Listing Committee granting the listing of, and permission to deal in, the Rights Shares in their nil-paid and fully-paid forms. Please refer to the paragraph headed “Conditions of the Rights Issue” in the letter from the Board in the Circular for further details. Shareholders and potential investors of the Company should note that if the conditions of the Rights Issue are not fulfilled, the Rights Issue will not proceed.

Shareholders and potential investors of the Company are advised to exercise caution when dealing in the securities of the Company. Any person who is in any doubt about his/her/its position or any action to be taken is recommended to consult his/her/its own professional adviser(s).

Any dealings in the Shares from the date of the Announcement up to the date on which all the conditions of the Rights Issue are fulfilled, and any Shareholders dealing in the Rights Shares in nil-paid form will accordingly bear the risk that the Rights Issue may not become unconditional or may not proceed. Any Shareholders or other persons contemplating any dealings in the Shares and/or Rights Shares in nil-paid form are recommended to consult their professional advisers.

By Order of the Board  
**IRC Limited**  
**Denis Cherednichenko**  
*Chief Executive Officer*

Hong Kong, People’s Republic of China  
Tuesday, 16 December 2025

*As at the date of this announcement, the executive Director is Mr. Denis Cherednichenko. The Chairman and non-executive Director is Mr. Nikolai Levitskii. The independent non-executive Directors are Mr. Dmitry Dobryak, Ms. Natalia Ozhegina, Mr. Alexey Romanenko and Mr. Vitaly Sheremet.*

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